

MINUTES  
BRAZORIA COUNTY MUNICIPAL UTILITY DISTRICT NO. 36

November 14, 2024

The Board of Directors (the “Board”) of Brazoria County Municipal Utility District No. 36 (the “District”) met in regular session, open to the public, on the 14<sup>th</sup> day of November, 2024, at the offices of Allen Boone Humphries Robinson LLP, 3200 Southwest Freeway, Suite 2600, Houston, Texas, outside the boundaries of the District, and the roll was called of the members of the Board:

Mark Nokelby	President
Emma Delgado	Vice President
Esther Flores	Secretary
Kimberly Stevens	Assistant Vice President
Paul Torres	Assistant Secretary

and all of the above were present, thus constituting a quorum.

Also attending the meeting were Loren Morales of Rathmann & Associates, L.P.; Jorge Diaz of McLennan & Associates, L.P.; Monica Saucedo of Assessments of the Southwest, Inc.; Todd A. Elston of R. G. Miller Engineer’s, Inc.; Ryan Haynes of Environmental Allies; Danae Dehoyos of Touchstone District Services; Eric Ungar of Skymark Development Company, Inc.; and Heather Kelly and Kathryn Easey of Allen Boone Humphries Robinson LLP (“ABHR”).

PUBLIC COMMENTS

There were no public comments received by the Board.

APPROVE MINUTES

The Board considered approving the minutes of the October 10, 2024, regular meeting. Following review and discussion, Director Flores moved to approve the October 10, 2024, regular meeting minutes, as presented. Director Torres seconded the motion, which passed unanimously.

FINANCIAL AND BOOKKEEPING MATTERS

Mr. Diaz reviewed the bookkeeper’s report with the Board, a copy of which is attached. Following review and discussion, Director Nokelby moved to approve the bookkeeper’s report and payment of the bills. Director Torres seconded the motion, which passed unanimously.

## AMENDMENT TO AGREEMENT FOR BOOKKEEPING SERVICES

Mr. Diaz presented and reviewed an Amended and Restated Agreement for Services for Bookkeeper (“Agreement”). Following review and discussion, Director Nokelby moved to approve the Agreement and direct that the Agreement be filed appropriately and retained in the District’s official records. Director Stevens seconded the motion, which passed unanimously.

## TAX ASSESSMENT AND COLLECTIONS MATTERS

Ms. Saucedo presented and reviewed the tax report from October, a copy of which is attached, including the delinquent tax roll. Following review and discussion, Director Nokelby moved to approve the tax report and payments to be made from the tax account. Director Torres seconded the motion, which passed unanimously.

## ANNUAL REPORT

Ms. Kelly stated that, as part of the District’s continuing disclosure obligations, the District is required to file its audit with the Municipal Securities Rulemaking Board through the Electronic Municipal Market Access System, pursuant to SEC Rule 15c2-12. Following review and discussion, Director Nokelby moved to approve the Annual Report and direct that the Annual Report be filed appropriately and retained in the District’s official records. Director Stevens seconded the motion, which passed unanimously.

## ANNUAL REVIEW OF PROCEDURES FOR CONTINUING DISCLOSURE COMPLIANCE

The Board reviewed the District’s procedures for continuing disclosure compliance. Ms. Kelly stated that no changes are required at this time.

## ENGINEERING MATTERS

Mr. Elston presented and reviewed the engineer’s report, a copy of which is attached, and updated the Board on the status of ongoing projects as noted in his report.

Director Nokelby stated he attended the City of Alvin’s City Council meeting held on November 7, 2024, and addressed the Council regarding an acceleration lane for Kendall Lakes Section 12. Discussion ensued regarding the status of the Kendall Lakes Section 12 plat and development by Friendswood Development Company.

## \$3,600,000 UNLIMITED TAX BONDS, SERIES 2024

Mr. Morales presented and reviewed a summary of the bids received for the sale of the District’s \$3,600,000 Unlimited Tax Bonds, Series 2024 (the “Bonds”), a copy of

which is attached. He stated the low bid submitted by SAMCO Capital Markets ("SAMCO") with a net effective interest rate of 4.500720% was reviewed and all numbers checked, and everything was found to be correct and consistent with the conditions in the Notice of Sale. Mr. Morales recommended that the District accept the bid of SAMCO for the Bonds as submitted.

Mr. Morales presented and reviewed a credit opinion from Moody's Investors Service relating to the Bonds, a copy of which is attached.

The Board next considered adopting the Resolution Authorizing the Issuance of the District's Bonds (the "Resolution"). Ms. Kelly presented and reviewed the proposed Resolution with the Board, which included explanation that the documents set forth the terms and provisions of issuance and delivery of the Bonds, the payment of principal and interest over the life of the Bonds, and certain District covenants regarding continuing disclosure and the tax-exempt status of the Bonds.

The Board next considered execution of the Paying Agent/Registrar Agreement with The Bank of New York Mellon Trust Company, N.A. Ms. Kelly reviewed the agreement and the provisions by which the paying agent/registrar will handle registration, transfer, and payment of the District's Bonds.

The Board next considered approving the Official Statement for the Bonds. Ms. Kelly explained that the Preliminary Official Statement would be revised to reflect the terms of this sale, including the purchaser, interest rates, and debt service requirements.

Ms. Kelly presented and reviewed the Certificate Regarding Provision of Financial Advice certifying that ABHR has not provided financial advice to the Board concerning the issuance of the Bonds and that the Board has relied on the municipal advisor, Rathmann & Associates, L.P., for financial advice.

Ms. Kelly next explained that there will be various documents related to delivery of the Bonds requiring execution by the directors prior to closing. She requested the Board authorize the Board of Directors to execute documents necessary in connection with the transaction and authorize the District's attorney and financial advisor to take all necessary action to deliver the Bonds to the purchaser.

Ms. Kelly stated that payment is required by the Texas Attorney General for review of the transcript for the Bonds. The Board considered approving the payment to the Attorney General relating to bond issue transcript review.

Ms. Kelly reviewed an Amendment to the District's Information Form, which she stated reflects the updated total amount of bonds sold by the District, and will be filed with the Texas Commission on Environmental Quality ("TCEQ") and recorded in the official property records of Brazoria County.

Mr. Elston reported that the pre-purchase inspection by the TCEQ was completed and that no deficiencies were identified.

Following review and discussion, Director Nokelby moved to (1) award the sale of the Bonds to SAMCO with a net effective interest rate of 4.500720%; (2) adopt the Resolution; (3) approve the Paying Agent/Registrar Agreement; (4) approve the Official Statement; (5) approve the Certificate Regarding Provision of Financial Advice; (6) authorize the Board of Directors to sign all documents relating to the bond sale and authorize the attorney and financial advisor to take all necessary action to deliver the Bonds; (7) approve payment to the Attorney General relating to bond issue transcript review; and (8) adopt the Amendment to Information Form and direct that it be filed with the TCEQ, recorded in the official property records of Brazoria County, and retained in the District's records. Director Flores seconded the motion, which passed unanimously.

#### DEEDS, EASEMENTS, AND CONSENTS TO ENCROACHMENT, AND ABANDONMENT OF EASEMENTS

There was no discussion on this agenda item.

#### REPORT ON MAINTENANCE OF DISTRICT FACILITIES

Mr. Haynes reviewed a detention maintenance report with the Board, a copy of which is attached.

Mr. Haynes discussed erosion on the northeast and north side of the District's south detention basin and on the south bank of the District's north detention basin. He reviewed a proposal prepared by Environmental Allies in the amount of \$74,053.42 to install Flexamat Plus erosion system across the identified slopes. Mr. Haynes also recommended implementing fall and spring overseeding every year to help prevent erosion and reviewed the projected increase to the annual maintenance budget for the overseeding program. Mr. Haynes also stated his operations team took soil samples and recommended amendments to the soil. Discussion ensued.

#### SECURITY MATTERS

Ms. Kelly reported the Flock Safety security cameras at the entrance and exit to the District are in service. She stated Flock Safety is coordinating with the Alvin Police Department to provide quarterly security reports to the District.

#### DISTRICT WEBSITE MATTERS

Ms. Dehoyos reviewed a communications report related to the District's website, a copy of which is attached.

RESOLUTION ESTABLISHING ADDRESSES AND METHODS FOR TEXAS PUBLIC INFORMATION ACT REQUESTS

Ms. Kelly reviewed with the Board a memorandum regarding designating addresses and methods for receipt of requests for public information under the Texas Public Information Act ("TPIA Requests"), a copy of which is attached. The Board considered designating a mailing address and an email address and approving other methods for receipt of TPIA Requests, pursuant to Section 552.234 of the Texas Government Code. After review and discussion, Director Flores moved to (1) adopt a Resolution Establishing Addresses and Methods for Texas Public Information Act Requests ("Resolution") to (a) designate the address of the District's official office as the mailing address and bra036@txdistricts.info as the email address for receipt of TPIA Requests to the District, and (b) direct that the designated addresses and methods be printed on the sign displayed by the District under Section 552.205, Texas Government Code; and (2) direct the Resolution to be filed appropriately and retained in the District's official records. Director Nokelby seconded the motion, which passed unanimously.

REPORT REGARDING DEVELOPMENT IN THE DISTRICT

Ms. Kelly discussed amending and restating the Financing and Reimbursement Agreements for Water, Sewer, and Drainage (the "Amended and Restated Agreements") with Skymark Development Company, Inc., JNC Development Company, Inc., and Duechelli, LLC, to include additional statutory verifications, if needed. Following review and discussion, Director Nokelby moved to approve the Amended and Restated Agreements, as discussed. Director Delgado seconded the motion, which passed unanimously.

PARK PROJECTS AND UTILIZATION OF OPEN SPACE AND RECREATIONAL MATTERS

The Board discussed the proposed park projects in the District and requested that a proposal for concrete trails be presented at the next meeting for review.

There being no further business to come before the Board, the Board concurred to adjourn the meeting.



Secretary, Board of Directors



(SEAL)

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