

MINUTES OF MEETING
OF
BOARD OF DIRECTORS

THE STATE OF TEXAS

COUNTY OF TRAVIS

LAKESIDE WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2C

The Board of Directors of Lakeside Water Control and Improvement District No. 2C (“District” or “Lakeside WCID No. 2C”) met in regular session, open to the public, outside the boundaries of the District, at 4421 Rowe Lane, Pflugerville, Texas, at 5:45 p.m. on January 8, 2019. A copy of the notice of meeting along with associated certificates of posting are attached hereto as Exhibit “A.”

The roll was called of the members of the Board of Directors, to wit:

David Wang	President
Scott Stratton	Vice President
Larry English	Secretary/Treasurer
Joshua Bridgefarmer	Assistant Secretary
Craig Twellmann	Assistant Secretary

All members of the Board were present, thus constituting a quorum of the Board of Directors. All Directors present voted on all matters that came before the Board. Also in attendance of said meeting were Robert Tiemann and Matthew Tiemann of Rowe Lane Development, Ltd.; Jeff Monzingo of Montoya & Monzingo, LLP; Keith Collins and Jessica Davis of Randall Jones Engineering, Inc.; John Barganski of Specialized Public Finance Inc.; Clayton Chandler of McCall Parkhurst & Horton LLP; Maris Chambers, Attorney and Fred Castro, Legal Assistant with Lloyd Gosselink Rochelle & Townsend, P.C.

Director Wang called the meeting to order and announced that a quorum of the Board was in attendance. Director Wang stated that the Board would next consider the approval of the minutes of the December 11, 2018 regular meeting. After discussion, upon motion by Director English, and seconded by Director Twellmann, the Board unanimously approved the minutes of the December 11, 2018 regular meeting, as presented.

The next item to come before the Board was to receive public comment on non-agenda items. No comments from the general public were received by the Board.

Director Wang stated that the Board would next receive a report from the District’s Engineer. Mr. Collins provided the Board with a brief report on the status of utility construction within the District. Next, Mr. Collins introduced Ms. Jessica Davis with his firm, who will be assisting him in his representation of the District as the District’s Engineer.

Director Wang stated that the Board would next receive a report from the District's Financial Advisor and consider action as necessary concerning refunding bonds. Mr. Barganski noted that back in late 2015 he had approached the Board concerning the feasibility of refunding the District's Combination Unlimited Tax and Revenue Bonds, Series 2007 bonds in order to take advantage of the current state of municipal interest rates providing an opportunity to realize debt service savings. Mr. Barganski stated that he was back with a similar proposal as the Board may want to consider whether debt service savings through a refunding of the District's Combination Unlimited Tax and Revenue Bonds, Series 2008 and Series 2010 are sufficient to warrant action on behalf of the Board. Mr. Barganski stated that he had prepared an analysis for the Board's consideration, a copy of which is attached hereto as Exhibit "B". Mr. Barganski informed the Board that any potential savings generated by the refunding transaction would vary as interest rates fluctuate. He noted that utilizing interest rates as of December 19, 2018 produced reduced total savings to the District, net of all costs of issuance, of approximately \$8,250 per year for a total cost saving of approximately \$125,000 resulting in a net present value savings of 3.522%. He noted that since the District's net present value savings was over 3%, the industry standard, he wanted to present this opportunity to the Board for consideration. After discussion, Mr. Barganski stated that he would draft the necessary bond offering documents for consideration by the Board at its next meeting. He stated that the Board could determine specific outlined parameters under which the District's consultants would proceed with a refunding at that time. After discussion, upon motion by Director English, seconded by Director Twellmann, and unanimously carried, the Board authorized Mr. Barganski to prepare the necessary bond offering documents for consideration by the Board at its next meeting in anticipation of authorizing the District's consultants to proceed with a refunding of the District's Series 2008 and 2010 Bonds.

Next, Ms. Chambers suggested that the Board take up the next two agenda items together, which included taking action as necessary concerning funding for subdivision boundary fence repairs and the acceptance of 17 parkland/open space lots from RMD Residential, LP. She noted that at the Board's last meeting, the Board was informed that her firm was in the process of conducting research into this issue. She noted that additional information had been obtained from Jones-Heroy & Associates, Inc., the District's Bond Application Consultant, which was being reviewed to determine whether expenditures by the developer related to the construction of subdivision boundary fences were eligible for reimbursement by the District. She recommended that no action be taken by the Board with regard to these two items pending conclusion of her research. After discussion, no action was taken by the Board concerning funding for subdivision boundary fence repairs, or the acceptance of 17 parkland/open space lots from RMD Residential, LP.

Director Wang stated that the Board would next consider approval of the audit of developer reimbursables in connection with the Lakeside WCID No. 2C \$5,350,000 Unlimited Tax Bonds, Series 2019. Mr. West noted that the audit provided the basis for the District's reimbursement to Rowe Lane Development, Ltd. (the "Developer") for water, wastewater, and drainage facilities serving Lakeside at Blackhawk III, Phase 1; Park at Blackhawk VII, Section 2; Lakeside at Blackhawk II, Phase 1B; Park at Blackhawk III, Section 2; Park at Blackhawk VII, Section 3, Jakes Hill Road North; Jakes Hill Road South; a shared wastewater line serving the Park at Blackhawk IV, Sections 6A and 7B; water and wastewater connections fees; and engineering, testing and related fees. Mr. West then proceeded to review with the Board a list of issuance costs

associated with the issuance of the District's Bonds, including capitalized interest. After discussion, upon motion by Director English, seconded by Director Twellmann, and unanimously carried, the Board approved the audit of developer reimbursables, a copy of which is attached hereto as Exhibit "C".

Director Wang stated that the Board would next consider action as necessary concerning the issuance and delivery of the District's Bonds, Series 2019 and disbursement of bond proceeds, including accepting conveyance of facilities and real property in connection with the Lakeside WCID No. 2C \$5,350,000 Unlimited Tax Bond, Series 2019. Ms. Chambers noted that disbursement of bond proceeds to the Developer would follow the listing of disbursements prepared by Mr. West as a part of his audit report, attached hereto as Exhibit "C". Ms. Chambers noted that the listing of facilities to be conveyed to the District by Rowe Lane Development, Ltd. included:

- Water, wastewater, and drainage facilities serving the Park at Blackhawk VII, Phase 2, a subdivision located in Travis County, Texas, and recorded in Document No. 201600184 of the Official Public Records of Travis County, Texas, and contained within the boundaries of the District, and constructed pursuant to a contract DNT Construction, dated August 20, 2015.
- Water, wastewater, and drainage facilities serving Lakeside at Blackhawk II, Phase 1B, a subdivision located in Travis County, Texas, and recorded in Document No. 201700006 of the Official Public Records of Travis County, Texas, and contained within the boundaries of the District, and constructed pursuant to a contract with DNT Construction, dated September 23, 2015.
- Water, wastewater, and drainage facilities serving the Park at Blackhawk III, Phase 2, a subdivision located in Travis County, Texas, and recorded in Document No. 201600132 of the Official Public Records of Travis County, Texas, and contained within the boundaries of the District, and constructed pursuant to a contract with DNT Construction, dated October 5, 2015.
- Water, wastewater, and drainage facilities serving the Park at Blackhawk VII, Phase 3, a subdivision located in Travis County, Texas, and recorded in Document No. 201800156 of the Official Public Records of Travis County, Texas, and contained within the boundaries of the District, and constructed pursuant to a contract with DNT Construction, dated July 20, 2017.
- Water, wastewater, and drainage facilities along and in Jake's Hill Road North, and constructed pursuant to a contract with DNT Construction, dated July 13, 2017.
- Water and drainage facilities along and in Jake's Hill Road South, and constructed pursuant to a contract with DNT Construction, dated February 26, 2016.
- An onsite shared wastewater trunk line serving the Park at Blackhawk IV, Section 6A, a subdivision located in Travis County, Texas, and recorded in Document No. 201500072 of the Official Public Records of Travis County, Texas, and contained within the boundaries of Lakeside Water Control and Improvement District No. 2A, and constructed pursuant to a contract with Austin Engineering, dated May 19, 2014.
- An onsite shared wastewater trunk line serving the Park at Blackhawk IV, Section 7B, a subdivision located in Travis County, Texas, and recorded in Document No. 201600182 of the Official Public Records of Travis County, Texas, and contained within the boundaries

of Lakeside Water Control and Improvement District No. 2A, and constructed pursuant to a contract with DeNucci Constructors, dated August 10, 2015

Ms. Chambers informed the Board, that the list of facilities to be conveyed was reviewed by Jones-Heroy & Associates, Inc. on behalf of the District and Rowe Lane Development, Ltd.'s Attorney on behalf of the Developer. She recommended that the Board authorize the Board President to execute the Utility Conveyance Agreement with Rowe Lane Development, Ltd.; and authorize the disbursement of bond proceeds, and accept an affidavit that the facilities to be conveyed to the District are free and unencumbered, that contractors and subcontractors who installed the facilities have been paid in full, and that there are no liens of any nature whatsoever against the facilities. Upon motion by Director Stratton, seconded by Director English, and unanimously carried, the Board authorized the Board President to execute the Utility Conveyance Agreement with Rowe Lane Development, Ltd.; authorized the disbursement of bond proceeds; and the acceptance of an affidavit that the facilities to be conveyed to the District are free and unencumbered, that contractors and subcontractors who installed the facilities have been paid in full, and that there are no liens of any nature whatsoever against the facilities. A copy of the Utility Conveyance Agreements with Rowe Lane Development, Ltd. approved by the Board is attached hereto as Exhibit "D".

The next item to come before the Board was to consider the approval of the audit of the District's financial records for the period ending September 30, 2018. Mr. West proceeded to review with the Board a copy of his audit report, noting that his review of the District's financial records failed to turn up any deficiencies in the District's internal controls that are considered material weaknesses. However, Mr. West noted that when the District issues bonds, typically a Closing Memo that provides detailed instructions for the disbursement of funds to the developers and various consultants to be paid from bond proceeds, as well as wiring instructions for each payee is prepared. Mr. West noted that it has come to his attention that fraudulent emails, purporting to be from legitimate payees, have been sent to Financial Advisors instruction them of new (fraudulent) wiring instructions in an attempt to steal these funds. Mr. West noted that this situation has not affected the District, and recommended that the District act proactively to reduce the chance of this occurring in the future. He recommended that the District's consultants continue to use prior wiring instructions for each payee but investigate any requested changes to those prior instructions. Mr. West stated that he was rendering an unqualified clean opinion of the District's financial records. A copy of the audit report is attached thereto as Exhibit "E". After discussion, upon motion by Director English, seconded by Director Stratton, and unanimously carried, the Board approved the audit of the District's financial records for the period ending September 30, 2018.

Director Wang stated that the Board would next receive recreational facilities reports and take action as necessary concerning same, including but not limited to, maintenance and/or improvements related to existing recreation facilities. Mr. Monzingo presented recreational facilities reports from the associations operating the District's recreational facilities, copies of which are attached hereto as Exhibit "F". In connection with the report provided by Park at Blackhawk and Lakeside Homeowners Association (the "HOA"), Mr. Monzingo presented a bid for the replacement of approximately 7,500 square feet of concrete sidewalk located within Lakeside WCID Nos. 2B, 2C, and 2D drainage areas in the amount of \$24,000 from Lomas Land

Maintenance. He noted that the District's Engineer had driven the entire property with Ben Lomas and had tagged all sidewalks that, in their opinion, were in need of repair. Next, Mr. Monzingo stated that the HOA had obtained bids for the painting of the interior and exterior of the Blackhawk Amenity Center from Amenity Solutions, Lopez J. Painting, and CertaPro Painters. Mr. Monzingo stated that the HOA recommended that the Amenity Solutions bid in the amount of \$29,173 for interior painting and \$10,789 for exterior painting be approved by the Board. After discussion, upon motion by Director Stratton, seconded by Director English, and unanimously carried, the Board approved the payment of the District's portion of the bid from Lomas for the replacement of approximately 7,500 square feet of concrete sidewalk located within Lakeside WCID Nos. 2B, 2C, and 2D drainage areas for \$24,000 from Lomas Land Management. Upon motion by Director English, seconded by Director Twellmann and unanimously carried, the Board approved the payment of the District's portion of the bid for the painting of the interior (at \$29,173) and external (at \$10,789) of the Blackhawk Amenity Center received from Amenity Solutions.

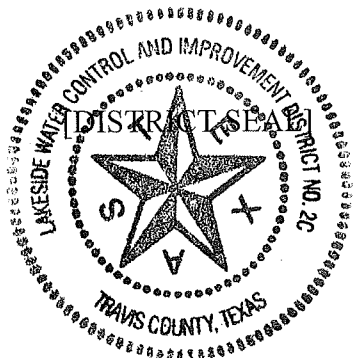
Next, Mr. Monzingo provided a brief summary of the Recreational Facilities Report for the Reserve at Westcreek Owners Association, Inc. After discussion, no action was taken by the Board in connection with this item.

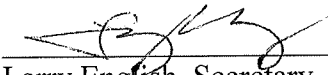
Director Wang stated that the Board would next take action as necessary concerning a change in meeting location for Board meetings. Ms. Chambers stated that the Board meets regularly at the offices of Tiemann Land and Cattle Development, Inc., at 4421 Rowe Lane, Pflugerville, Texas, and inquired whether the Board wished to continue meeting at this location. After discussion, it was the consensus of the Board that it continue to hold regular meetings of the Board at 4421 Rowe Lane, Pflugerville, Texas.

Director Wang stated that the Board would next consider the payment of invoices and bookkeeper's report. Mr. Monzingo distributed a list of invoices to be paid, a copy of which is attached hereto as Exhibit "G. After discussion, upon motion by Director Stratton, seconded by Director Twellmann, and unanimously carried, the Board approved the payment of invoices, as presented.

After discussion, there being no further business the meeting was adjourned until further call.

PASSED, APPROVED AND ADOPTED THIS 12th day of February, 2019.





Larry English, Secretary

MINUTES OF MEETING
OF
BOARD OF DIRECTORS

THE STATE OF TEXAS

COUNTY OF TRAVIS

LAKESIDE WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2C

The Board of Directors of Lakeside Water Control and Improvement District No. 2C (“District” or “Lakeside WCID No. 2C”) met in regular session, open to the public, outside the boundaries of the District, at 4421 Rowe Lane, Pflugerville, Texas, at 5:45 p.m. on February 12, 2019. A copy of the notice of meeting along with associated certificates of posting are attached hereto as Exhibit “A.”

The roll was called of the members of the Board of Directors, to wit:

David Wang	President
Scott Stratton	Vice President
Larry English	Secretary/Treasurer
Joshua Bridgefarmer	Assistant Secretary
Craig Twellmann	Assistant Secretary

All members of the Board were present, thus constituting a quorum of the Board of Directors. All Directors present voted on all matters that came before the Board. Also in attendance of said meeting were Robert Tiemann of Rowe Lane Development, Ltd.; Jeff Monzingo of Montoya & Monzingo, LLP; Keith Collins of Randall Jones Engineering, Inc.; John Barganski of Specialized Public Finance, Inc.; Ken Heroy of Jones-Heroy & Associates, Inc.; Ron Freeman and Clayton Chandler of McCall Parkhurst & Horton LLP; David Klein, Attorney and Fred Castro, Legal Assistant with Lloyd Gosselink Rochelle & Townsend, P.C.

Director Wang called the meeting to order and announced that a quorum of the Board was in attendance. Director Wang stated that the Board would next consider the approval of the minutes of the January 8, 2019 regular meeting. After discussion, upon motion by Director English, and seconded by Director Twellmann, the Board unanimously approved the minutes of the January 8, 2019 regular meeting, as presented.

The next item to come before the Board was to receive public comment on non-agenda items. No comments from the general public were received by the Board.

Director Wang stated that the Board would next receive a report from the District’s Engineer. Mr. Collins provided the Board with a brief report on the status of utility construction within the District.

Next, Mr. Collins presented and recommended the approval of Pay Estimate No. 6 for Lakeside at Blackhawk III, Phase 2 – Water, Wastewater, and Erosion Control Improvements, submitted by Cornerstone Site Services. Copies of the District Engineer’s letter of recommendation and Pay Estimate No. 6 are attached hereto as Exhibit “B”. After discussion, upon motion by Director English, seconded by Director Twellmann, and unanimously carried, the Board approved the above-referenced Pay Estimate.

The next item to come before the Board was to consider action as necessary concerning implementation of the District’s Stormwater Management Program and enforcement of same. Mr. Klein informed the Board that the Texas Commission on Environmental Quality (the “TCEQ”) had renewed the Small (Phase II) Municipal Separate Storm Sewer System (MS4) General Permit TXR040000 on January 24, 2019 and was currently in the process of making changes to the required reporting forms, which had not yet been finalized. Mr. Klein noted that as a result the District’s Annual Report had not yet been filed with the TCEQ. He anticipated that the TCEQ would make the new reporting forms available prior to the reporting deadline. Mr. Klein requested that the Board take action to authorize execution of the District’s Annual Report once finalized. Upon motion by Director Stratton, seconded by Director English, and unanimously carried, the Board authorized the Board President to execute the District’s Annual Report once finalized and authorized Mr. Klein to file same with the TCEQ.

Director Wang stated that the Board would next consider action as necessary regarding the issuance of Lakeside Water Control and Improvement District No. 2C not to exceed \$2,750,000 Unlimited Tax Refunding Bonds, Series 2019A (the “Bonds”), including but not limited to:

- Approval of a Preliminary Official Statement;
- Consideration and action with respect to a Resolution Authorizing the Issuance of Lakeside Water Control and Improvement District No. 2C Unlimited Tax Refunding Bonds, Series 2019A; Authorizing Execution and Delivery of a Paying Agent/Registrar Agreement, Escrow Agreement and Bond Purchase Agreement; Establishing Procedures for Selling and Delivering the Bonds; and Containing Other Provisions Relating to the Issuance of the Bonds;
- Authorize designation of an Underwriter;
- Authorize payment of the Attorney General Bond Review Fee; and
- Authorize other actions necessary, appropriate or convenient regarding the issuance, sale and delivery of the Bonds.

Mr. Barganski provided the Board with an analysis on the refunding of the District’s Unlimited Tax Bonds, Series 2008 and 2010. A copy of Mr. Barganski’s analysis is attached hereto as Exhibit “C”. Mr. Barganski informed the Board that utilizing interest rates as of February 6, 2019 produced reduced total savings to the District, net of all costs of issuance, of approximately \$11,000 per year. Mr. Barganski informed the Board that any potential savings generated by the refunding transaction would vary as interest rates fluctuate, and cautioned that total costs to the District may increase or decrease at the time of pricing.

Mr. Clayton noted that the bond resolution presented for consideration by the Board requires that a “Pricing Officer” be designated by the Board, who is authorized to act on behalf of the District in selling and delivering the bonds under specific parameters, as outlined in the Bond

Resolution. After discussion, it was the consensus of the Board that Director Wang be designated as the "Pricing Officer" with Director English designated as the alternate.

Mr. Barganski explained that the refunding will be a negotiated bond sale which is a method of offering municipal bonds or similar financial instruments in which the issuing entity and a selected underwriter negotiate the terms of the issue, as opposed to having multiple underwriting groups competitively bidding on the issue to establish its terms. Mr. Barganski stated that he did not yet have a buyer for the District's Refunding Bonds, but suggested that he be authorized to contact certain underwriters to gauge their interest, including Raymond James & Associates, Inc., recent purchasers of the District's \$5,350,000 Unlimited Tax Bonds, Series 2019, to determine their interest in purchasing the District's Refunding Bonds, with the understanding that certain parameters be met such as present value savings of no less than 3%, among others. After discussion, it was the consensus of the Board that Mr. Barganski be authorized to contact HilltopSecurities to inquire about their interest in the District's Refunding Bonds; however, he was not obligated to deal with HilltopSecurities exclusively. After further discussion, upon motion by Director English, seconded by Director Stratton, and unanimously carried, the Board approved the Preliminary Official Statement; approved the Resolution Authorizing the Issuance of Lakeside Water Control and Improvement District No. 2C Unlimited Tax Refunding Bonds, Series 2019A; Authorizing Execution and Delivery of a Paying Agent/Registrar Agreement, Escrow Agreement and Bond Purchase Agreement; Establishing Procedures for Selling and Delivering the Bonds; and Containing Other Provisions Relating to the Issuance of the Bonds, including the designation of Director Wang as "Pricing Officer" and Director English as the alternate; authorized payment of the Attorney General Bond Review Fee; and authorized other actions necessary, appropriate or convenient regarding the issuance, sale and delivery of the Bonds. Copies of the Preliminary Official Statement and Resolution Authorizing the Issuance of Lakeside Water Control and Improvement District No. 2C Unlimited Tax Refunding Bonds, Series 2019A, are attached hereto as Exhibits "D" and "E".

The next item to come before the Board was to consider the approval of the Second Amendment to the Joint Use and Maintenance Agreement with the Park at Blackhawk and Lakeside Homeowners Association, Inc. (the "HOA"), a copy of which is attached thereto as Exhibit "F". Mr. Klein presented this item. He indicated that this item stems from a proposal solicited by the HOA for the removal and reinstallation of approximately 500 linear feet of precast concrete boundary fence along the fence line at Martin Lane and Rowe Lane which had failed, and how best to address the issue of maintenance of several miles of precast concrete boundary fence located throughout the Blackhawk development going forward. Mr. Klein noted that after several discussions between the developer, HOA, and the Lakeside District Boards, it was proposed that a solution to address this issue was to amend the Lakeside District's Joint Use and Maintenance Agreement with the HOA. The Joint Use and Maintenance Agreement between the Lakeside Districts and the HOA provides for landscape maintenance including the operation and maintenance of the Blackhawk Amenity Center and other facilities within the boundaries of the Lakeside Districts. Mr. Klein stated that the Second Amendment presented this evening modified the existing agreement by modifying the description of the facilities to be maintained by the HOA to include landscaping areas, including associated fences and walls no higher than eight (8) feet located directly adjacent to and within the boundaries of the Lakeside Districts, but excluding sound barrier walls, retaining walls used for roadway purposes, or fences for subdivisions and lots.

In response to an inquiry from the Board, Mr. Klein noted that the fences included in the modified description of the facilities to be maintained by the HOA are the precast concrete fences found in certain areas throughout the Lakeside Districts and are the subject of the proposal received by the HOA. He noted that maintenance costs for such fences would be shared amongst the Lakeside District's on a pro rata basis, and in the same manner as all other maintenance activities covered under the agreement.

In response to an inquiry from the Board, Mr. Collins noted that these precast concrete fences are typically found along the perimeter of the Lakeside Districts and along either side of major collector streets throughout the Blackhawk development. Mr. Collins stated that he had inspected the section of fence in question and found that several of the intermediate columns had cracked and the precast concrete slats either had fallen out or had cracked. Mr. Collins stated that he had reached out to a structural engineer he was familiar with and inquired if the engineer had the ability to provide a proposal to perform an inspection of the fence in an attempt to determine the cause and extent of the damage. According to Mr. Collins, his contact informed him that he would not be able to perform any type of inspection as the fence was proprietary in nature, and suggested contacting the fence manufacturer. Mr. Collins stated that he was in the process of doing that so that an onsite visit could be arranged. After further discussion, upon motion by Director Stratton, seconded by Director English, and unanimously carried, the Board approved the Second Amendment to the Joint Use and Maintenance Agreement with the HOA, and authorized execution of the Amendment by the Board's President, subject to approval by of the Amendment by Lakeside WCID Nos. 1, 2A, 2B, and 2D.

Director Wang stated that the Board would next consider the approval of a Cost Sharing Agreement for Masonry Fence Repairs Between the District and the HOA, a copy of which is attached hereto as Exhibit "G". Mr. Klein presented this item and noted that the proposed Agreement addresses the removal and reinstallation of approximately 500 linear feet of precast concrete boundary fence along the fence line at Martin Lane and Rowe Lane which had failed. He noted that the fence in question is located on and along the District property's common boundary with Lots 1-9 and 16 in Block G, Phase 2B of the Park at Blackhawk subdivision. Mr. Klein stated that the HOA had agreed to work with the District in the repair and/or replacement of the precast concrete boundary fence on behalf of the adjoining property owners who would otherwise be responsible for a pro-rata share of the costs for the repairs. Mr. Klein noted that this Agreement was being presented to the District's Board for consideration and has not been presented to the HOA for consideration. After discussion, it was the consensus of the Board that no action be taken in connection with this Agreement as the issue concerning maintenance of precast concrete boundary fences had been resolved through amendment of the Joint Use and Maintenance Agreement between the Lakeside Districts and the HOA previously approved by the Board.

Director Wang stated that the Board would next receive recreational facilities reports and take action as necessary concerning same, including but not limited to, maintenance and/or improvements related to existing recreation facilities. Mr. Monzingo presented recreational facilities reports from the associations operating the District's recreational facilities, copies of which are attached hereto as Exhibit "H". In connection with the report provided by the HOA, Mr. Monzingo noted that replacement of approximately 7,500 square feet of concrete sidewalk located within Lakeside WCID Nos. 2B, 2C, and 2D drainage areas was expected to start sometime

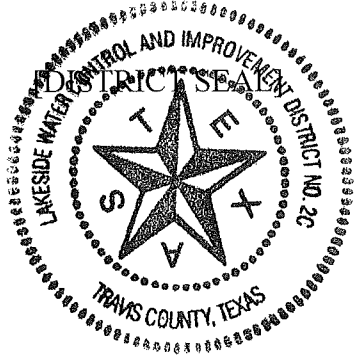
in March of this year. He informed the Board that this was the earliest Lomas Land Maintenance crews could schedule the work. Next, Mr. Monzingo informed the Board that painting of the exterior of the Blackhawk Amenity Center had begun. He noted that the HOA had projected that completion of the painting of the exterior and interior of the facility would be completed by March 1, 2019. Next, Mr. Monzingo requested direction from the Board in connection with the HOA's receipt of the proposal from Concretex for the removal and reinstallation of approximately 500 linear feet of precast concrete boundary fence along the fence line at Martin Lane and Rowe Lane at a cost of \$31,500. In response to an inquiry from the Board, Mr. Collins informed the Board that it was his understanding that the work crew hired to perform the installation of this particular stretch of fence had used materials that were not suited for this type of installation. He noted that inadequately insulated metal rebar had been used which when exposed to the elements caused the rebar to oxidize and react to the surrounding concrete causing the concrete to degrade and fail. Mr. Collins noted that there was a good possibility that work crews might be able to salvage some of the precast concrete fence slats and reuse them in the repair, thus saving the District some money. After discussion, upon motion by Director English, seconded by Director Twellmann, and unanimously carried, the Board approved the removal and reinstallation of approximately 500 linear feet of precast concrete boundary fence along the fence line at Martin Lane and Rowe Lane at a cost of \$31,500.

Director Wang stated that the Board would next receive a report regarding the 2019 Legislative Session. Mr. Klein noted that his firm would be monitoring and tracking legislation of importance to the District concerning topics that include changes to election laws, governmental oversight, and laws affecting taxation as such legislation makes its way through the 2019 Legislative Session. Mr. Klein stated that he would provide the Board with updates as necessary. Mr. Klein reported that, thus far, the most notable legislation being considered pertained to property tax/rollback election reform.

Director Wang stated that the Board would next consider the payment of invoices and bookkeeper's report. Mr. Monzingo distributed a list of invoices to be paid and quarterly investment report, copies of which are attached hereto as Exhibit "I". Mr. Monzingo noted that his list of invoices be amended to add Check Nos. 1157, payable to Lloyd Gosselink Rochelle & Townsend, P.C., and 1158, payable to Jones-Heroy & Associates, Inc. Mr. Monzingo noted that although the payees and amounts to be paid were listed on his report, the check numbers were missing. He noted that the payments were for work in association with the District's most recent Bond Issue. After discussion, upon motion by Director Stratton, seconded by Director English, and unanimously carried, the Board approved the payment of invoices and quarterly investment report, as amended.

After discussion, there being no further business and upon motion made by Director English, seconded by Director Stratton, and unanimously carried, the meeting was adjourned at 6:35 p.m. until further call.

PASSED, APPROVED AND ADOPTED THIS 12th day of March, 2019.





Larry English, Secretary

MINUTES OF MEETING
OF
BOARD OF DIRECTORS

THE STATE OF TEXAS

COUNTY OF TRAVIS

LAKESIDE WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2C

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The roll was called of the members of the Board of Directors, to wit:

David Wang	President
Scott Stratton	Vice President
Larry English	Secretary/Treasurer
Joshua Bridgefarmer	Assistant Secretary
Craig Twellmann	Assistant Secretary

All members of the Board were present, except Director Stratton, thus constituting a quorum of the Board of Directors. All Directors present voted on all matters that came before the Board. Also in attendance of said meeting were Robert Tiemann, Matthew Tiemann and Michaela Dietrich of Rowe Lane Development, Ltd.; Nathan Neese of RMD Development Partners, LLC; Jeff Monzingo of Montoya & Monzingo, LLP; Keith Collins of Randall Jones Engineering, Inc.; John Barganski of Specialized Public Finance, Inc.; Clayton Chandler of McCall Parkhurst & Horton LLP; David Klein, Attorney and Fred Castro, Legal Assistant with Lloyd Gosselink Rochelle & Townsend, P.C.

Director Wang called the meeting to order and announced that a quorum of the Board was in attendance. Director Wang stated that the Board would next consider the approval of the minutes of the February 12, 2019 regular meeting. After discussion, upon motion by Director English, and seconded by Director Twellmann, the Board unanimously approved the minutes of the February 12, 2019 regular meeting, as presented.

The next item to come before the Board was to receive public comment on non-agenda items. No comments from the general public were received by the Board.

Director Wang stated that the Board would next receive a report from the District’s Engineer. Mr. Collins provided the Board with a brief report on the status of utility construction within the District. He noted that he had met onsite with representatives from Concretex in connection with the removal and reinstallation of approximately 500 linear feet of precast concrete

boundary fence along the fence line at Martin Lane and Rowe Lane. Mr. Collins noted that Concretex representatives had obtained the names of all adjacent property owners and had informed them of the work that was about to take place. Mr. Collins noted that Concretex had already removed and reinstalled approximately 120 feet of the project.

Next, Mr. Collins presented and recommended the approval of Pay Estimate No. 7Retainage for Lakeside at Blackhawk III, Phase 2 – Water, Wastewater, and Erosion Control Improvements, submitted by Cornerstone Site Services. Copies of the District Engineer’s letter of recommendation and Pay Estimate No. 7Retainage are attached hereto as Exhibit “B”. After discussion, upon motion by Director Twellmann, seconded by Director English, and unanimously carried, the Board approved the above-referenced Pay Estimate.

Director Wang stated that the Board would next consider the acceptance of Jakes Hill Condominiums – Street Excavation and Drainage, Water, Wastewater, and Erosion Control Improvements for operation and maintenance. Mr. Collins requested that action on this item be postponed until the Board’s next meeting.

Director Wang stated that the Board would next consider the acceptance of Lakeside at Blackhawk III Phase 2 – Street Improvements, Street Excavation and Drainage, Water, Wastewater, and Erosion Control Improvements for operation and maintenance. Mr. Collins presented this item. A copy of Mr. Collins letter of recommendation is attached hereto as Exhibit “C”. After discussion, upon motion by Director English, seconded by Director Bridgefarmer, and unanimously carried, the Board accepted Lakeside at Blackhawk III Phase 2 – Street Improvements, Street Excavation and Drainage, Water, Wastewater, and Erosion Control Improvements for operation and maintenance.

The next item to come before the Board was to consider action as necessary concerning implementation of the District’s Stormwater Management Program and enforcement of same. Mr. Castro informed the Board that the District’s Annual Report had been filed with the Texas Commission on Environmental Quality. Mr. Collins noted that from this point moving forward it was anticipated that a shared Stormwater Management Plan comprised of a stormwater coalition made up of all of the Lakeside Districts would be undertaken. He stated that this effort was being put forth in an effort to achieve cost savings for each of the coalition members.

Director Wang stated that the Board would next receive a report and consider action as necessary concerning the status of the District’s Unlimited Tax Refunding Bonds, Series 2019A. Mr. Barganski reported that the District’s Refunding Bonds had been successfully priced. He distributed a Refunding Summary for the Board’s review, a copy of which is attached hereto as Exhibit “D”. He noted that the refunding of the District’s Combination Unlimited Tax and Revenue Bonds, Series 2008 and Series 2010 in the total amount of \$2,495,000 has resulted in an annual cost savings of approximately \$15,000. After discussion, Mr. Barganski stated that the expected closing date for the transaction is March 28, 2019. In response to an inquiry from Mr. Monzingo, Mr. Barganski stated that a transfer from the District’s Debt Service Fund of \$130,000 would be required due to a reduction in this year’s debt service payment. He noted that since the District levied and collected a tax to cover debt service on the \$2,495,000 in bonds that were just refunded the District must now spend that money. The District is allowed to spend this money to

offset costs associated with the Bond Refunding allowing the District to save money on the entire transaction. Mr. Barganski noted that Mr. Monzingo would wire these funds prior to closing to the fund the escrow account for the transaction. Mr. Monzingo stated that a wire transfer for this amount would be added to the District's list of invoices to be acted upon later in the meeting.

Director Wang stated that the Board would next consider action as necessary concerning closing procedures for the District's Unlimited Tax Refunding Bonds, Series 2019A. Mr. Barganski reiterated that the District's Unlimited Tax Refunding Bonds, Series 2019A have been priced, the offering documents have been completed and the official statement has been finalized and distributed by the underwriter. He noted that the District's Bond Counsel is monitoring approval of the transaction by the Attorney General's office. Mr. Barganski noted that a closing memorandum would be generated and distributed by the District's Bond Counsel upon approval of the issue by the Attorney General's office.

Director Wang stated that the Board would next receive recreational facilities reports and take action as necessary concerning same, including but not limited to, maintenance and/or improvements related to existing recreation facilities. Mr. Monzingo presented recreational facilities reports from the associations operating the District's recreational facilities, copies of which are attached hereto as Exhibit "E". Mr. Monzingo noted that the Reserve at Westcreek was unable to provide a copy of their report in time to be included in the materials provided to the Board prior to the meeting and handed out a copy of their report to the Board. He noted that the reports provided the District with updates on the various projects being undertaken by each association and noted that no action was being requested at this time by either association.

Director Wang stated that the Board would next consider the payment of invoices and bookkeeper's report. Mr. Monzingo distributed a list of invoices to be paid, a copy of which is attached hereto as Exhibit "F". Mr. Monzingo noted that his list of invoices be amended to void Check No. 3224, payable to Director Stratton, due to his absence from the meeting. Mr. Monzingo as requested authorization to withdraw \$130,000 from the District Debt Service Fund to the escrow account in connection with the District's Unlimited Tax Refunding Bonds, Series 2019A, as previously discussed. After discussion, upon motion by Director Twellmann, seconded by Director English, and unanimously carried, the Board approved the payment of invoices, as amended, including withdrawal of \$130,000 from the District Debt Service Fund to fund the escrow account related to the District's Unlimited Tax Refunding Bonds, Series 2019A.

The next item to come before the Board was to consider action as necessary concerning implementation of the District's Stormwater Management Program and enforcement of same. Mr. Klein informed the Board that the SWMP Subcommittee had met last week and reported that the District's Annual Report had been filed with the Texas Commission on Environmental Quality (the "TCEQ"). Mr. Collins noted that from this point moving forward it was anticipated that a shared Stormwater Management Plan comprised of a stormwater coalition made up of all of the Lakeside Districts would be undertaken. Mr. Klein stated that this effort was being put forth in an effort to achieve cost savings for each of the coalition members. He stated that efforts were being undertaken to identify a set of action items in an effort to reduce pollutants within the District's stormwater drainage system for the coming year.

Director Wang stated that the Board would next consider the acceptance of 17 parkland/open space lots from RMD Residential, LP. Mr. Klein presented this item. After discussion, Mr. Klein requested that this item be postpone until the Board's next meeting.

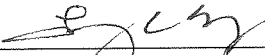
The next item to come before the Board was to receive a report regarding the proposed amenity center project. Mr. Matthew Tiemann informed the Board that the Lakeside Amenity Center Subcommittee had reached consensus on a preliminary conceptual plan for the project, a copy of which is attached hereto as Exhibit "G". He noted the plan called for approximately 5,000 square feet of workout area/restrooms; approximately 1,200 square feet of office space; approximately 1,800 square feet dedicated to classrooms/meeting and storage area; and an eight lane swimming pool with the remaining space relegated to landscaping and parking. Mr. Matthew Tiemann noted that the project would be comprised of two phases with the budget for Phase 1 estimated at approximately \$6,000,000 and the budget for Phase 2 estimated at approximately \$4,000,000. He noted that the District's Financial Advisor was in the process of reevaluating each participant's cost share of the project. Mr. Matthew Tiemann suggested that the next step in the project was to bring before each participant a cost sharing agreement to design, permit, engineer, and construct Phase 1 of the project and authorizing the solicitation of proposals for the design aspect of the project. Mr. Tiemann anticipated that a proposed cost sharing agreement would be presented for the Board's consideration at its next meeting.

Director Wang stated that the Board would next consider authorizing the opening of new investment accounts in TexPool. Mr. Monzingo presented this item. He noted that TexPool Investment Pools are public funds investment pools created to provide local governments or state agencies the ability to invest conservatively in U.S. government securities, repurchase agreements, and AAA-rated money market mutual funds that provide a safe, efficient, and liquid investment option that complies with the Public Funds Investment Act. Mr. Monzingo noted that interest rates offered by TexPool were currently higher than interest rates being offered by the District's financial depository and suggested that the Board take action to authorize participation in the TexPool Investment Pools to take advantage of higher interest rates. He suggested that the Board authorize the establishment of two accounts with TexPool (general operating account and debt service account) for transmitting funds for investment purposes. Mr. Monzingo suggested designating the District's Board President, Secretary, Mr. Monzingo, the District's Bookkeeper and Michele Louis Posey, Mr. Monzingo's Assistant as authorized representatives of the District with the authority to take all actions necessary or appropriate for the investment of District funds in TexPool as Directed by the Board. Mr. Monzingo suggested that the Board authorize the initial deposit of \$500,000 in an account established with TexPool for the investment of funds from the District's General Operating Account, and an initial deposit of \$500,000 in an account established with TexPool for the investment of funds from the District's Debit Service Account. After discussion, upon motion by Director English, seconded by Director Twellmann, and unanimously carried, the Board authorized i) the establishment of two accounts in TexPool (general operating account and debt service account) for the purpose of transmitting funds for investment purposes in TexPool with initial deposits of \$500,000 into each account; and ii) designated the District's Board President, Secretary, Mr. Monzingo, the District's Bookkeeper and Michele Louis Posey, Mr. Monzingo's Assistant as authorized representatives of the District with the authority to take all actions necessary or appropriate for the investment of District funds in TexPool as specifically Directed by the Board.

After discussion, there being no further business and upon motion made by Director English, seconded by Director Twellmann, and unanimously carried, the meeting was adjourned at 6:20 p.m. until further call.

PASSED, APPROVED AND ADOPTED THIS 9th day of April, 2019.





Larry English, Secretary

MINUTES OF MEETING
OF
BOARD OF DIRECTORS

THE STATE OF TEXAS

COUNTY OF TRAVIS

LAKESIDE WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2C

The Board of Directors of Lakeside Water Control and Improvement District No. 2C (“District” or “Lakeside WCID No. 2C”) met in regular session, open to the public, outside the boundaries of the District, at 4421 Rowe Lane, Pflugerville, Texas, at 5:45 p.m. on April 9, 2019. A copy of the notice of meeting along with associated certificates of posting are attached hereto as Exhibit “A.”

The roll was called of the members of the Board of Directors, to wit:

David Wang	President
Scott Stratton	Vice President
Larry English	Secretary/Treasurer
Joshua Bridgefarmer	Assistant Secretary
Craig Twellmann	Assistant Secretary

All members of the Board were present, except Director Bridgefarmer, thus constituting a quorum of the Board of Directors. All Directors present voted on all matters that came before the Board. Also in attendance of said meeting were Robert Tiemann and Matthew Tiemann of Rowe Lane Development, Ltd.; Nathan Neese of RMD Development Partners, LLC; Michele Louis Posey of Montoya & Monzingo, LLP; Keith Collins of Randall Jones Engineering, Inc.; John Barganski of Specialized Public Finance, Inc.; David Klein, Attorney and Fred Castro, Legal Assistant with Lloyd Gosselink Rochelle & Townsend, P.C.

Director Wang called the meeting to order and announced that a quorum of the Board was in attendance. Director Wang stated that the Board would next consider the approval of the minutes of the March 12, 2019 regular meeting. After discussion, upon motion by Director English, and seconded by Director Twellmann, the Board unanimously approved the minutes of the March 12, 2019 regular meeting, as presented.

The next item to come before the Board was to receive public comment on non-agenda items. No comments from the general public were received by the Board.

Director Wang stated that the Board would next receive a report from the District’s Engineer. Mr. Collins provided the Board with a brief report on the status of utility construction within the District.

Next, Mr. Collins presented and recommended the acceptance of Jakes Hill Condominiums–Street Excavation and Drainage, Water, Wastewater, and Erosion Control Improvements for operation and maintenance, a copy of Mr. Collins letter of recommendation is attached hereto as Exhibit “B”. After discussion, upon motion by Director English, seconded by Director Twellmann, and unanimously carried, the Board accepted Jakes Hill Condominiums – Street Excavation and Drainage, Water, Wastewater, and Erosion Control Improvements for operation and maintenance, as recommended.

The next item to come before the Board was to consider the approval of a cost sharing agreement for the Amenity Center Project between the District and Lakeside WCID No. 2A, Lakeside WCID No. 2B, Lakeside WCID No. 2D, Lakeside MUD No. 5, and Lakeside MUD No. 7 (collectively referred to as Participants). Mr. Klein presented a substantively complete draft of the above-referenced agreement, a copy of which is attached hereto as Exhibit “C”. Mr. Klein noted that the terms referenced in the draft agreement are the same terms used within previous cost sharing agreements entered into by the Participants for the Amenity Center Project. He requested that the Board turn to page two of the agreement and drew the Board’s attention to the missing information contained within the allocation of costs section of the agreement. Mr. Klein informed the Board that after discussion with Mr. Matthew Tiemann, the allocation of costs are to be revised to remove Lakeside MUD No. 7 as a Participant, as this entity currently does not exist. He noted that this would require that costs that would have been contributed by Lakeside MUD No. 7 would now be reallocated to Lakeside MUD No. 5, according to Mr. Matthew Tiemann.

Mr. Klein noted that the total amount of \$562,000.00 to be contributed by the Participants under this agreement for design, engineering, and contract administration for Phase 1 of the Amenity Center Project was presented by Mr. Matthew Tiemann at the last Amenity Center Subcommittee meeting where he presented an estimated summary of costs for Phase 1, a copy of which is attached hereto as Exhibit “D”. After discussion, Mr. Klein recommended that the Board take action to approve the above-referenced cost sharing agreement, subject to his removing Lakeside MUD No. 7 from the list of Participants, and recalculating the allocation of costs that would have been contributed by Lakeside MUD No. 7 to Lakeside MUD No. 5. After discussion, upon motion by Director English, seconded by Director Twellmann, and unanimously carried, the Board approved the above-referenced cost sharing agreement and authorized the Board President to execute a finalized agreement, subject to removal of Lakeside MUD No. 7 from the list of the agreement’s Participants, and the reallocation of costs, as discussed.

Director Wang stated that the Board would next consider a cost sharing agreement for the Pedestrian Trails Project between the District and Lakeside WCID No. 1, Lakeside WCID No. 2A, Lakeside WCID No. 2B, and Lakeside WCID No. 2D, a copy of which is attached hereto as Exhibit “E”. Mr. Klein presented this item noting that the terms referenced in the proposed agreement are the same as used within previous cost sharing agreements entered into by the Lakeside Districts for projects that are of mutual benefit to Lakeside Districts. Mr. Klein noted that on page two of the proposed agreement information concerning the allocation of costs related to each Lakeside District are based upon the number of connections attributed to each Lakeside District, and that percentage shares attributed to each Lakeside District has also been included. He confirmed that information concerning the number of connections is based upon current rooftops contained within each Lakeside District. Mr. Klein noted that the District’s Engineer has yet to provide a total cost

for the Project and noted that this information is missing from the proposed agreement. Mr. Collins noted that there is approximately 3,500 linear feet of 10-foot wide trail that is proposed for construction under this agreement with an estimated construction cost of approximately \$100 per foot, or \$350,000. Mr. Collins noted that adding costs associated with erosion controls and culverts required by the Project will bring the total Project cost to approximately \$450,000.

Mr. Collins noted that the Project would consist of a trail that will be extended from the southeast corner of Park at Blackhawk VI, Section 4 towards Hodde Lane and the elementary school. The trail will extend east of Hodde Lane along an extension of Speidel Drive with the trail running north south to the elementary school. The trail will also connect Harriet Flight Trail to Avalon; and Cele Road to Berone in the Reserve at West Creek. Mr. Klein recommended that the Board approve the above-referenced cost sharing agreement, subject to the addition of language imposing a \$450,000 cap for the total cost of the Project. After discussion, upon motion by Director English, seconded by Director Stratton, and unanimously carried, the Board approved the above-referenced cost sharing agreement, subject to the addition of language limiting the total shared cost for this portion of the Project to \$450,000.

Director Wang stated that the Board would next consider action concerning the acceptance of parkland/open space lots from RMD Residential, LP. Mr. Klein presented this item. He noted that in working with Mr. Neese over the past month an agreement was reached on which lots should be conveyed to the District and which lots should be conveyed to the Park at Blackhawk and Lakeside Homeowners Association (the "HOA"). Mr. Klein noted that the HOA was in agreement with the decisions made on which lots were to be conveyed to each entity. Mr. Klein noted that it was his understanding that Mr. Neese has already conveyed those lots, which were to be conveyed to the HOA. Mr. Klein presented a proposed Special Warranty Deed conveying 10 parkland/open space lots to the District, a copy of which is attached hereto as Exhibit "F". He noted that the purpose of conveying these lots to the District was so that the District can operate and maintain masonry fences, wall improvements, and open spaces; and on one lot, RMD Residential, LP retained a monument to convey to the HOA. After discussion, Mr. Klein noted that his office had obtained an Ownership and Lien Report and confirmed that there are no liens on any of the property to be conveyed to the District. Mr. Klein recommended that the Board take action to accept the conveyance of the property listed in the proposed Deed. Upon motion by Director Twellmann, seconded by Director English, and unanimously carried, the Board accepted the conveyance of parkland/open space lots from RMD Residential, LP as identified in the above-referenced Deed.

Director Wang stated that the Board would next receive recreational facilities reports and take action as necessary concerning same, including but not limited to, maintenance and/or improvements related to existing recreation facilities. Mr. Klein presented recreational facilities reports from the associations operating the District's recreational facilities, copies of which are attached hereto as Exhibit "G". Mr. Klein noted that the report from the Reserve at Westcreek Owners Association, Inc. provided a brief update on the status of current projects and noted that there were no requests for action by the Board.

Mr. Klein noted that the report provided by the HOA requested Board action to approve the restriping and sealing of the parking lots at both the Blackhawk Amenity Center and

recreational field. To this end, Mr. Klein noted that the HOA provided a quote obtained from Alpha Paving Industries LLC for \$4,606.25 for approval. He noted that the HOA was also looking for approval from the Board for the replacement of exterior lights to the Blackhawk Amenity Center due to conditions resulting in excessive voltage causing lights to prematurely burnout. Mr. Klein noted that the HOA provided a quote from L & O Electric, Inc. for \$3,640.00 for the Board's approval. Mr. Collins requested that the Board also consider approval of work to remedy pond erosion around the pond located at Misty Shore Drive. He noted that a quote for this work was obtained from LOMAS Land Maintenance in the amount of \$4,250.00. Mr. Collins stated that the work would be directed by the HOA and informed the Board that he had discussed this situation with LOMAS Land Maintenance representatives. Mr. Collins stated that in his opinion, this condition should have been noticed by LOMAS Land Maintenance crews and reported so that remediation efforts could have occurred in a timelier manner resulting in minimal cost. Mr. Collins stated that LOMAS Land Maintenance representatives agreed with his assessment and was reflective in the LOMAS Land Maintenance quote. After discussion, upon motion by Director English, seconded by Director Twellmann, and unanimously carried, the Board approved the HOA's request for the approval of expenditures for i) the restriping and sealing of the parking lots at both the Blackhawk Amenity Center and recreational field; ii) replacement of the Blackhawk Amenity Center exterior lights; and iii) pond erosion remediation around the pond located at Misty Shore Drive.

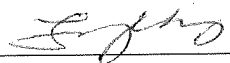
Director Wang stated that the Board would next consider the payment of invoices and bookkeeper's report. Ms. Posey distributed a list of invoices to be paid and quarterly investment report, copies of which are attached hereto as Exhibit "H". Ms. Posey requested that the Board void Check No. 3243, payable to Director Bridgefarmer, due to his absence from the meeting. After discussion, upon motion by Director English, seconded by Director Stratton, and unanimously carried, the Board approved the payment of invoices and quarterly investment report, as amended.

Director Wang stated that the Board would next receive a report regarding the 2019 Legislative Session. Mr. Klein informed the Board that he would provide a detailed report for the Board's consideration at its next meeting.

After discussion, there being no further business and upon motion made by Director English, seconded by Director Stratton, and unanimously carried, the meeting was adjourned at 6:15 p.m. until further call.

PASSED, APPROVED AND ADOPTED THIS 14th day of May, 2019.





Larry English, Secretary

MINUTES OF MEETING
OF
BOARD OF DIRECTORS

THE STATE OF TEXAS

COUNTY OF TRAVIS

LAKESIDE WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2C

The Board of Directors of Lakeside Water Control and Improvement District No. 2C (“District” or “Lakeside WCID No. 2C”) met in regular session, open to the public, inside the boundaries of the District, at the Blackhawk Amenity Center, 3111 Speidel Drive, Pflugerville, Texas, at 5:45 p.m. on May 14, 2019. A copy of the notice of meeting along with associated certificates of posting are attached hereto as Exhibit “A.”

The roll was called of the members of the Board of Directors, to wit:

David Wang	President
Scott Stratton	Vice President
Larry English	Secretary/Treasurer
Joshua Bridgefarmer	Assistant Secretary
Craig Twellmann	Assistant Secretary

All members of the Board were present, thus constituting a quorum of the Board of Directors. All Directors present voted on all matters that came before the Board. Also in attendance of said meeting were Robert Tiemann and Matthew Tiemann of Rowe Lane Development, Ltd.; Jeff Monzingo of Montoya & Monzingo, LLP; Keith Collins of Randall Jones Engineering, Inc.; John Barganski of Specialized Public Finance, Inc.; David Klein, Attorney and Fred Castro, Legal Assistant with Lloyd Gosselink Rochelle & Townsend, P.C.

Director Wang called the meeting to order and announced that a quorum of the Board was in attendance. Director Wang stated that the Board would next consider the approval of the minutes of the April 9, 2019 regular meeting. After discussion, upon motion by Director English, and seconded by Director Twellmann, the Board unanimously approved the minutes of the April 9, 2019 regular meeting, as presented.

The next item to come before the Board was to receive public comment on non-agenda items. No comments from the general public were received by the Board.

Director Wang stated that the Board would next receive a report from the District’s Engineer. Mr. Collins provided the Board with a brief report on the status of utility construction within the District.

Director Wang stated that the Board would next consider the engagement of Jones-Heroy & Associates, Inc. to prepare and submit an application to the Texas Commission on

Environmental Quality (the "TCEQ") for the issuance of the District's 9th District Bond Issue. A copy of Jones-Heroy & Associates, Inc.'s engagement letter is attached hereto as Exhibit "B". Mr. Klein presented this item. It was Mr. Klein's understanding, that Jones-Heroy & Associates, Inc.'s engagement letter is similar to those that have been presented to the Board in the past and recommended approval. After discussion, upon motion by Director Stratton, seconded by Director Bridgefarmer, and unanimously carried, the Board approved the above-referenced engagement letter presented by Mr. Klein.

Director Wang stated that the Board would next receive recreational facilities reports and take action as necessary concerning same, including but not limited to, maintenance and/or improvements related to existing recreation facilities. Mr. Monzingo presented recreational facilities reports from the associations operating the District's recreational facilities, copies of which are attached hereto as Exhibit "C". Mr. Monzingo noted that the reports from the Park at Blackhawk and Lakeside Homeowners Association and the Reserve at Westcreek Owners Association, Inc. provided brief updates on the status of current projects and noted that there were no requests for action by the Board.

Next, Mr. Collins informed the Board that trenching activity by the City of Pflugerville associated with road improvements along Weiss Lane adjacent to the Reserve at Westcreek within Lakeside WCID No. 2D appeared to take out a portion of the irrigation system that upon review appeared to be part of the irrigation system owned and operated by the Reserve at Westcreek. He informed the Board that the Reserve at Westcreek Owners Association is dealing with the City of Pflugerville concerning this issue.

Mr. Matthew Tiemann noted that he had attended the recent Park at Blackhawk and Lakeside Homeowners Association's annual meeting. He noted that residents continued to express a desire to add tennis courts to the list of recreational amenities offered by the Blackhawk development, and suggested that the issue be taken up by the Lakeside Amenity Center Subcommittee at its next meeting. He noted that a quick analysis concerning the cost associated with the installation of one tennis court came to approximately \$65,000 and suggested that two courts could be installed on property adjacent to the Blackhawk Amenity Center.

Director Wang stated that the Board would next consider the payment of invoices and bookkeeper's report. Mr. Monzingo distributed a list of invoices to be paid, a copy of which is attached hereto as Exhibit "D". After discussion, upon motion by Director Stratton, seconded by Director Bridgefarmer, and unanimously carried, the Board approved the payment of invoices, as presented.

Director Wang stated that the Board would next receive a report regarding the 2019 Legislative Session. Mr. Klein presented this item. He noted that the Board's meeting materials contained a legislative bill tracking report that showed bills that were still proceeding through the legislative process. He noted that the report contained bills that pertain to Texas Water Code Chapters 49, 51, 54, which directly apply to water districts and bills that pertain to Texas Government Code Chapters 551 and 552, which address changes to the Texas Open Meetings Act and Texas Public Information Act. He noted that there were approximately 7,000 bills that were filed during the 2019 Legislative Session and to this point in time approximately 100 bills have

been approved and signed into law by the Governor. Mr. Klein noted that no bills of concern to the District have been approved as of yet. He noted that as Board members have an opportunity to review this information, he suggested that Board members contact him should any of the bills peak their interest.

The next item to come before the Board was to consider items for the Board's next meeting agenda and receive announcements from Board members. Mr. Klein informed the Board that a meeting of the Lakeside SWMP Subcommittee had been tentatively scheduled for 6:00 p.m. on June 19, 2019.

After discussion, there being no further business and upon motion made by Director English, seconded by Director Stratton, and unanimously carried, the meeting was adjourned at 6:12 p.m. until further call.

PASSED, APPROVED AND ADOPTED THIS 11th day of June, 2019.





Larry English, Secretary

MINUTES OF MEETING
OF
BOARD OF DIRECTORS

THE STATE OF TEXAS

COUNTY OF TRAVIS

LAKESIDE WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2C

The Board of Directors of Lakeside Water Control and Improvement District No. 2C (“District” or “Lakeside WCID No. 2C”) met in regular session, open to the public, outside the boundaries of the District, at 4421 Rowe Lane, Pflugerville, Texas, at 5:45 p.m. on June 11, 2019. A copy of the notice of meeting along with associated certificates of posting are attached hereto as Exhibit “A.”

The roll was called of the members of the Board of Directors, to wit:

David Wang	President
Scott Stratton	Vice President
Larry English	Secretary/Treasurer
Joshua Bridgefarmer	Assistant Secretary
Craig Twellmann	Assistant Secretary

All members of the Board were present, thus constituting a quorum of the Board of Directors. All Directors present voted on all matters that came before the Board. Also in attendance of said meeting were Robert Tiemann and Matthew Tiemann of Rowe Lane Development, Ltd.; Jeff Monzingo of Montoya & Monzingo, LLP; Keith Collins of Randall Jones Engineering, Inc.; John Barganski of Specialized Public Finance, Inc.; Brick Sudderth of American Bank of Commerce; David Klein, Attorney and Fred Castro, Legal Assistant with Lloyd Gosselink Rochelle & Townsend, P.C.

Director Wang called the meeting to order and announced that a quorum of the Board was in attendance. Director Wang stated that the Board would next consider the approval of the minutes of the May 14, 2019 regular meeting. After discussion, upon motion by Director Twellmann, and seconded by Director English, the Board unanimously approved the minutes of the May 14, 2019 regular meeting, as presented.

The next item to come before the Board was to receive public comment on non-agenda items. The Board recognized Mr. Sudderth, Sr. Vice President, with American Bank of Commerce (“ABC Bank”). Mr. Sudderth expressed his appreciation to the Board for the District’s business and thanked the Board for banking with ABC Bank since the District’s creation. Mr. Sudderth confirmed that ABC Bank, pursuant to applicable laws and the District’s Investment Policies, has secured the District’s funds on deposit with ABC Bank by pledging securities authorized by the State and the District’s Board of Directors. Mr. Sudderth noted that it was his understanding that the District was in the process of designing, engineering, and constructing new recreational

facilities for the benefit of the residents of the Blackhawk development, and stated that ABC Bank stood ready and willing to assist the District with financing for any aspect of this project.

Director Wang stated that the Board would next receive a report from the District's Engineer. Mr. Collins provided the Board with a brief report on the status of utility construction within the District.

The next item to come before the Board was consider the engagement of West, Davis and Company for the preparation of a developer reimbursement audit in connection with the District's proposed 9th District Bond Issue. Mr. West presented this item. After discussion, upon motion by Director English, seconded by Director Stratton, and unanimously carried, the Board approved the engagement of West, Davis and Company for the preparation of a developer reimbursement audit in connection with the District's proposed 9th District Bond Issue. A copy of Mr. West's firm's engagement letter is attached hereto as Exhibit "B".

Director Wang stated that the Board would next receive recreational facilities reports and take action as necessary concerning the same, including but not limited to, maintenance and/or improvements related to existing recreation facilities. Mr. Monzingo presented recreational facilities reports from the Associations operating the District's recreational facilities, copies of which are attached hereto as Exhibit "C". Mr. Monzingo noted that the report from the Park at Blackhawk and Lakeside Homeowners Association provided brief updates on the status of current projects and noted that there were no requests for action by the Board. He noted that the report from and Reserve at Westcreek Owners Association, Inc. (the "Reserve at Westcreek") requested input from the Board in connection with the need for trespassing signs at the entrances to the green belt. Mr. Monzingo noted that it was his understanding that the Reserve at Westcreek has been experiencing instances where residents are using all-terrain vehicles and 4x4 trucks within the greenbelt, including District property causing damage to the turf. He stated that in an effort to keep this from happening, the Reserve at Westcreek is requesting authorization to post signs that say motorized vehicles are not permitted within these areas. Mr. Monzingo noted that according to the report, the Reserve at Westcreek have identified 14 locations where such signs are to be posted. In response to an inquiry from the Board, Mr. Collins stated that the Reserve at Westcreek has a number of concrete stormwater drainage flumes located every 300 to 400 feet in lieu of a curb and gutter system, which can act as access points for vehicles and agreed that 14 locations was a reasonable number in this instance. After discussion, upon motion by Director English, seconded by Director Twellmann, and unanimously carried, the Board authorized the installation of 14 signs prohibiting motorized vehicles within greenbelt areas, subject to review and approval of the sign's language by the District's insurance carrier and Mr. Klein.

Director Wang stated that the Board would next consider the payment of invoices and bookkeeper's report. Mr. Monzingo distributed a list of invoices to be paid, a copy of which is attached hereto as Exhibit "D". After discussion, upon motion by Director Stratton, seconded by Director English, and unanimously carried, the Board approved the payment of invoices, as presented.

Director Wang stated that the Board would next receive a report regarding the 2019 Legislative Session. Mr. Klein presented this item and noted that the Texas Legislature had

recently ended its 86th regular session. He informed the Board that he would present his firm's formal 86th Legislative Session memorandum that describes what legislation was passed along with legislation of importance to the District that did not pass at the Board's next meeting. He noted that contained within the meeting materials distributed to the Board was a final legislative bill tracking report that provided a listing of bills that passed through the legislative process. He noted that the report contained bills that pertain to Texas Water Code Chapters 49, 51, 54, which directly apply to water districts and bills that pertain to Texas Government Code Chapters 551 and 552, which address changes to the Texas Open Meetings Act and Texas Public Information Act. Mr. Klein noted that the one bill that garnered the most interest was House Bill/Senate Bill 2, which in part dealt with property tax reform. This piece of legislation would require that local municipalities (with certain exceptions) seek a public vote if the operations and maintenance portion of property taxes rise above 3.5% year over year. Mr. Klein noted that the current threshold was 8%. Mr. Klein noted that the bill, as approved, would decrease the rollback tax rate threshold from 8% to 3.5% in certain instances. He noted that should the District set its tax rate above the threshold for which taxpayers can challenge an increase this would automatically call for a mandatory Rollback Tax Election. Mr. Barganski noted that it was his understanding that the bill provided certain exceptions to water districts that are defined as "developing districts" that are still experiencing construction of utility infrastructure that would allow the rollback tax rate threshold to remain at 8%. Mr. Klein clarified that the final legislative memorandum will lay out the details and impacts of this Bill.

After discussion, there being no further business and upon motion made by Director Twellmann, seconded by Director Stratton, and unanimously carried, the meeting was adjourned at 6:10 p.m. until further call.

PASSED, APPROVED AND ADOPTED THIS 9th day of July, 2019.





Larry English, Secretary

MINUTES OF MEETING
OF
BOARD OF DIRECTORS

THE STATE OF TEXAS

COUNTY OF TRAVIS

LAKESIDE WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2C

The Board of Directors of Lakeside Water Control and Improvement District No. 2C (“District” or “Lakeside WCID No. 2C”) met in regular session, open to the public, outside the boundaries of the District, at 4421 Rowe Lane, Pflugerville, Texas, at 5:45 p.m. on July 9, 2019. A copy of the notice of meeting along with associated certificates of posting are attached hereto as Exhibit “A.”

The roll was called of the members of the Board of Directors, to wit:

David Wang	President
Scott Stratton	Vice President
Larry English	Secretary/Treasurer
Joshua Bridgefarmer	Assistant Secretary
Craig Twellmann	Assistant Secretary

All members of the Board were present, except Director Bridgefarmer, thus constituting a quorum of the Board of Directors. All Directors present voted on all matters that came before the Board. Also in attendance of said meeting were Robert Tiemann and Matthew Tiemann of Rowe Lane Development, Ltd.; Jeff Monzingo of Montoya & Monzingo, LLP; Keith Collins of Randall Jones Engineering, Inc.; John Barganski of Specialized Public Finance, Inc.; David Klein, Attorney and Fred Castro, Legal Assistant with Lloyd Gosselink Rochelle & Townsend, P.C.

Director Wang called the meeting to order and announced that a quorum of the Board was in attendance. Director Wang stated that the Board would next consider the approval of the minutes of the June 11, 2019 regular meeting. After discussion, upon motion by Director English, and seconded by Director Twellmann, the Board unanimously approved the minutes of the June 11, 2019 regular meeting, as presented.

The next item to come before the Board was to receive public comment on non-agenda items. No comments from the general public were received by the Board.

Director Wang stated that the Board would next receive a report from the District’s Engineer. Mr. Collins provided the Board with a brief report on the status of utility construction within the District.

The next item to come before the Board was to consider authorizing the filing of an application to the Texas Commission on Environmental Quality (the "TCEQ") for a Municipal Separate Storm Sewer System Permit ("MS4 Permit"). Mr. Klein presented this item. Mr. Klein presented copies of the District's proposed Notice of Intent ("NOI") to file an application with the TCEQ for an MS4 Permit to the Board, which provides information about the District, population information, the watershed that will be receiving stormwater discharges from the District, and other required information. Mr. Klein also distributed copies of the District's proposed Stormwater Management Plan ("SWMP") to the Board. Copies of the District's NOI and SWMP are attached hereto as Exhibit "B". Mr. Klein stated that the Lakeside WCID Nos. 1, 2B, 2C, and 2D Stormwater Subcommittees (the "Subcommittee"), in association with the District's Engineer, had determined that this year the Lakeside Districts would prepare and file a shared SWMP. Mr. Klein stated that the deadline for submittal of the District's MS4 Permit application to the TCEQ was July 23, 2019. He requested that the Board take action to approve the SWMP and NOI, subject to the review, further editing, and approval of the District's application by the Subcommittee members. After discussion, upon motion by Director Stratton, seconded by Director English, and unanimously carried, the Board authorized the execution of the MS4 Permit application by the Board President, subject to the review, further editing, and approval of the District's application by the Subcommittee members, and authorized its filing with the TCEQ.

The next item to come before the Board was to take action as necessary concerning the acceptance of the assignment of wholesale water and wastewater LUEs as follows: i) 44 LUEs to Lakeside at Blackhawk II, Phase 2B; ii) 43 LUEs to Lakeside at Blackhawk III, Phase 2; iii) 46 LUEs to Lakeside at Blackhawk III, Phase 3; and iv) 59 LUEs to Jakes Hill Condominiums. Mr. Klein presented copies of Assignments of Utility Services for the Board's consideration, copies of which are attached hereto as Exhibit "C". After discussion, upon motion by Director Stratton, seconded by Director English, and unanimously carried, the Board approved the assignment of wholesale water and wastewater LUEs for the above-referenced subdivisions.

Director Wang stated that the Board would next receive recreational facilities reports and take action as necessary concerning the same, including but not limited to, maintenance and/or improvements related to existing recreation facilities. Mr. Monzingo presented recreational facilities reports from the Associations operating the District's recreational facilities, copies of which are attached hereto as Exhibit "D". Mr. Monzingo noted that the report from the Reserve at Westcreek Owners Association, Inc. (the "Reserve at Westcreek") requested approval from the Board to engage the services of LOMAS Land Maintenance to raise the canopy of trees in the green belt, including the removal of underbrush, in order to provide better access for routine maintenance at a cost of \$5,070. After discussion, upon motion by Director English, seconded by Director Twellmann, and unanimously carried, the Board approved the engagement of LOMAS Land Maintenance by the Reserve at Westcreek to raise the canopy of trees and the removal of underbrush within the green belt. Next, Mr. Monzingo noted that the report provided by the Park at Blackhawk and Lakeside Homeowners Association provided brief updates on the status of current projects and noted that there were no requests for action by the Board.

Director Wang stated that the Board would next consider the payment of invoices and bookkeeper's report. Mr. Monzingo distributed a list of invoices to be paid, a copy of which is

attached hereto as Exhibit "E". Mr. Monzingo requested that the Board void Check No. 3282, payable to Director Bridgefarmer, due to his absence from the meeting. After discussion, upon motion by Director English, seconded by Director Twellmann, and unanimously carried, the Board approved the payment of invoices, as amended.

Director Wang stated that the Board would next receive a report regarding the 2019 Legislative Session. Mr. Klein presented this item and provided a brief overview of bills of general interest to water districts that included Senate Bill 2 (provides sweeping reform of the "rollback" process for tax rates), House Bill 305 (requires political subdivisions with taxing authority to post certain information online), House Bill 3001 (requires that the Special Purpose District Public Information Database maintained by the Texas Comptroller's Office include financial information described in certain subsections of the Texas Local Government Code), and Senate Bill 911 (amends Chapter 49 of the Texas Water Code to allow the TCEQ Executive Director, upon reviewing a district's audit report, to request additional information from the district; and allows the Executive Director to review and conduct an on-site audit of a district's financial records).

Next, Mr. Klein provided a brief overview of bills related to the Public Information Act and Open Meetings Act, including House Bill 2840 (amends the Texas Open Meetings Act to require a governmental body to allow each member of the public to address the body regarding an agenda item at the meeting before or during the body's consideration of the item, including rules to limit the amount of time a member of the public may speak, and may not prohibit public criticism of the governmental body), Senate Bill 239 (places certain meeting recording requirements on WCIDs, FWSDs, MUDs, and water improvement districts with populations of 500 or more), Senate Bill 943 (clarifies making "contracting information" public unless covered by an exception under the Texas Public Information Act), Senate Bill 944 (provides preservation rules for public information maintained on privately owned devices), and Senate Bill 1640 (redefines the elements for a walking quorum).

The next item to come before the Board was to consider items for the Board's next meeting agenda and receive announcements from Board members. Mr. Klein noted that the District's Bond Application Consultant, Jones-Heroy and Associates, Inc. had inadvertently failed to request that an item be placed on the Board's agenda to take action on the approval of a resolution authorizing the submission of an application to the TCEQ for the approval of an engineering project and the issuance of bonds. He requested that the Board consider scheduling a special meeting to take such action in order to file the application with the hope of funding before the end of the year. After discussion, the Board scheduled a special meeting to take place on July 15, 2019, at 5:45 p.m.

After discussion, there being no further business and upon motion made by Director Twellmann, seconded by Director English, and unanimously carried, the meeting was adjourned at 6:28 p.m. until further call.

PASSED, APPROVED AND ADOPTED THIS 13th day of August, 2019.





Larry English, Secretary

MINUTES OF SPECIAL MEETING
OF
BOARD OF DIRECTORS

THE STATE OF TEXAS

COUNTY OF TRAVIS

LAKESIDE WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2C

The Board of Directors of Lakeside Water Control and Improvement District No. 2C (“District” or “Lakeside WCID No. 2C”) met in special session, open to the public, outside the boundaries of the District, at 4421 Rowe Lane, Pflugerville, Texas, at 5:45 p.m. on July 15, 2019. A copy of the notice of meeting along with associated certificates of posting are attached hereto as Exhibit “A.”

The roll was called of the members of the Board of Directors, to wit:

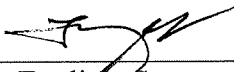
David Wang	President
Scott Stratton	Vice President
Larry English	Secretary/Treasurer
Joshua Bridgefarmer	Assistant Secretary
Craig Twellmann	Assistant Secretary

All members of the Board were present, except Director Stratton, thus constituting a quorum of the Board of Directors. All Directors present voted on all matters that came before the Board. Also in attendance was David Klein, Attorney with Lloyd Gosselink Rochelle & Townsend, P.C. and Shane Potter with Jones-Heroy & Associates, Inc.

Director Wang called the meeting to order at 5:45 p.m. and announced that a quorum of the Board was in attendance. Director Wang stated that the Board would next consider the approval of a Resolution Authorizing Application to the Texas Commission on Environmental Quality for the Approval of an Engineering Project and Ninth Lakeside WCID No. 2C Bond Issue, Series 2019, a copy of which is attached hereto as Exhibit “B”. Mr. Klein and Mr. Potter presented this item. After discussion, upon motion by Director Bridgefarmer, seconded by Director English, and unanimously carried, the Board approved the above-referenced Resolution.

After discussion, there being no further business and upon motion made by Director Bridgefarmer, seconded by Director Twellmann, and unanimously carried, the meeting was adjourned at 5:47 p.m. until further call.

PASSED, APPROVED AND ADOPTED THIS 13th day of August, 2019.



Larry English, Secretary



MINUTES OF MEETING
OF
BOARD OF DIRECTORS

THE STATE OF TEXAS

COUNTY OF TRAVIS

LAKESIDE WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2C

The Board of Directors of Lakeside Water Control and Improvement District No. 2C (“District” or “Lakeside WCID No. 2C”) met in regular session, open to the public, outside the boundaries of the District, at 4421 Rowe Lane, Pflugerville, Texas, at 5:48 p.m. on August 13, 2019. A copy of the notice of meeting along with associated certificates of posting are attached hereto as Exhibit “A.”

The roll was called of the members of the Board of Directors, to wit:

David Wang	President
Scott Stratton	Vice President
Larry English	Secretary/Treasurer
Joshua Bridgefarmer	Assistant Secretary
Craig Twellmann	Assistant Secretary

All members of the Board were present, except Directors Wang and Bridgefarmer who arrived later, thus constituting a quorum of the Board of Directors. All Directors present voted on all matters that came before the Board. Also in attendance of said meeting were Robert Tiemann of Rowe Lane Development, Ltd.; Jeff Monzingo of Montoya & Monzingo, LLP; Keith Collins of Randall Jones Engineering, Inc.; John Barganski of Specialized Public Finance, Inc.; Bob West of West, Davis & Company; David Klein, Attorney and Fred Castro, Legal Assistant with Lloyd Gosselink Rochelle & Townsend, P.C.

Director Stratton called the meeting to order and announced that a quorum of the Board was in attendance. Director Stratton stated that the Board would next consider the approval of the minutes of the July 9, 2019 regular meeting and July 15 special meeting. After discussion, upon motion by Director English, and seconded by Director Twellmann, the Board unanimously approved the minutes of the July 9, 2019 regular meeting and July 25 special meeting, as presented.

The next item to come before the Board was to receive public comment. No comments from the general public were received by the Board.

Director Wang stated that the Board would next receive a report from the District’s Engineer. Mr. Collins provided the Board with a brief report on the status of utility construction within the District. Next, Mr. Collins informed the Board about a matter currently being debated with the City of Pflugerville (the “City”) concerning the Jakes Hill Condominium Project. He noted that the City insisted that the developer of this project install a master meter for this project

as this is how the City treats other condominium type projects within the City limits even though this project is within the boundaries of the District. Mr. Collins noted that this arrangement was agreed upon based on the premise that "one day" the City would annex this area and they would want to operate this condominium project similar to other City projects. He noted that the developer acquiesced and agreed to pay for the costs to install the master meter, but did not agree that the meter would be used to calculate water usage while this project was within the District. Mr. Collins stated that it was the developer's and District's understanding and expectation that this project would be operated just like other single family developments within the District by utilizing individual meters. He informed the Board that each unit has a water and wastewater service installed to the boundary of the unit with a wastewater service clean-out and a meter box for water service. He stated that all lines were inspected when installed and approved by the City and the District. Mr. Collins stated that the City is taking the position that the approved Final Plat for the project designates this development as one (1) single lot, and one (1) waterline easement with a 4-inch water meter installed. He noted that with all components as submitted, approved and constructed, the City will require that the Jakes Hill Condominiums project be billed through the 4-inch meter as installed. Mr. Collins stated that the Board would be kept informed as discussions with the City continue.

It was at this time that Director Bridgefarmer arrived at the meeting. Director Stratton stated that the Board would next consider the engagement of West, Davis & Company to conduct the audit of the District's financial records for the period ending September 30, 2019. Mr. West presented a copy of his firm's engagement letter noting that the terms, conditions, and fees associated with conducting the District's audit was unchanged from the previous year. After discussion, upon motion by Director English, seconded by Director Bridgefarmer, and unanimously carried, the Board approved the engagement letter, submitted by West, Davis & Company, for conducting the audit of the District's financial records for the period ending September 30, 2019, a copy of which is attached hereto as Exhibit "B".

Director Stratton stated that the Board would next consider action as necessary concerning the Amenity Center Project, including but not limited to, contracts for professional services for (i) architect, mechanical, electrical, plumbing and structural engineering; (ii) landscaping architecture; (iii) engineering and surveying; and (iv) consulting. Mr. Klein presented this item. He noted that proposals for the above-referenced professional services were presented to the Lakeside WCID Nos. 2A, 2B, 2C, and 2D Amenity Center Subcommittees at a meeting held on July 31, 2019 at which Matthew Tiemann presented proposals and list of qualifications obtained for the above-referenced professional services for the Subcommittee's review, copies of which are attached hereto as Exhibit "C".

It was at this time that Director Wang arrived at the meeting. Next, Mr. Klein stated that the Amenity Center Subcommittees came to a consensus on which firms it would recommend to each of its Boards to consider authorizing the negotiation of contracts with exception of the professional services agreement for consulting services. Mr. Klein noted that the consultant would be responsible for overseeing the Project and act as a filter to determine whether information being provided by the Project's other consultants is accurate, consistent, and appropriate. Mr. Klein informed the Board that Brad Marshall with Amenity Solutions was is the consultant being recommended by the developer to take on this roll. However, Mr. Klein reported that it was the

consensus of the Amenity Center Subcommittees that the need for such a consultant was not immediate at this stage of the Project, but something that may be needed at some point in the future. After discussion, Mr. Klein stated that, based on recommendations from the developer, the consensus of the Amenity Center Subcommittees was that the firm it was recommending to provide services with regard to architect, mechanical, electrical, plumbing and structural engineering was Duke C. Garwood Architects, Inc.; for landscaping architecture it was Sitiodesign; and for engineering and surveying it was Randall Jones & Associates Engineering, Inc. Mr. Klein reiterated that the Amenity Center Subcommittees independently reviewed each firm and reached a consensus on a recommendation that it would submit to each of their individual Boards. Mr. Klein stated that he would be happy to answer any questions the Board had. After discussion, upon motion by Director English, seconded by Director Twellmann, and unanimously carried, the Board authorized moving forward with the negotiation of contacts for the engagement of Duke C. Garwood Architects, Inc. to provide services with regard for architect, mechanical, electrical, plumbing and structural engineering services; Sitiodesign to provide landscaping architectural services; and Randall Jones & Associates Engineering to provide engineering and surveying services related to the Amenity Center Project, as recommended.

The next item to come before the Board was to consider the adoption of a resolution amending the District's 2018-2019 budget. Mr. Monzingo proposed that the District's current budget be amended by increasing revenues for the Wastewater Revenue category and increasing expenditures for the following categories: Legal Fees, Wastewater Fees, Director Fees and Payroll Taxes, and Meeting Expense. After discussion, upon motion by Director Twellmann, seconded by Director Stratton, and unanimously carried, the Board adopted a resolution amending the District's 2018-2019 budget, a copy of which is attached hereto as Exhibit "D".

The next item to come before the Board was to consider a preliminary budget for the District's 2018-2019 fiscal year. Mr. Monzingo presented copies of a preliminary budget, a copy of which is attached hereto as Exhibit "E". Mr. Monzingo noted that his preliminary budget was based upon Mr. Barganski's tax rate analysis that the Board set its debt service tax rate at \$0.62 per \$100 of assessed valuation based upon a 2019 estimate of net taxable values by the Travis Central Appraisal District ("TCAD"), a copy of which is attached hereto as Exhibit "F". He noted that the District is awaiting receipt of its Certification of 2019 Appraised Values from TCAD, which has been delayed due to a record number of protests received by TCAD, which in turn delayed TCAD from issuing Certifications for many taxing jurisdictions by 30 days. Mr. Monzingo noted that should the Board desire to leave the District's overall tax rate unchanged from last year, a debt service tax rate of \$0.62 would leave \$0.35 cents available for an operations and maintenance tax. Mr. Monzingo noted that his preliminary budget was provided for discussion purposes and noted that the Board would be asked to adopt a final budget at its next meeting. After discussion, Mr. Monzingo requested that Board members contact his office in the event they have questions concerning the budget prior to the Board's next meeting.

Next, Mr. Monzingo informed the Board that the District had received funding requests from the HOA and Reserve at Westcreek for the operation and maintenance of the Blackhawk Amenity Center and Reserve at Westcreek Amenity Center. He noted that the HOA's funding request represented a 12% increase in funding from the previous year of just over \$62,000. Mr. Monzingo noted that the majority of the HOA's increase was attributable to an increase in new

properties requiring landscaping maintenance, irrigation repairs, and water well expenses. Mr. Monzingo noted that the Reserve at Westcreek was requesting funding for a full time onsite manager and a part time person for the weekends with the total cost for this request to be borne solely by the Lakeside Districts. After discussion, Mr. Monzingo informed the Board that he would be meeting with representatives of the Reserve at Westcreek to obtain more detailed information in connection with their request before the Board considers taking action on their request.

The next item to come before the Board was to receive a report and consider action as necessary concerning a proposed tax rate for 2019, including scheduling a public hearing on a proposed tax rate. The Board recognized Mr. Barganski, who proceeded to review with the Board a copy of his tax rate analysis, a copy of which is attached hereto as Exhibit "G". Mr. Barganski informed the Board that the District's tax rate is composed of two components, one that comprises a debt service component and the other that comprises an operations and maintenance component. The two combine to make up the District's total overall tax rate. Based upon his analysis and Estimate of Net Taxable Values from TCAD, Mr. Barganski recommended that the Board consider setting its debt service tax rate component at \$0.62 per \$100 of assessed valuation in the upcoming year. He noted that should the Board decide to leave its overall tax rate at \$0.97 this would leave \$0.35 to cover the operations and maintenance portion of the District's proposed budget. He noted that the District's total overall tax rate for 2018 was \$0.97 with \$0.55 dedicated to debt service and \$0.42 dedicated solely to operations and maintenance. After discussion, Mr. Barganski noted that at its next meeting the Board would determine the District's overall tax rate based on the Certification of 2019 Appraised Values from TCAD and stated that no action was required to be taken by the Board in connection with this item until the Board's next meeting.

Mr. Klein noted that due to TCAD's delay in issuing the District's Certification of 2019 Appraised Values, he proposed that at the Board's next meeting scheduled for September 10, 2019, the Board consider taking action concerning a proposed tax rate for 2019, including scheduling a public hearing on a proposed tax rate. Mr. Klein suggested that the Board schedule its public hearing on a proposed tax rate, adoption of a budget for fiscal year 2019-2020, adoption of a tax rate for 2019, and amending the District's Information Form at a special meeting to be held on September 25, 2019. The Board was in agreement with Mr. Klein's proposed schedule.

Director Wang stated that the Board would next receive recreational facilities reports and take action as necessary concerning the same, including but not limited to, maintenance and/or improvements related to existing recreational facilities. Mr. Monzingo presented recreational facilities reports from the Associations operating the District's recreational facilities, copies of which are attached hereto as Exhibit "H". Mr. Monzingo noted that the report from the Park at Blackhawk and Lakeside Homeowners Association (the "HOA") provided brief updates on the status of its current projects. In particular, he highlighted that the water retention ponds continue to have problems with an influx of algae that chemicals alone cannot treat. He noted that the HOA has requested assistance from the Lakeside Districts in connection with this issue. Mr. Collins informed the Board that he would contact Aquatic Features, Inc., with whom he was familiar and solicit a quote for pond maintenance. Mr. Monzingo stated that the HOA had no other requests for action by the Board. Mr. Monzingo presented the report from the Reserve at Westcreek Owners

Association, Inc. on the status of current projects but that there were no requests for action by the Board.

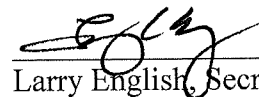
Director Wang stated that the Board would next consider the payment of invoices and bookkeeper's report. Mr. Monzingo distributed a list of invoices to be paid and quarterly investment report, copies of which is attached hereto as Exhibit "I". Mr. Monzingo requested that the Board add Check No. 3310, payable to LOMAS Land Maintenance for \$24,000. Mr. Monzingo informed the Board that this check would not be released until the District's Engineer had performed an inspection and is satisfied with the work associated with this invoice. After discussion, upon motion by Director English, seconded by Director Stratton, and unanimously carried, the Board approved the payment of invoices and quarterly investment report, as amended.

Director Wang stated that the Board would next receive a report regarding the 2019 Legislative Session. Mr. Klein presented this item and noted that there are items that the District will be required to take action on as a result of new legislation passed during the 2019 Legislative Session. He noted that because of the passage of House Bill 2840 which amends the Texas Open Meetings Act and requires that a governmental body allow each member of the public to address the body regarding an agenda item at the meeting before or during the body's consideration of the item. Mr. Klein noted that the Board's meeting agenda has been revised to account for this requirement. Mr. Klein noted that other items will require a bit more work to complete. He stated that the passage of House Bill 305 requires political subdivisions with taxing authority to post certain information online, thus requiring the District to obtain its own website. Mr. Klein suggested that monies be budgeted by the District to account for the cost of website design and management in the range of \$5,000. He noted that Lakeside WCID No. 1 has a website that is currently being updated and the opportunity may exist for the Lakeside Districts that do not have a website to enter into a cost share agreement with Lakeside WCID No. 1 to have them provide a template that could be replicated for their own use. Mr. Klein also noted that his firm has personnel that could be utilized by the Lakeside Districts to manage their website and take advantage of the cost savings that such an arrangement could provide should the Board desire.

After discussion, there being no further business and upon motion made by Director Twellmann, seconded by Director Stratton, and unanimously carried, the meeting was adjourned at 6:30 p.m. until further call.

PASSED, APPROVED AND ADOPTED THIS 10th day of September, 2019.





Larry English, Secretary

MINUTES OF MEETING
OF
BOARD OF DIRECTORS

THE STATE OF TEXAS

COUNTY OF TRAVIS

LAKESIDE WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2C

The Board of Directors of Lakeside Water Control and Improvement District No. 2C (“District” or “Lakeside WCID No. 2C”) met in regular session, open to the public, outside the boundaries of the District, at 4421 Rowe Lane, Pflugerville, Texas, at 5:45 p.m. on September 10, 2019. A copy of the notice of meeting along with associated certificates of posting are attached hereto as Exhibit “A.”

The roll was called of the members of the Board of Directors, to wit:

David Wang	President
Scott Stratton	Vice President
Larry English	Secretary/Treasurer
Joshua Bridgefarmer	Assistant Secretary
Craig Twellmann	Assistant Secretary

All members of the Board were present, thus constituting a quorum of the Board of Directors. All Directors present voted on all matters that came before the Board. Also in attendance of said meeting were Matthew Tiemann of Rowe Lane Development, Ltd.; Jeff Monzingo of Montoya & Monzingo, LLP; Keith Collins of Randall Jones Engineering, Inc.; John Barganski of Specialized Public Finance, Inc.; David Klein, Attorney and Fred Castro, Legal Assistant with Lloyd Gosselink Rochelle & Townsend, P.C.

Director Stratton called the meeting to order and announced that a quorum of the Board was in attendance. Director Wang stated that the Board would next consider the approval of the minutes of the August 13, 2019 regular meeting. After discussion, upon motion by Director Twellmann, and seconded by Director English, the Board unanimously approved the minutes of the August 13, 2019 regular meeting, as presented.

The next item to come before the Board was to consider action concerning a Resolution Adopting Rules Regarding Public Comments. The Board was informed that House Bill 2840 from the 2019 Legislatives Session added a new Section 551.007 to the Texas Open Meetings Act, Texas Government Code §§ 551.001, et seq., establishing standards for public testimony at open meetings of certain governmental entities and authorized such entities to establish reasonable rules regarding same. Mr. Castro noted that the Resolution presented establishes the following rules for public testimony at open meetings of the District and include:

- Any person may provide public comments on any issue during the public comment portion of an open meeting of the District's Board of Directors;
- Any person providing public testimony at an open meeting of the District is limited to three (3) minutes;
- So long as the District does not use simultaneous translation equipment in a manner that allows the Board to hear the translated public testimony simultaneously with the speaker, any person providing public testimony at an open meeting of the District through a translator is limited to six (6) minutes; and
- The Board may request any person making personal, impertinent, or slanderous remarks while addressing the Board to leave the meeting.

After discussion, upon motion by Director English, seconded by Director Bridgefarmer, and unanimously carried, the Board adopted the above-referenced Resolution, a copy of which is attached hereto as Exhibit "B".

The next item to come before the Board was to receive public comment. No comments from the general public were received by the Board.

Director Wang stated that the Board would next receive a report from the District's Engineer. Mr. Collins provided the Board with a brief report on the status of utility construction within the District. Next, Mr. Collins provided a status report on the Trail Project currently taking place within the boundaries of Lakeside WCID No. 2D. This Project benefits all the property owners within the Blackhawk development. Mr. Collins noted that the City of Pflugerville and Pflugerville ISD are in support of building the trail to the right-of-way of Ceil Road, including a possible street crossing with traffic signal at this location. Mr. Collins stated that it was his understanding that discussions between the developer, Pflugerville ISD and the City of Pflugerville are in progress wherein the parties would provide the necessary financing to facilitate this additional construction.

Director Wang stated that the Board would next consider action concerning the Lakeside ponds, including but not limited to, the engagement of Aquatic Features, Inc. to perform maintenance of water retention ponds located at Harrier Flight Trail and North and South of Speidel Drive. Mr. Collins reiterated that at the Board's last meeting he was asked to look into the algae blooms occurring in the Lakeside ponds located off Farm Pond Road; between Misty Shores and Winding Shore Lane. He stated that he had contacted Aquatic Features, Inc. with whom he had dealt with on other similar projects concerning this issue. According to Mr. Collins it was his understanding that Aquatic Features, Inc. has been engaged by the Park at Blackhawk and Lakeside Homeowners Association (the "HOA") to maintain this pond. Mr. Collins stated that he learned that Aquatic Features, Inc. was in the process of implementing a plan to address the algae problem that included the introduction of a chemical called Phoslock in the form of a slurry. He noted that according to the literature on this type of treatment, Phoslock reduces phosphorus levels resulting in improved water quality. Mr. Collins noted that it was his understanding that Phoslock permanently locks phosphorus into an inert mineral that sinks to the bottom and becomes part of the pond's natural sediments.

In response to an inquiry from Mr. Klein, Mr. Collins stated that the introduction of any chemicals by Aquatic Features, Inc. into the District's ponds would in no way violate US Environmental Protection Agency regulations or cause the District to be in violation of any requirement contained within the District's Municipal Separate Storm Sewer System (MS4) Permit.

Mr. Collins noted that he and Aquatic Features, Inc. had also discussed other maintenance items that needed to be taken care of going forward, including the search for an additional source of water for the Farm Ponds as the current water well appears to be maxed out with current irrigation needs. He stated that a new water well will run approximately \$30,000 to \$40,000. Mr. Collins stated that he would continue to look for other options, which might provide an additional source of makeup water for these ponds and an additional source for landscape irrigation during drought periods. Mr. Collins informed the Board that these ponds had never been fully desilted since their construction and the bottom mud is most likely loaded with Nitrogen and Phosphorus, the two elements that are the main limiting components of algae growth and reproduction. He recommended that the ponds be dredged to remove sludge and sediment buildup on the floor of these ponds. Mr. Collins noted that this year was especially difficult on these ponds due to heavy rain events this past spring and early summer which may have washed landscape fertilizer into the ponds, essentially becoming a compost bin for algae production. Mr. Collins informed the Board that a proposal was solicited for this work and came back at \$184,000 to dredge all three (3) ponds. He noted that this work would be a major undertaking and would have to be publicly bid. Mr. Collins noted that this work would warrant further planning and budgeting before being undertaken, but will need to be done.

Next, Mr. Collins provided proposals submitted by Aquatic Features, Inc. for the general cleanup, including the removal of existing invasive features for the pond located at Harrier Flight Trail in the amount of \$12,990, and for the ponds on the north and south side of Speidel in the amount of \$12,075. Mr. Collins noted that Aquatic Features, Inc. was asked to provide a general pond maintenance proposal to keep the ponds maintained on a monthly basis, which came in at \$975 per month, plus chemicals estimated at \$3,600 per year. Mr. Collins noted that the Aquatic Features, Inc.'s proposals included everything within the water with LOMAS Land Maintenance continuing to provide all mowing of the pond slopes and banks. Mr. Collins recommended that the Board take action to approve the proposals submitted by Aquatic Features, Inc., copies of which are attached hereto as Exhibit "C". After discussion, Mr. Monzingo noted that the total cost associated with the initial cleanup of the pond located at Harrier Flight Trail and the ponds on the north and south sides of Speidel equaled \$25,065. He noted that by adding annual maintenance plus estimated chemical costs the total project cost amounted to \$40,365 with the District's share of the total coming to 27.64% of that sum. After discussion, upon motion by Director English, seconded by Director Twellmann, and unanimously carried, the Board approved the above-referenced proposals submitted by Aquatic Features, Inc.

Director Wang stated that the Board would next consider the approval of a Cost Sharing Agreement for Pond Maintenance Project. The Agreement provides for the hiring and engaging of Aquatic Features, Inc. for the above-referenced Pond Maintenance Project to be accomplished in two (2) phases; an initial cleanup of all three (3) ponds previously identified by Mr. Collins followed by ongoing yearly maintenance of all three (3) ponds and sets out the allocation of costs

for each participating Lakeside District. Mr. Collins pointed out that the yearly maintenance cost is an estimate, as the type and quantity of chemicals used on a monthly basis may fluctuate depending on any single pond's need and is not a "not to exceed" number. After discussion, upon motion by Director Twellmann, seconded by Director Stratton, and unanimously carried, the Board approved the Cost Sharing Agreement for Pond Maintenance Project, a copy of which is attached hereto as Exhibit "D".

The next item to come before the Board was to consider a change in billing rates for legal services proposed by Lloyd Gosselink Rochelle & Townsend, P.C. Mr. Klein noted that hourly rates for legal services in connection with his firm's representation of the District were last changed on October 1, 2018, and pursuant to his firm's employment agreement with the District. He provided information to the Board related to his firm's intent to adjust his firm's billing rates effective October 1, 2019. Mr. Monzingo noted that he had spoken with Mr. Klein concerning this issue and noted that the District's preliminary budget had been revised to reflect Mr. Klein's adjusted billing rates. After discussion, upon motion by Director English, seconded by Director Stratton, and unanimously carried, the Board approved Mr. Klein's increase in his firm's hourly billing rates in connection with representation of the District.

The next item to come before the Board was to consider a preliminary budget for the District's 2018-2019 fiscal year. Mr. Monzingo presented copies of a preliminary budget, a copy of which is attached hereto as Exhibit "E". Mr. Monzingo noted that his preliminary budget was based upon Mr. Barganski's tax rate analysis that the Board set its debt service tax rate at \$0.62 per \$100 of assessed valuation based upon a the District's Certification of 2019 Appraised Values from the Travis Central Appraisal District of \$241,396,272. Mr. Monzingo noted that should the Board desire to leave the District's overall tax rate unchanged from last year, a debt service tax rate of \$0.62 would leave \$0.35 cents available for an operations and maintenance tax.

Next, Mr. Monzingo informed the Board that the District had received funding requests from the HOA and Reserve at Westcreek for the operation and maintenance of the Blackhawk Amenity Center and Reserve at Westcreek Amenity Center. He noted that the Reserve at Westcreek had previously requested funding for a full time onsite manager and a part time person for the weekends. Mr. Monzingo informed the Board that he had met with representatives of the Reserve at Westcreek on this issue and informed the Board that the Reserve at Westcreek had decided to rescind its request for a full time onsite manager and a part time person for the weekends at this time. He noted that after taking this action, the Reserve at Westcreek's funding request equaled the same amount as it had requested last year. Mr. Monzingo noted that the District's share for the costs associated with the operations and maintenance of the amenity centers totaled \$224,000.

Mr. Monzingo noted that his preliminary budget was provided for discussion purposes and noted that the Board would be asked to adopt a final budget at its next meeting. After discussion, Mr. Monzingo requested that Board members contact his office in the event they have questions concerning the budget prior to the Board's next meeting.

The next item to come before the Board was to receive a report and consider action as necessary concerning a proposed tax rate for 2019, including scheduling a public hearing on a

proposed tax rate. The Board recognized Mr. Barganski, who proceeded to review with the Board a copy of his tax rate analysis, a copy of which is attached hereto as Exhibit "F". Mr. Barganski reiterated that at the Board's last meeting the Board was informed that the District's tax rate is composed of two components, one that comprises a debt service component and the other that comprises an operations and maintenance component. The two combine to make up the District's total overall tax rate. Based upon his analysis and the District's Certification of 2019 Appraised Values from the Travis Central Appraisal District of \$241,396,272, Mr. Barganski recommended that the Board consider setting its debt service tax rate component at \$0.62 per \$100 of assessed valuation in the upcoming year. He noted that should the Board decide to leave its overall tax rate at \$0.97 this would leave \$0.35 to cover the operations and maintenance portion of the District's proposed budget. He noted that the District's total overall tax rate for 2018 was \$0.97 with \$0.55 dedicated to debt service and \$0.42 dedicated solely to operations and maintenance. After discussion, upon motion by Director English, seconded by Director Twellmann and unanimously carried, the Board scheduled a public hearing on a proposal to set a tax rate of \$0.97 per \$100 of assessed valuation to be held in conjunction with the Board's September 25, 2019 special meeting.

Director Wang stated that the Board would next receive recreational facilities reports and take action as necessary concerning the same, including but not limited to, maintenance and/or improvements related to existing recreational facilities. Mr. Monzingo presented recreational facilities reports from the Associations operating the District's recreational facilities, copies of which are attached hereto as Exhibit "G". Mr. Monzingo noted that the report from the Park at Blackhawk and Lakeside Homeowners Association (the "HOA") provided brief updates on the status of its current projects. Mr. Monzingo stated that the HOA had no other requests for action by the Board.

Next, Mr. Monzingo presented the report from the Reserve at Westcreek Owners Association, Inc. (the "Reserve at Westcreek") on the status of current projects. He noted that the Reserve at Westcreek was requesting Board action to approve a quote from LOMAS Land Maintenance in the amount of \$7,450 to repair and cleanout drainage flumes. Mr. Collins noted that this type of maintenance would be required periodically as the Reserve at Westcreek's only means of removing stormwater runoff was via surface drainage. After discussion, upon motion by English, seconded by Director Stratton, and unanimously carried, the Board approved the quote from LOMAS Land Maintenance in the amount of \$7,450 to repair and cleanout drainage flumes.

Director Wang stated that the Board would next consider the payment of invoices and Bookkeeper's Report. Mr. Monzingo distributed a list of invoices to be paid, copies of which are attached hereto as Exhibit "H". After discussion, upon motion by Director Stratton, seconded by Director English, and unanimously carried, the Board approved the payment of invoices, as presented.

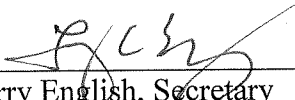
Next, Mr. Collins noted that the Jakes Hill Condo Project had fallen under Travis County's new water quality treatment development guidelines requiring vegetated filter strips at certain locations with the project's confines that will include property that upon completion of the Project will be conveyed to the District. Mr. Collins presented materials related to this issue, copies of which are attached hereto as Exhibit "H". He noted that although the property has not yet been conveyed to the District, the District has accepted the Project for operations and maintenance. Mr.

Collins stated that Travis County will require the current owner to file a Permanent Water Quality Control Maintenance Plan for this Project. Mr. Collins stated that it is his intent to execute the Plan on behalf of the developer that states that the Project has been designed and constructed in accordance with applicable Travis County regulations, including that the current owner will be required to maintain these areas. He stated that this would require a Notice of Change to the Plan be prepared and filed with Travis County once the property is conveyed to the District and wanted to make the Board aware of this. Mr. Collins noted that a Notice of Change will be prepared and will be presented to the Board for action and will require the filing of a Permanent Water Quality Control Maintenance Plan by the District at such time.

After discussion, there being no further business and upon motion made by Director English, seconded by Director Stratton, and unanimously carried, the meeting was adjourned at 6:30 p.m. until further call.

PASSED, APPROVED AND ADOPTED THIS 8th day of October, 2019.





Larry English, Secretary

MINUTES OF SPECIAL MEETING
OF
BOARD OF DIRECTORS

THE STATE OF TEXAS

COUNTY OF TRAVIS

LAKESIDE WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2C

The Board of Directors of Lakeside Water Control and Improvement District No. 2C (“District” or “Lakeside WCID No. 2C”) met in special session, open to the public, outside the boundaries of the District, at 4421 Rowe Lane, Pflugerville, Texas, at 5:30 p.m. on September 25, 2019. A copy of the notice of meeting along with associated certificates of posting are attached hereto as Exhibit “A.”

The roll was called of the members of the Board of Directors, to wit:

David Wang	President
Scott Stratton	Vice President
Larry English	Secretary/Treasurer
Joshua Bridgefarmer	Assistant Secretary
Craig Twellmann	Assistant Secretary

All members of the Board were present, thus constituting a quorum of the Board of Directors. All Directors present voted on all matters that came before the Board. Also in attendance of said meeting were Rob Tiemann of Rowe Lane Development, Ltd.; Jeff Monzingo of Montoya & Monzingo, LLP; Keith Collins of Randall Jones Engineering, Inc.; John Barganski of Specialized Public Finance, Inc.; David Klein, Attorney and Fred Castro, Legal Assistant with Lloyd Gosselink Rochelle & Townsend, P.C.

Director Wang called the meeting to order and announced that a quorum of the Board was in attendance. Next, upon motion by Director Twellmann, seconded by Director English, and unanimously carried, Director Wang announced that the Board would conduct a public hearing on a proposal to set a tax rate of ninety-seven (\$0.97) per one hundred dollars (\$100) of assessed valuation. Director Wang noted that in an effort to allow residents an opportunity to address the Board in connection with the proposed tax rate, the public hearing would remain open to allow residents an opportunity to arrive while the Board attended to regular business.

Director Wang stated that the Board would next consider the adoption of a budget for the 2019-2020 fiscal year. Mr. Monzingo presented for the Board's review a copy of the projected operating expenses and revenues for the District for the period October 1, 2019 through September 30, 2020. After discussion, upon motion by Director English, seconded by Director Stratton, and unanimously carried, the Board adopted a resolution adopting a budget for the 2019-2020 fiscal year, a copy of which is attached hereto as Exhibit "B".

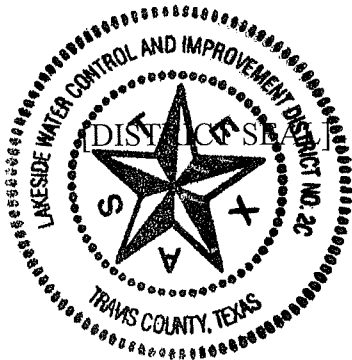
Next, upon motion by Director Twellmann, seconded by Director English, and unanimously carried, Director Wang closed the public hearing on a proposal to set a tax rate of ninety-seven (\$0.97) per one hundred dollars (\$100) of assessed valuation. Director Wang stated that the Board would next discuss, consider, and take action as necessary to set a debt service tax rate, and to set an operations and maintenance tax rate for the year 2019. Upon motion by Director Stratton, seconded by Director English, and unanimously carried, the Board adopted an order setting a debt service tax rate for the year 2019 at sixty-two cents (\$0.62) per one hundred dollars (\$100) of assessed valuation, and an operations and maintenance tax rate for the year 2019 of thirty-five cents (\$0.35) per one hundred dollars (\$100) of assessed valuation for a total tax rate for the year 2019 of ninety-seven cents (\$0.97) per one hundred dollars (\$100) of assessed valuation. A copy of the District's order setting a tax rate for 2019 is attached hereto as Exhibit "C".

The next item to come before the Board was to consider the approval of an amendment to the District's Information Form. Mr. Klein noted that the amendment accounted for the most recent tax rate adopted by the Board. Upon motion by Director Stratton, seconded by Director Twellmann, and unanimously carried, the Board approved the amendment to the District's Information Form, a copy of which is attached hereto as Exhibit "D".

Director Wang stated that the Board would next consider the payment of invoices and Bookkeeper's Report. Mr. Monzingo distributed a list of invoices to be paid, a copy of which is attached hereto as Exhibit "E". After discussion, upon motion by Director Twellmann, seconded by Director English, and unanimously carried, the Board approved the payment of invoices, as presented.

After discussion, there being no further business and upon motion made by Director Bridgefarmer, seconded by Director English, and unanimously carried, the meeting was adjourned at 5:47 p.m. until further call.

PASSED, APPROVED AND ADOPTED THIS 8th day of October, 2019.





Larry English, Secretary

MINUTES OF MEETING
OF
BOARD OF DIRECTORS

THE STATE OF TEXAS

COUNTY OF TRAVIS

LAKESIDE WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2C

The Board of Directors of Lakeside Water Control and Improvement District No. 2C (“District” or “Lakeside WCID No. 2C”) met in regular session, open to the public, outside the boundaries of the District, at 4421 Rowe Lane, Pflugerville, Texas, at 5:45 p.m. on October 8, 2019. A copy of the notice of meeting along with associated certificates of posting are attached hereto as Exhibit “A.”

The roll was called of the members of the Board of Directors, to wit:

David Wang	President
Scott Stratton	Vice President
Larry English	Secretary/Treasurer
Joshua Bridgefarmer	Assistant Secretary
Craig Twellmann	Assistant Secretary

All members of the Board were present, thus constituting a quorum of the Board of Directors. All Directors present voted on all matters that came before the Board. Also in attendance of said meeting were Robert Tiemann and Matthew Tiemann of Rowe Lane Development, Ltd.; Jeff Monzingo of Montoya & Monzingo, LLP; Clayton Chandler of McCall Parkhurst & Horton LLP; Maris Chambers, Attorney and Fred Castro, Paralegal with Lloyd Gosselink Rochelle & Townsend, P.C.

Director Wang called the meeting to order and announced that a quorum of the Board was in attendance. Director Wang stated that the Board would next consider the approval of the minutes of the September 10, 2019 regular meeting and September 25, 2019 special meeting. After discussion, upon motion by Director Stratton, and seconded by Director Twellmann, the Board unanimously approved the minutes of the September 10, 2019 regular meeting and September 25, 2019 special meeting, as presented.

The next item to come before the Board was to receive public comment. No comments from the general public were received by the Board.

Director Wang stated that the Board would next receive a report from the District’s Engineer. The District’s Engineer was not present. In his absence, Mr. Matthew Tiemann provided the Board with a brief report on the status of utility construction within the District.

Director Wang stated that the Board would next consider action as necessary concerning landscape and irrigation improvements. Ms. Chambers stated that the District was in receipt of an invoice from LOMAS Land Maintenance representing irrigation improvements to provide water to landscaping improvements along the greenbelts within Lakeside WCID Nos. 2A, 2B, and 2C. She noted that typically the way such projects are handled is through the use of a cost share agreement between the Lakeside Districts that benefit from particular improvements. Ms. Chambers noted that her office was not aware of the improvements, thus a cost share agreement had not been prepared for the Board's consideration. Ms. Chambers stated that a cost share agreement could be prepared by her office and placed on the Board's next meeting agenda for consideration prior to taking action to approve the payment of the District's share of the LOMAS Land Maintenance invoice, or should the Board desire to take action this evening, the Board could approve the payment of the District's share of the LOMAS Land Maintenance invoice, subject to the review and approval of a cost share agreement at its next meeting. In response to an inquiry from Mr. Monzingo, Mr. Matthew Tiemann confirmed that the work related to the LOMAS Land Maintenance invoice had already been performed. Mr. Matthew Tiemann stated that he had no issues with the Board postponing action in connection with this item until the Board's next meeting. After discussion, the Board postponed action in connection with this item until later in the meeting.

Director Wang stated that the Board would next consider the annual review of the District's Investment Policy. Ms. Chambers noted that the Board is required to review and approve the District's Investment Policy on an annual basis. She noted that upon review of the District's Investment Policy by her firm, Ms. Chambers recommended that amendments to the District's Investment Policy be made at this time to remain consistent with amendments to the Texas Public Funds Investment Act made in the 86th Texas Legislative Session. Ms. Chambers presented a resolution approving the District's Investment Policy, as amended, a copy of which is attached hereto as Exhibit "B". Ms. Chambers noted that the recommended change to the District's Investment Policy was to add Bond Proceeds and Pledged Revenue, to the extent permitted under the Public Funds Investment Act, as another type of investment authorized under the District's Policy. She noted that Pledged Revenue is defined under the revised policy as money pledged to the payment of or as security for: (1) bonds or other indebtedness issued by the District; (2) obligations under a lease, installment sale, or other agreement of the District; or (3) certificate of participation in a debt obligation described by Section 15 (1) or (2) of the Policy. After discussion, upon motion by Director English, seconded by Director Stratton, and unanimously carried, the Board adopted a resolution regarding its annual review of the District's Investment Policy.

Next, Director Wang stated that the Board would revisit the approval of the payment of the LOMAS Land Maintenance invoice for landscape and irrigation improvements. Mr. Robert Tiemann provided a copy of the LOMAS Land Maintenance invoice, a copy of which is attached hereto as Exhibit "C" and requested that the Board take action to approve the payment of the District's share of the cost. Mr. Robert Tiemann stated that the total cost for the landscape and irrigation improvements had been separated according to improvements made along the greenbelts within Lakeside WCID Nos. 2A, 2B, and 2C, and that the invoice he was presenting represented only those improvements that were made within this District. He suggested that this would eliminate the need for a cost share agreement amongst the three (3) Lakeside District's. After

discussion, upon motion by Director Stratton, seconded by Director English, and unanimously carried, the Board approved the above-referenced invoice.

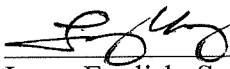
Director Wang stated that the Board would next receive recreational facilities reports and take action as necessary concerning the same, including but not limited to, maintenance and/or improvements related to existing recreational facilities. Mr. Monzingo presented recreational facilities reports from the Associations operating the District's recreational facilities, copies of which are attached hereto as Exhibit "D". Mr. Monzingo noted that the reports from the Park at Blackhawk and Lakeside Homeowners Association and the Reserve at Westcreek Owners Association, Inc. provided brief updates on the status of its current projects. Mr. Monzingo stated that no requests for action by the Board were being presented at this time.

Director Wang stated that the Board would next consider the payment of invoices and Bookkeeper's Report. Mr. Monzingo distributed a list of invoices to be paid, copies of which are attached hereto as Exhibit "E". In connection with the invoice submitted by the McCall Parkhurst & Horton representing work associated with the District's most recent bond refunding in the amount of \$8,500 performed by the McCall Parkhurst & Horton office in Dallas, Texas, Mr. Chandler apologized for the lateness of the invoice. He explained that a review by the Dallas office accounting department turned up this invoice, which had been overlooked and had never been submitted to the District for payment. After discussion, upon motion by Director Bridgefarmer, seconded by Director Stratton, and unanimously carried, the Board approved the payment of invoices, as presented.

After discussion, there being no further business and upon motion made by Director English, seconded by Director Bridgefarmer, and unanimously carried, the meeting was adjourned at 6:17 p.m. until further call.

PASSED, APPROVED AND ADOPTED THIS 12th day of November, 2019.





Larry English, Secretary

MINUTES OF MEETING
OF
BOARD OF DIRECTORS

THE STATE OF TEXAS

COUNTY OF TRAVIS

LAKESIDE WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2C

The Board of Directors of Lakeside Water Control and Improvement District No. 2C (“District” or “Lakeside WCID No. 2C”) met in regular session, open to the public, outside the boundaries of the District, at 4421 Rowe Lane, Pflugerville, Texas, at 5:45 p.m. on November 12, 2019. A copy of the notice of meeting along with associated certificates of posting are attached hereto as Exhibit “A.”

The roll was called of the members of the Board of Directors, to wit:

David Wang	President
Scott Stratton	Vice President
Larry English	Secretary/Treasurer
Joshua Bridgefarmer	Assistant Secretary
Craig Twellmann	Assistant Secretary

All members of the Board were present, except Director Bridgefarmer, thus constituting a quorum of the Board of Directors. All Directors present voted on all matters that came before the Board. Also in attendance of said meeting were Robert Tiemann and Matthew Tiemann of Rowe Lane Development, Ltd.; Jeff Monzingo of Montoya & Monzingo, LLP; Keith Collins of Randall Jones Engineering, Inc.; John Barganski of Specialized Public Finance, Inc.; David Klein, Attorney and Fred Castro, Paralegal with Lloyd Gosselink Rochelle & Townsend, P.C.

Director Wang called the meeting to order and announced that a quorum of the Board was in attendance. Director Wang stated that the Board would next consider the approval of the minutes of the October 8, 2019 regular meeting. After discussion, upon motion by Director English, and seconded by Director Twellmann, the Board unanimously approved the minutes of the October 8, 2019 regular meeting, as presented.

The next item to come before the Board was to receive public comment. No comments from the general public were received by the Board.

Director Wang stated that the Board would next receive a report from the District’s Engineer. Mr. Collins provided the Board with a brief report on the status of utility construction within the District.

Next, in connection with the Board’s agenda item regarding action concerning maintenance and improvements to existing facilities, Mr. Collins reported that the developer had drawn his

attention to several drainage channel areas within the District that had become overgrown with vegetation. He noted that Lomas Land Maintenance (“Lomas”) had been contacted to look at these areas, come up with a plan, and provide a quote for the work. Mr. Collins noted that areas of concern included the area at Casa Navarro Drive adjacent to Rowe Lane and at Speidel Drive along the 8-acre lake parallel to Harrier Flight Trail. Mr. Collins stated that he had informed the developer that Aquatic Features, Inc. had been contracted to take care of the ponds at the north and south sides of Speidel Drive and confirmed to the Board that this work had been completed. He noted that Lomas had been authorized to take care of the area at Casa Navarro Drive adjacent to Rowe Lane and noted that he had just received the invoice for this work in the amount of \$11,710. Mr. Monzingo noted that the amount would be paid by the administrator of the project, Lakeside WCID No. 2C, and the remaining Lakeside Districts would reimburse their share of the cost under an existing cost share agreement. Mr. Collins noted that most of the work had been completed with a small portion left remaining due to recent rains in the area.

Mr. Collins noted that the channel that runs along and adjacent to Speidel Drive east of Jakes Hill Road posed some difficulty and requested a separate proposal from Lomas for this work. Mr. Collins informed the Board that he had generated a plan to address and clean up erosion and overgrowth of vegetation in this area that included as-built plans, so that regrading of the area would be to original specification, and had provided his plan to Lomas. He informed that Board that Lomas provided a quote to do the work that came in at \$41,622, a copy of which is attached hereto as Exhibit “B”. He noted that payment for this work would fall under an existing cost share agreement amongst the Lakeside Districts. Mr. Collins recommended that the Board accept the Lomas proposal and authorize that the work be done. After discussion, upon motion by Director English, seconded by Director Twellmann, and unanimously carried, the Board approved the proposal submitted by Lomas for \$41,622, included in Director English’s motion was approval of channel maintenance work associated with invoicing received from Lomas for work at Casa Navarro Drive adjacent to Rowe Lane for \$11,710.

Next, Director Wang requested that Mr. Collins inform the HOA that channel maintenance at these two locations be included in the Lomas landscape maintenance contract. Mr. Collins informed the Board that it was his understanding that the Reserve at West Creek OA (the “Reserve at Westcreek”) has had issues with Lomas and is taking steps to replace Lomas as the landscape contractor responsible for maintaining properties owned by the Reserve at Westcreek. Mr. Collins noted that Lomas had reached out to him to say that they were interested in continuing to maintain all areas owned by the Lakeside Districts including the 44-acre drainage area within the Reserve at Westcreek subdivision. Mr. Collins noted that, in his opinion, Lomas has done a good job in maintaining areas owned by the Lakeside Districts. Mr. Collins informed the Board that he had requested that Lomas provide him with a proposal for landscape maintenance of District owned properties located within Lakeside WCID No. 2D. After discussion, Mr. Collins suggested that the Lakeside Districts might want to engage directly with Lomas for landscape maintenance of all Lakeside District owned properties within the Blackhawk development and remove this responsibility from under the homeowners association’s jurisdiction. After discussion, Mr. Collins stated that he would assume responsibility for generating maps showing all properties owned or maintained by the Lakeside Districts should the Lakeside District Boards wish to proceed down this path.

Next, Mr. Monzingo presented recreational facilities reports from the Associations operating the District's recreational facilities, copies of which are attached hereto as Exhibit "C". Mr. Monzingo noted that the reports from the Park at Blackhawk and Lakeside Homeowners Association (the "HOA") and the Reserve at Westcreek provided brief updates on the status of its current projects. Mr. Monzingo stated that the HOA had provided a quote for the replacement of two ballfield restroom doors, which are original to the building, for \$4,410.99, submitted by JE Services, LLC. Mr. Monzingo stated that the HOA had provided a quote for the replacement of the docks at Harrier Flight Trial, for \$6,635.68, submitted by JE Services, LLC. Mr. Monzingo stated that the HOA had provided a quote for the replacement of the water fountain at the playground located at the Blackhawk Amenity Center that is ADA compliant, and provides a dog bowl at the bottom for pet use, for \$4,095, submitted by Restroom Direct.

Next, Mr. Monzingo stated that the Reserve at Westcreek's report indicated that the flagpole lights are not working due to corroded underground wiring. He informed the Board that the Reserve at Westcreek had obtained a quote of \$2,300 for repairs and a quote for removal and replacement with LED lights that would include a 5-year warranty for \$2,700. He stated that the Reserve at Westcreek would prefer to remove and replace the lights. Mr. Monzingo stated that the Reserve at Westcreek had been unable to obtain additional bids to resurface the basketball court and would like to proceed with this project under the one and only quote they had obtained of \$5,000. Mr. Monzingo informed the Board that the Reserve at Westcreek is also looking into repairs of the fencing at the tennis court and estimated that repairs could total \$1,100. After discussion, upon motion by Director English, seconded by Director Twellmann, and unanimously carried, the Board approved the HOA's replacement of two ballfield restroom doors for \$4,410.99; the replacement of the docks at Harrier Flight Trial for \$6,635.68; and the replacement of the water fountain at the playground located at the Blackhawk Amenity Center for \$4,095. Director English's motion also included approval of the Reserve at Westcreek's replacement of flagpole lights for \$2,700, the resurfacing of the basketball court for \$5,000, and repair of the fencing at the tennis court estimated at \$1,100.

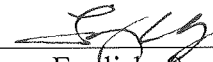
Director Wang stated that the Board would next consider action concerning a funding request from the HOA. Mr. Monzingo requested that the Board table this item in order to allow him an opportunity to review the information provided by the HOA in support of their request. After discussion, the Board postponed action in connection with this item.

Director Wang stated that the Board would next consider the payment of invoices and Bookkeeper's Report. Mr. Monzingo distributed a list of invoices to be paid and quarterly investment report, copies of which are attached hereto as Exhibit "D". Mr. Monzingo requested that the Board void Check No. 2257, payable to Director Bridgefamer, due to his absence from the meeting. After discussion, upon motion by Director English, seconded by Director Stratton, and unanimously carried, the Board approved the payment of invoices, as presented.

After discussion, there being no further business and upon motion made by Director English, seconded by Director Twellmann, and unanimously carried, the meeting was adjourned at 6:22 p.m. until further call.

PASSED, APPROVED AND ADOPTED THIS 14th day of January, 2020.





Larry English, Secretary