

MINUTES  
WALLER COUNTY MUNICIPAL UTILITY DISTRICT NO. 37

September 12, 2024

The Board of Directors (the "Board") of Waller County Municipal Utility District No. 37 (the "District") met in regular session, open to the public, on the 12th day of September, 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:

Matthew C. Deal	President
Mark Witcher	Vice President
Brian Welch	Secretary
Leigh Ellis III	Assistant Secretary
David Moriniere	Assistant Vice President

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

Also attending the meeting were Tim Applewhite of McGrath & Co., PLLC ("McGrath"); Stephen Eustis of Robert W. Baird & Co. Incorporated; Blair Bozoarth of Quiddity Engineering, LLC ("Quiddity"); Tracey Scott of Myrtle Cruz, Inc. ("Myrtle Cruz"); Dana Hollingsworth of Municipal District Services ("MDS"); Patty Rodriguez of Bob Leared Interests; and Greer Pagan, Audrey Briscoe, and Merry Heyne of Allen Boone Humphries Robinson LLP ("ABHR").

PUBLIC COMMENTS

There were no comments from the public.

APPROVE MINUTES

The Board considered approving the minutes of the August 8, 2024, regular meeting. After review and discussion, Director Welch moved to approve the minutes, as presented. Director Moriniere seconded the motion, which passed unanimously.

SECURITY MATTERS

The Board reviewed a security patrol report previously provided by On-Site Protection LLC, a copy of which is attached.

DEVELOPER REIMBURSEMENT REPORT FOR UNLIMITED TAX BONDS, SERIES 2024

Mr. Applewhite presented and reviewed a developer reimbursement report for reimbursable amounts due to District developers from the District's Series 2024

Unlimited Tax Bond issue. After review and discussion, Director Welch moved to approve the developer reimbursement report. Director Moriniere seconded the motion, which passed unanimously.

#### FINANCIAL AND BOOKKEEPING MATTERS

Ms. Scott presented and reviewed the bookkeeper's report, investment report, and the bills presented for payment from the District's accounts. After review and discussion, Director Welch moved to (1) approve the bookkeeper's report and the checks presented for payment; and (2) authorize disbursement of the bond proceeds as provided in the developer reimbursement report. Director Moriniere seconded the motion, which passed by unanimous vote. A copy of the bookkeeper's report is attached.

#### AMEND BUDGET FOR FISCAL YEAR END APRIL 30, 2025

This agenda item was deferred until the next Board meeting.

#### TAX ASSESSMENT AND COLLECTION MATTERS

Ms. Rodriguez presented and reviewed the tax assessor/collector's report, a copy of which is attached. Following review and discussion, Director Welch moved to approve the tax assessor/collector's report. Director Moriniere seconded the motion, which was approved by unanimous vote.

#### DISCUSS 2024 TAX RATE, SET PUBLIC HEARING DATE, AND AUTHORIZE NOTICE OF PUBLIC HEARING REGARDING ADOPTION OF TAX RATE

The Board considered the District's 2024 tax rate. Mr. Eustis presented a tax rate analysis of the recommended District tax rate, a copy of which is attached. Discussion ensued and the Board determined to publish notice of the 2024 tax rate at \$1.50 per \$100 of assessed valuation, with \$0.27 allocated to utility debt service, \$0.43 allocated to maintenance and operations, \$0.24 allocated to road debt service, and a contract tax rate of \$0.56 per \$100 of assessed valuation. The Board then discussed the two-step process for setting the District's tax rate.

Following review and discussion, Director Welch moved to (1) set a public hearing date to adopt the tax rate on October 10, 2024; and (2) authorize the tax assessor/collector to publish notice of the tax hearing on October 10, 2024, and to set the proposed 2024 total tax rate of \$1.50 per \$100 of assessed valuation. Director Moriniere seconded the motion, which passed unanimously.

proposed 2024 total tax rate of \$1.50 per \$100 of assessed valuation. Director Moriniere seconded the motion, which passed unanimously.

OPERATION OF DISTRICT FACILITIES; HEARING ON TERMINATION OF WATER AND SEWER SERVICE TO DELINQUENT CUSTOMERS AND AUTHORIZE TERMINATION OF SERVICE

Ms. Hollingsworth presented and reviewed the operator’s report, a copy of which is attached.

Ms. Hollingsworth requested authorization to write off 3 uncollectable accounts totaling \$525.63 and send them to a collection agency.

Ms. Hollingsworth then presented a list of delinquent customers to the Directors and reported the residents on the termination list were delinquent in payment of their water and sewer bills and were given written notification, in accordance with the District’s Rate Order, prior to the meeting of the opportunity to appear before the Board of Directors to explain, contest, or correct their bills and to show why utility services should not be terminated for reason of non-payment.

After review and discussion, Director Welch moved to (1) approve the operator’s report; (2) authorize MDS to write off 3 uncollectable accounts totaling \$525.63 and send them to a collection agency; and (3) authorize termination of delinquent accounts in accordance with the District’s Rate Order and direct that the delinquent customer list be filed appropriately and retained in the District’s official records. Director Moriniere seconded the motion, which passed by unanimous vote.

ENGINEERING MATTERS; DEEDS, EASEMENTS, ENCROACHMENT AGREEMENTS, WAIVERS OF SPECIAL APPRAISAL, AND PLAT MATTERS

Mr. Bozoarth updated the Board on engineering matters in the District, as reflected in Quiddity’s report.

Mr. Bozoarth updated the Board on the Sunterra Section 32 Waller County Punch Lists. He requested approval to pay Bay Paving in the amount of \$13,400.00 for the non-warranty punch repair invoice.

Mr. Bozoarth updated the Board on the Sunterra Section 20 Waller County Punch Lists. He requested approval to pay Triple B in the amount of \$300.00 for the non-warranty punch repair invoice.

Mr. Bozoarth presented and reviewed a revised schedule of reimbursable expenses for the agreement between the District and Quiddity.

agreement between the District and Quiddity. Director Moriniere seconded the motion, which passed by unanimous vote.

#### SERIES 2024 UNLIMITED TAX ROAD BONDS

##### REVIEW BIDS AND AWARD SALE OF THE DISTRICT'S \$7,705,000 UNLIMITED TAX ROAD BONDS, SERIES 2024

Mr. Eustis stated that the Board received six bids for the District's \$7,705,000 Unlimited Tax Road Bonds, Series 2024 (the "Series 2024 Road Bonds"). He reviewed the bid results, a copy of which is attached. Mr. Eustis stated that good faith checks were submitted by all of the bidders as required. The Board considered awarding the sale of the Series 2024 Road Bonds. Mr. Eustis stated he verified the accuracy of the bids and recommended that the Board accept the bid with the lowest net effective interest rate of 4.179104%, submitted by SAMCO Capital Markets-Dallas, TX ("SAMCO"). A copy of the accepted bid from SAMCO is attached.

##### RESOLUTION AUTHORIZING THE ISSUANCE OF THE DISTRICT'S \$7,705,000 UNLIMITED TAX ROAD BONDS, SERIES 2024

The Board considered adopting a Resolution Authorizing the Issuance of the Series 2024 Road Bonds (the "Resolution").

#### PAYING AGENT/REGISTRAR AGREEMENT

The Board then considered approving a Paying Agent/Registrar Agreement between the District and Regions Bank.

#### OFFICIAL STATEMENT

Mr. Eustis stated that the Preliminary Official Statement will be updated to reflect the terms of the bond sale.

#### CERTIFICATE REGARDING PROVISION OF FINANCIAL ADVICE

Mr. Pagan presented and reviewed with the Board a Certificate Regarding Provision of Financial Advice stating that the Board has relied on its financial advisor, Robert W. Baird, for financial advice concerning the issuance of the Bonds.

AUTHORIZE THE BOARD OF DIRECTORS TO SIGN ALL DOCUMENTS RELATING TO THE BOND SALE AND AUTHORIZE ATTORNEY AND FINANCIAL ADVISOR TO TAKE ALL NECESSARY ACTION TO DELIVER BONDS TO THE PURCHASER

Mr. Pagan stated that it will be necessary for the Vice President and Secretary of the Board to sign certain documents relating to the sale of the Series 2024 Road Bonds, and for the attorney to submit a transcript of the bond proceedings to the Attorney General of Texas. He added that the financial advisor also will take necessary action in connection with the delivery of the bonds to the purchaser.

PAYMENT TO ATTORNEY GENERAL RELATING TO BOND ISSUE TRANSCRIPT REVIEW

Mr. Pagan stated the District will need to submit a payment to the Texas Attorney General related to bond issue transcript review in the amount of \$7,705 for the Series 2024 Road Bonds.

EXECUTION OF AMENDMENT TO INFORMATION FORM

Mr. Pagan also stated that the Texas Water Code requires the District to file an Amendment to the Information Form with Waller County and the TCEQ in order to reflect the bonds issued by the District. He then reviewed the Amendment to the Information Form with the Board.

After review and discussion, Director Welch moved to (1) award the sale of the Series 2024 Road Bonds to SAMCO, whose bid contained the lowest net effective interest rate of 4.179104%; (2) adopt the Resolution and direct that it be filed appropriately and retained in the District's official records; (3) approve the Paying Agent/Registrar Agreement between the District and Regions Bank, and direct that it be filed appropriately and retained in the District's official records; (4) approve the Official Statement for the Series 2024 Road Bonds; (5) approve the Certificate Regarding Provision of Financial Advice related to the Series 2024 Road Bonds and direct that it be filed appropriately and retained in the District's official records; (6) authorize the Vice President and Secretary to sign the documents relating to the bond sale and authorize the attorney and financial advisor to take all necessary action to deliver the bonds to the purchaser; (7) approve payment to the Texas Attorney General in the amount of \$7,705; and (8) authorize execution of the Amendment to Information Form and direct that it be filed appropriately and retained in the District's official records. Director Moriniere seconded the motion, which passed by unanimous vote.


PARK AND RECREATIONAL FACILITIES MATTERS

There was no discussion on this agenda item.

REPORT ON DEVELOPMENT

There was no discussion on this agenda item.

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

*Asst.*   
Secretary, Board of Directors

(SEAL)



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