

**WOOD TRACE MUNICIPAL UTILITY DISTRICT NO. 1,  
OF MONTGOMERY COUNTY, TEXAS  
NOTICE OF PUBLIC MEETING**

Notice is hereby given to all interested members of the public that the Board of Directors of the above-captioned District will hold a regular public meeting at 1300 Post Oak Boulevard, Suite 2500, Houston, Harris County, Texas, 77056, said address being a meeting place of the District. The meeting will be held on **Tuesday, April 12, 2022, at 9:00 a.m.**

The Board shall consider and/or act on the following matters:

1. Public comments;
2. Approval of minutes of the meeting of the Board of Directors held March 8, 2022;
3. Consider the following related to issuance of the District's Unlimited Tax Refunding Bonds, Series 2022 (the "Refunding Bonds"):
  - (a) review Financial Advisor's proposed Plan of Financing;
  - (b) establish parameters for sale of Refunding Bonds pursuant to Texas Government Code, Section 1207.007, and authorize the District's consultants to proceed with the preparation of a final Plan of Financing and Pricing Certificate in connection with the Refunding Bonds;
  - (c) approval and execution of an Order authorizing the issuance of the Refunding Bonds, including delegation of authority pursuant to Texas Government Code Section 1207.007;
  - (d) approval of form of Bond Purchase Agreement;
  - (e) engagement of Special Tax Counsel; adoption of the Resolution Approving Contingent Fee Contract for Legal Services pursuant to Exhibit A attached hereto;
  - (f) designation of Paying Agent/Registrar, approval of execution of Paying Agent/Registrar Agreement;
  - (g) designation of Escrow Agent and approval of execution of an Escrow Agreement;
  - (h) designation of Verification Agent;
  - (i) approval of Preliminary Official Statement in connection with the issuance of the Refunding Bonds and authorize distribution of same; and authorize the completion and distribution of a Final Official Statement;
  - (j) authorize subscription for and purchase of U.S. Government securities or open market securities in connection with the issuance of the Refunding Bonds, if applicable;
  - (k) authorize bookkeeper to make payment for Attorney General's fees;
  - (l) authorize execution of various additional documentation for inclusion in the transcript of proceedings to be submitted to the Attorney General of the State of Texas;
  - (m) authorize execution of Pricing Certificate and Bond Purchase Agreement relative to the Refunding Bonds;
  - (n) authorize disbursement of bond proceeds relative to the Refunding Bonds;
  - (o) authorize execution of closing documentation relative to the Refunding Bonds;
  - (p) authorize execution and filing of Internal Revenue Service reporting forms relative to the Refunding Bonds; and
  - (q) authorize District's disclosure counsel to file material events notice relative to bonds to be refunded by the Refunding Bonds; and


such other matters and take any other necessary action relating to the issuance of the Refunding Bonds;

4. Bookkeeper's Report, including financial investment reports and authorizing the payment of invoices presented; preparation of enhanced bookkeeping reports by Municipal Financial Services, LLC;
5. Tax Assessor-Collector's Report, including authorizing payment of invoices presented and approving moving of accounts to uncollectible roll;
6. Report and legal action taken by the District's delinquent tax collections attorney, including authorizing foreclosure proceedings, installment agreements, and the filing of proofs of claim;
7. Adoption of Resolution Authorizing an Additional Penalty on Delinquent Real Property Taxes and authorize the delinquent tax attorney to pursue the collection of delinquent real property taxes beginning July 1, 2022, including the filing of lawsuits, as necessary;
8. Engineering Report, including:
  - (a) Authorizing the design, advertisement for bids and/or award of construction contracts or concurrence in the award of a contract for the construction of facilities within the District, and/or ratification of same, and authorize acceptance of TEC Form 1295;
  - (b) Status of construction contracts, including the approval of any pay estimates, change orders and/or acceptance of facilities for operation and maintenance purposes, including:
    - i) Construction of water, sanitary sewer, and drainage facilities to serve Wood Trace, Section 10 by TexasSite, LLC; and
    - ii) Expansions of Wastewater Treatment Plant and Lift Station No. 1 by Gilleland Smith Construction, Inc.;
  - (c) Acceptance of site and/or easement conveyances for facilities constructed or to be constructed for the District;
  - (d) Acceptance of conveyances of utility facilities;
  - (e) Status of Decker Lake Dam, Decker Dry Detention Dam and Goodson Branch Dam safety repairs pursuant to TCEQ Dam Safety Inspection Reports and authorize any action necessary in connection with same, including:
    - i) Status of Emergency Action Plan and Operation and Maintenance Plan for Decker Lake Dam filed with the TCEQ on behalf of the District; and
  - (f) Status of roadway repairs within the District by Beyer Construction, LLC;
9. Status of preparation of Bond Application Report(s) for the District's Unlimited Tax Bonds, Series 2022A and Unlimited Tax Park Bonds, Series 2022B (the "Bonds"), including adoption of Order(s) Authorizing Application(s) to TCEQ for Approval of Project and Bonds;
10. Storm Water Management Program for the District;
11. Developer's Report;

12. Kudela & Weinheimer, landscape architect report, including:
  - (a) Authorizing the design, advertisement for bids and/or award of construction contracts or concurrence in the award of a contract for the construction of landscape facilities within the District and authorize acceptance of TEC Form 1295;
  - (b) Status of construction contracts, including the approval of any pay estimates, change orders and/or acceptance of facilities for maintenance purposes;
  - (c) Acceptance of site and/or easement conveyances for facilities constructed or to be constructed for the District; and
  - (d) Acceptance of conveyances of recreational facilities;
  
13. Report from Environmental Allies, including authorizing the repair and maintenance of District facilities;
  
14. Operator's Report, including:
  - (a) Authorizing the repair and maintenance of District facilities;
  - (b) Compliance with District's water and waste discharge permits;
  - (c) Appeals of District charges;
  - (d) Refer accounts for collection and approve write-offs;
  - (e) Discussion regarding emergency preparedness plan, and take any action necessary or appropriate in connection therewith;
  - (f) Status of filing water conservation plan annual implementation report;
  - (g) Authorize operator to prepare draft Consumer Confidence Report for review by Board of Directors; and
  - (h) Operator's annual report regarding status of the District's Identity Theft Prevention Program ("Program"), including discussion of Program compliance, staff training, effectiveness and suggested changes;
  
15. Issuance of utility commitments;
  
16. Attorney's Report; and
  
17. Matters for possible placement on future agendas.



SCHWARTZ, PAGE & HARDING, L.L.P.

By:   
 Bryan T. Yeates  
 Attorneys for the District

***Persons with disabilities who plan to attend this meeting and would like to request auxiliary aids or services are requested to contact the District's attorney at (713) 623-4531 at least three business days prior to the meeting so that appropriate arrangements can be made.***

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**WOOD TRACE MUNICIPAL UTILITY DISTRICT NO. 1,  
OF MONTGOMERY COUNTY, TEXAS  
NOTICE OF CONTINGENT FEE ENGAGEMENT OF SPECIAL TAX COUNSEL**

Pursuant to Texas Government Code Section 2254.1036, notice is hereby given that the Board of Directors of Wood Trace Municipal Utility District No. 1, of Montgomery County, Texas (the "District"), at the public meeting described in the Notice of Public Meeting to which this Exhibit is attached, shall consider the engagement of McCall, Parkhurst & Horton L.L.P. (the "Firm") to serve as Special Tax Counsel for a contingent fee. In support thereof, the Firm offers the following:

- (A) The Firm is proposing to perform legal services for the purpose of providing legal representation to the District in the areas of federal tax law relating to the exemption of interest from federal income taxation on governmental public securities in the form of refunding bonds. The purpose of issuing such refunding bonds is to create a cost savings related to previously issued bonds of the District.
- (B) The Firm is a well-qualified law firm with more than 100 years of experience and has represented numerous entities similar to the District in matters related to the refunding of municipal bonds.
- (C) The Firm has no relationship with the District or its Board members other than its position as Special Tax Counsel. The District has engaged the Firm as Special Tax Counsel for each of its prior issuances of refunding bonds based on the Firm's reputation as a specialist in the area.
- (D) Special Tax Counsel services are highly specialized legal services involving complex regulatory guidance. While the District's Bond Counsel effectuates the issuance of District bonds, the Firm possesses expertise with the intricacies of federal tax law which are outside the scope of Bond Counsel's engagement, and industry standards necessitate the engagement of Special Tax Counsel.
- (E) The Firm's compensation is contingent upon the issuance and from proceeds of the sale of the refunding bonds. It is the industry standard for the fees of Special Tax Counsel, and many other types of legal and financial counsel associated with an offering of municipal securities, to be provided on a contingent basis.
- (F) This contingent fee contract is in the best interest of the District's residents because the arrangement allows the District to have certainty of its costs prior to the issuance of such bonds, which allows it to size its bonds with greater certainty. This arrangement also allows the District to preserve its right to discontinue the issuance of such refunding bonds for any reason without expending any costs related to the Firm's services as Special Tax Counsel.