

HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 569

Minutes of the Meeting of Board of Directors January 8, 2024

The Board of Directors (the "Board") of Harris County Municipal Utility District No. 569 (the "District") met in regular session, open to the public, on January 8, 2024, in accordance with the duly posted Notice of Public Meeting, and the roll was called of the duly constituted members of the Board, as follows:

Jason Schultz, President
Nicholas Luton, Vice President
Blakely Norris, Secretary
David Jezierski, Assistant Secretary
Julia Pecina, Assistant Secretary

all of whom were present, except Director Jezierski, thus constituting a quorum.

Also present were: Blair Bozoarth of Quiddity Engineering, LLC ("Quiddity"); Shamar O'Bryant on behalf of Astro Sunterra, L.P. ("Astro Sunterra"); Jennifer Abad of Municipal Accounts & Consulting, L.P. ("MA&C"); David Wood of Robert W. Baird & Co., Inc. ("Baird"); Dana Hollingsworth of Municipal District Services, LLC ("MDS"); Patty Rodriguez of BLICO, Inc., dba Bob Leared Interests ("BLICO"); Trey Patronella of Kudela & Bernheimer ("K&W"); Tyler Miller of KGA DeForest Design, LLC ("KGA"); and Christina Cole and Jenny Johnson of Schwartz, Page & Harding, L.L.P. ("SPH").

The President called the meeting to order and declared it open for such business as might regularly come before the Board.

PUBLIC COMMENTS

There were no comments from members of the public.

MINUTES

The Board considered the minutes of its meeting held on December 11, 2023. After discussion regarding the minutes previously forwarded for review, it was moved by Director Norris, seconded by Director Luton and unanimously carried, that said minutes be approved, as written.

\$4,520,000 UNLIMITED TAX ROAD BONDS, SERIES 2023

Ms. Cole reported that the District's \$4,520,000 Unlimited Tax Road Bonds, Series 2023 successfully closed on Thursday, December 14, 2023.

\$1,565,000 BOND ANTICIPATION NOTE, SERIES 2023

The Board next considered the status of the District's \$1,565,000 Bond Anticipation Note, Series 2023. In connection therewith, Ms. Cole advised that the closing of the transaction occurred on Monday, December 18, 2023.

TAX ASSESSOR-COLLECTOR'S REPORT

Ms. Rodriguez presented to and reviewed with the Board a written Tax Assessor-Collector Report ("TAC Report"), for the period ended December 31, 2023, including the disbursements presented therein for payment from the District's tax account, a copy of which TAC Report is attached hereto as **Exhibit A**. After discussion, on motion made by Director Norris, seconded by Director Luton and unanimously carried, the Board approved the TAC Report and authorized the payments listed therein.

RESOLUTION CONCERNING EXEMPTIONS FROM TAXATION

Ms. Cole outlined for the Board the various tax exemptions available for the District, including the exemptions provided for by Article VIII, Section 1-b of the Texas Constitution, and Section 11.13 of the Tax Code, as amended. She advised that under said provisions, the District may provide for the exemption of up to 20% (but not less than \$5,000, if granted) of the market value of residential homestead improvements for the year 2024, and the District may also exempt residential homesteads of persons who are under a disability for purposes of payment of disability insurance benefits under the Federal Old Age, Survivors and Disability Insurance Act, or its successor, or persons sixty-five years of age or older from ad valorem taxes levied by the District during the calendar year 2024, and, if any such exemptions are granted, they must be for not less than \$3,000 of the market value of such homesteads. After further discussion of the matter, Director Norris moved that the District (a) not grant the residential homestead exemption and (b) not grant an exemption for persons under a disability or sixty-five years of age or older from ad valorem taxes levied by the District during the calendar year 2024, and that the Resolution attached hereto as **Exhibit B** relative to same be approved and adopted by the Board and District. Director Pecina seconded said motion, which unanimously carried.

RESOLUTION ADOPTING LIST OF QUALIFIED BROKERS AUTHORIZED TO ENGAGE IN INVESTMENT TRANSACTIONS WITH THE DISTRICT

The Board considered adopting a list of qualified brokers authorized to engage in investment transactions with the District. Ms. Cole advised that pursuant to the Public Funds Investment Act, the Board is required to review such list at least annually. She presented and reviewed with the Board the attached Resolution Adopting List of Qualified Brokers Authorized to Engage in Investment Transactions with the District, and a list of financial institutions, brokers and dealers attached thereto, together with a comparison of the list submitted and the list previously adopted by the Board, copies of which are attached hereto as **Exhibit C**. Ms. Cole further noted that the broker list presented is a list of potential institutions with which the District may engage in investment transactions compiled with the input of the District's Investment Officer, but it is ultimately the Board's decision as to where the District's funds are actually placed. After

discussion, Director Norris moved that: (i) the attached Resolution Adopting List of Qualified Brokers Authorized to Engage in Investment Transactions with the District be approved by the Board and the District, and (ii) that the President and Secretary be authorized to execute same. Director Luton seconded said motion, which unanimously carried.

RESOLUTION AUTHORIZING AN ADDITIONAL PENALTY ON DELINQUENT PERSONAL PROPERTY TAXES

The Board considered the adoption of a Resolution Authorizing an Additional Penalty on Delinquent Personal Property Taxes, a copy of which is attached hereto as **Exhibit D**. Ms. Cole advised that the Board is authorized pursuant to Section 33.11 of the Texas Tax Code, as amended, to impose, under certain conditions, 60 days after the date the taxes become delinquent, an additional penalty not to exceed twenty percent (20%) of the total taxes, penalty and interest due the District on personal property taxes that remain delinquent as of said 60th day, as more fully described in said Resolution. After discussion, it was moved by Director Norris, seconded by Director Luton and unanimously carried, that the Resolution Authorizing an Additional Penalty on Delinquent Personal Property Taxes be adopted by the Board, and that Perdue, Brandon, Collins & Mott, PLLC, the District's delinquent tax attorneys, be authorized to proceed with the collection of the District's 2023 delinquent personal property accounts following proper notice as provided in said Resolution, including the filing of lawsuits, as necessary.

SPECIAL PURPOSE DISTRICT PUBLIC INFORMATION DATABASE

Ms. Cole reminded the Board that, pursuant to provisions of Chapter 403, Texas Government Code, and Chapter 203, Texas Local Government Code, the District is required to submit information to the Texas Comptroller of Public Accounts (the "Comptroller") for inclusion in a Special Purpose District Public Information Database. Following discussion, Director Norris moved, Director Luton seconded, and it was unanimously carried, that the District's auditor, FORVIS, LLP, be authorized to prepare the required information and submit same to the Comptroller for inclusion in the Special Purpose District Information Database.

OPERATOR'S REPORT

Ms. Hollingsworth presented to and reviewed with the Board the Operations Report dated January 8, 2024, a copy of which is attached hereto as **Exhibit E**. She noted that no Board action was required in connection with the Operations Report at this time.

ENGINEERING REPORT

Mr. Bozoarth presented to and reviewed with the Board an Engineering Report dated January 8, 2024, a copy of which is attached hereto as **Exhibit F**, relative to the status of various engineering and construction projects within the District. Upon review, Director Norris moved that the Board approve: (i) Pay Estimate No. 2 in the amount of \$440,762.40 from A&M Contractors, Inc. for construction of paving facilities serving Sunterra Section 51; and (ii) Pay Estimate No. 3 in the amount of \$199,670.42 from A&M Contractors, Inc. for construction of paving facilities serving Sunterra Section 52. Director Luton seconded said motion, which

unanimously carried.

BOND APPLICATION REPORT FOR PROPOSED ISSUANCE OF UNLIMITED TAX BONDS, SERIES 2024 ("SERIES 2024 BONDS")

Regarding the District's Bond Application Report No. 1 (the "BAR") in connection with the proposed issuance of the District's Series 2024 Bonds, Mr. Bozoarth reported that the BAR is currently in the technical review process at the Texas Commission on Environmental Quality.

LANDSCAPE ARCHITECT REPORTS

Mr. Miller presented to and reviewed with the Board a monthly report prepared by KGA regarding the status of landscape architecture design services for the Sunterra Recreation Center Facility, a copy of which is attached hereto as **Exhibit G**. Following discussion, Director Norris moved to approve the action items requested by KGA for landscape architecture design services for Sunterra Recreational Facility. Director Luton seconded said motion, which unanimously carried.

Mr. Patronella presented to and reviewed with the Board a monthly report prepared by K&W regarding the status of landscape architecture design services for Sunterra Sections 35, 36, 42, 43, 44, 45, 51 and 52, a copy of which report attached hereto as **Exhibit H**. Following discussion, Director Norris moved to approve the action items requested by K&W for landscape architecture design services for Sunterra Sections 35, 36, 42, 43, 44, 45, 51 and 52, including authorize K&W to approve the pay applications and change orders listed in the K&W report. Director Luton seconded said motion, which unanimously carried.

BOOKKEEPER'S REPORT

Ms. Abad then presented to and reviewed with the Board the Bookkeeper's Report, dated January 8, 2024, attached hereto as **Exhibit I**, including the disbursements presented for payment, as prepared by MA&C. After discussion, it was moved by Director Norris, seconded by Director Luton and unanimously carried, that the Bookkeeper's Report be approved and the disbursements identified in the Bookkeeper's Report be authorized for payment.

PUBLIC FINANCE AUTHORITY SPECIAL REVENUE BONDS, SERIES 2023

Ms. Cole next addressed the Board concerning the Wisconsin Public Finance Authority Special Revenue Bonds, Series 2024 (the "2024 Special Revenue Bonds"). In that regard, she advised the Board that the Public Finance Authority (the "PFA"), which is a unit of government and a public body corporate and politic of the State of Wisconsin, will issue its 2024 Special Revenue Bonds, and that the proceeds from the bonds will be disbursed to Astro Sunterra to reimburse Astro Sunterra for existing water, sanitary sewer, drainage, road and recreational projects, and will also be escrowed to pay for the cost of construction of additional water, sanitary sewer, drainage, road and recreational facilities within the District. Ms. Cole reported that, as security, Astro Sunterra will assign all of its future receivables due from the District to the PFA. Ms. Cole then presented to and reviewed with the Board various documentation for approval

by the Board in connection with the Series 2024 Special Revenue Bonds, including: (i) correspondence from the District addressed to the PFA consenting to the transaction in order to satisfy the State of Wisconsin statutes; (ii) correspondence from the District addressed to the PFA regarding the status of the existing Utility Development Agreements by and between the District and Astro Sunterra; (iii) an Acknowledgment, Consent and Indemnity in connection with a Sale and Assignment Agreement by and between Astro Sunterra, the PFA, and UMB Bank, N.A. (as trustee for the PFA); and (iv) a Certificate of the District to acknowledge and/or certify various representations so that Bond Counsel for the PFA can issue an opinion that the Series 2024 Special Revenue Bonds are qualified tax-exempt bonds. Copies of the documentation set forth above are attached hereto as **Exhibit J**. After discussion on the matter, Director Norris moved that: (i) all documentation presented by Ms. Cole in connection with the Series 2024 Special Revenue Bonds be approved and that the President be authorized to execute same on behalf of the Board and the District, to be held in escrow pending the closing on the Series 2024 Special Revenue Bonds tentatively scheduled for February 22, 2024; and (ii) the President be authorized to execute any other documentation required to close the transaction. Director Luton seconded said motion, which unanimously carried.

DEVELOPER'S REPORT

Mr. O'Bryant discussed the status of development within the District.

DISTRICT INSURANCE POLICIES

The Board next discussed the renewal of the District's insurance policies and authorizing the solicitation of proposals for same. Ms. Cole advised the Board that the District's current insurance policies, brokered through McDonald & Wessendorff ("McDonald"), will expire on March 31, 2024. After discussion concerning the various options available to the District, it was moved by Director Norris, seconded by Director Luton and unanimously carried, to authorize SPH to solicit a renewal proposal from McDonald to be reviewed and discussed at the next Board meeting.

SECURITY PATROL REPORT

Ms. Cole presented to and reviewed with the Board the Security Patrol Report prepared by On-Site Services, LLC for the month of December 2023, a copy of which is attached hereto as **Exhibit K**.

ATTORNEY'S REPORT

The Board next considered the Attorney's Report. In connection therewith, Ms. Cole advised the Board that the District is in receipt of an open records request from Real Cost Analytics requesting copies of certain documents related to the construction of the water, sanitary sewer, and drainage facilities to serve Sunterra Sections 57 and 58. She further advised that SPH will provide the requested documents to Real Cost Analytics on behalf of the District. It was noted that no action was required of the Board at this time in connection with said request.

MATTERS RELATED TO MAY 4, 2024 DIRECTORS ELECTION

Ms. Cole reported on issues related to the District's Directors Election (the "Election") to be held on May 4, 2024. In connection therewith, Ms. Cole presented to and discussed with the Board a memorandum prepared by SPH, a copy of which is attached hereto as **Exhibit L**, regarding administering an independent election or participating in the joint election with Harris County (the "County") if the County offers said services. In connection therewith, Ms. Cole advised that the County has not yet decided whether it will administer a joint election with other entities. She further advised that due to timing, SPH recommends that the District call an independent election, but also authorize SPH to notify the County of the District's intent to participate in the joint Election if the County subsequently decides to offer joint election services. Following discussion, it was moved by Director Norris, seconded by Director Luton and unanimously carried that SPH be authorized to notify the County of the District's intent to participate in the joint Election if the County offers joint election services.

ACCESSIBLE VOTING SYSTEM

Ms. Cole noted that if the District administers an independent election, Section 49.111, Texas Water Code, provides an exemption from the requirement to provide certain electronic voting systems at the Election if the District's previous directors election was canceled as uncontested or if fewer than 250 voters voted in the District's previous directors election. Ms. Cole noted that the District is exempt from said requirement because the District's previous directors election was canceled. Following discussion, it was moved by Director Norris, seconded by Director Luton and unanimously carried that SPH be authorized to provide notice of the District's intent not to provide electronic voting systems for said Election by publication in a newspaper of general circulation in an area that includes the District.

SUPPLEMENTAL AGENDA

The Board next considered calling the Election in accordance with the requirements of the Texas Water Code. In connection therewith, Ms. Cole presented the Order Calling Directors Election (the "Order") attached hereto as **Exhibit M** calling the Election to be held on May 4, 2024. It was noted that the terms of office of Directors Luton, Norris and Pecina expire in May of this year. In reviewing the Order with the Board, Ms. Cole advised that the Texas Water Code and the Texas Election Code authorize the Board to designate an agent to perform certain duties in connection with the Election, and that the Order named Jenny Johnson as such agent (the "Election Agent"). Ms. Cole further advised the Board that notice of the Election must be given in accordance with the requirements of the Texas Election Code. Ms. Cole advised the Board that notice of the Election could be given by one or more of the following methods: (i) publishing the notice in a newspaper published in the territory of the District or of general circulation in the District at least ten (10) days before the election, but not more than thirty (30) days before the election; (ii) posting the notice at a public place in each election precinct that overlaps the District at least twenty-one (21) days before the election; or (iii) mailing the notice to each registered voter in the District at least ten (10) days before the election. Following discussion of the options, the Board concurred that notice of the Election be given by posting same at a public place in each election precinct that overlaps the District. After discussion on the matter, Director Norris moved

that said Order be passed and adopted, that the President and Secretary be authorized to execute the Order, and that the Election Agent be authorized and directed to make necessary arrangements for the Election in accordance with the Order. Director Luton seconded said motion, which unanimously carried. Ms. Cole advised the Board that if each candidate whose name is to appear on the ballot is unopposed as of 5:00 p.m. on February 20, 2024, the Board may thereafter cancel the Election in accordance with the Texas Election Code.

The Board considered the establishment of fees to be paid to officials for the Election. Ms. Cole advised the Board that in accordance with the Texas Election Code, the rate of pay for judges and clerks shall be determined by the Board, but shall not be less than the federal minimum wage rate. After discussion on the matter, Director Norris moved that the judges and clerks for the Election, including early voting clerks, be paid \$20.00 per hour. Director Luton seconded said motion, which unanimously carried.

Ms. Cole advised that if the County offers joint election services, the District will need to amend and restate the Order at its next meeting to provide for the conduct of the Election by the County, jointly with elections of other political subdivisions, using County election officials, voting equipment, and polling locations.

FUTURE AGENDA ITEMS

The Board considered items for placement on future agendas. No items were requested to be added to future agendas other than those items discussed hereinabove.

ADJOURNMENT

There being no further business to come before the Board, on motion made by Director Norris, seconded by Director Luton, and unanimously carried, the meeting was adjourned.

(SEAL)


Secretary

LIST OF ATTACHMENTS

- EXHIBIT A Tax Assessor-Collector's Report
- EXHIBIT B Resolution Concerning Exemptions From Taxation
- EXHIBIT C Resolution Adopting List of Qualified Brokers Authorized to Engage in Investment Transactions with the District; Comparison List
- EXHIBIT D Resolution Authorizing an Additional Penalty on Delinquent Personal Property Taxes
- EXHIBIT E Operations Report
- EXHIBIT F Engineering Report
- EXHIBIT G KGA Landscape Architect Report
- EXHIBIT H K&W Landscape Architect Report
- EXHIBIT I Bookkeeper's Report
- EXHIBIT J Copies of Documentation relating to Series 2024 Special Revenue Bonds
- EXHIBIT K Security Patrol Report
- EXHIBIT L Memorandum Regarding Joint Elections with Harris County
- EXHIBIT M Order Calling Directors Election

EXHIBIT A

TAX COLLECTOR'S OATH

Harris Co. MUD # 569

STATE OF TEXAS

COUNTY OF Harris }

BRENDA MCLAUGHLIN, BEING duly sworn, states that she is the Tax Collector for the above named taxing unit and that the foregoing contains a true and correct report, accounting for all taxes collected on behalf of said taxing unit during the month therein stated.

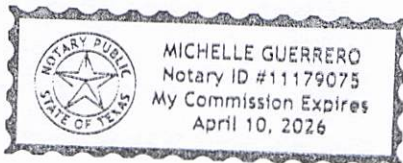
Brenda McLaughlin

BRENDA MCLAUGHLIN

SWORN TO AND SUBSCRIBED BEFORE ME, this 14th day of January, 2024.

Michelle Guerrero
NOTARY PUBLIC, STATE OF TEXAS

(SEAL)



Submitted to Taxing Unit's Governing Body on January 8, 2024.

HARRIS COUNTY M.U.D. #569
TAX ASSESSOR/COLLECTOR'S REPORT

12/31/2023

Taxes Receivable: 8/31/2023	\$	27,963.74	
Reserve for Uncollectables	(	.00)	
Adjustments		<u>.00</u>	\$ <u>27,963.74</u>
Original 2023 Tax Levy	\$	784,578.62	
Adjustments		<u>175,934.17</u>	<u>960,512.79</u>
Total Taxes Receivable			\$ 988,476.53
Prior Years Taxes Collected	\$	27,963.74	
2023 Taxes Collected (1.9%)		<u>18,417.01</u>	<u>46,380.75</u>
Taxes Receivable at: 12/31/2023			\$ <u>942,095.78</u>

2023 Receivables:

Maintenance	565,257.47
Contract	376,838.31

bob leared interests

11111 Katy Freeway, Suite 725
Houston, Texas 77079-2197

Phone: (713) 932-9011
Fax: (713) 932-1150

HARRIS COUNTY M.U.D. #569

	Month of 12/2023	Fiscal to Date 6/01/2023 - 12/31/2023
Beginning Cash Balance	\$ 7,406.20	11,437.11
Receipts:		
Current & Prior Years Taxes	18,413.09	46,380.75
Tax Certificates		140.00
Overpayments	60.23	60.23
TOTAL RECEIPTS	\$ 18,473.32	46,580.98
Disbursements:		
CAD Quarterly Assessment	1,796.00	2,130.00
CAD Cost, Estimate of value		537.80
Publications, Legal Notice		850.90
Transfer to General Fund		25,000.00
Tax Assessor/Collector Fee	500.00	3,500.00
Computer Cost		30.00
Postage/Deliveries	154.36	467.33
Supplies		104.02
Tax Certificates		140.00
Audit Preparation		250.00
Additional Services - BLI		375.00
Records Maintenance		60.00
Copies		634.88
Mileage Expense	6.55	45.85
Check Cost		14.70
Positive Pay	25.00	150.00
SB2 Webpage		330.00
TOTAL DISBURSEMENTS	(\$ 2,481.91)	(34,620.48)
CASH BALANCE AT: 12/31/2023	\$ 23,397.61	23,397.61

HARRIS COUNTY M.U.D. #569

Disbursements for month of January, 2024

Check #	Payee	Description	Amount
	W/T General Fund	1/8/24 Transfer to General Fund	\$ 11,050.20
1023	Landtitle Texas	Refund - due to overpayments	60.23
1024	Bob Leared	Tax Assessor/Collector Fee	2,265.39
TOTAL DISBURSEMENTS			\$ 13,375.82
Remaining Cash Balance			\$ 10,021.79

Stellar Bank

HARRIS COUNTY M.U.D. #569

HISTORICAL COLLECTIONS DATA

Year	Collections Month Of 12/2023	Adjustments To Collections 12/2023	Total Tax Collections at 12/31/2023	Total Taxes Receivable at 12/31/2023	Collection Percentage
2023	18,413.09		18,417.01	942,095.78	1.917
2022			96,910.94		100.000
	(Percentage of collections same period last year			99.977	)

HARRIS COUNTY M.U.D. #569

HISTORICAL TAX DATA

Year	Taxable Value	SR/CR	Tax Rate	Adjustments	Reserve for Uncollectibles	Adjusted Levy
2023	64,034,089	03 / 03	1.500000	175,934.17		960,512.79
2022	4,596,478	05 / 05	1.500000	96,910.94		96,910.94

HARRIS COUNTY M.U.D. #569

TAX RATE COMPONENTS

Year	Maintenance Rate	Maintenance Levy	Contract Rate	Contract Levy
2023	.900000	576,307.67	.600000	384,205.12
2022	1.500000	96,910.94		

HARRIS COUNTY M.U.D. #569

Notes:

2022	Agriculture Deferment	32,051.15
2023	Agriculture Deferment	31,980.51
	Total --->	64,031.66

HARRIS COUNTY M.U.D. #569

Tax Exemptions:	2023	2022	2021
Homestead	.00000	.00000	.00000
Over 65	0	0	0
Disabled	0	0	0

Last Bond Premium Paid:

Payee	Date of Check	Amount
McDonald & Wessendorff	3/09/2023	50.00
3/31/23-3/31/24		

Adjustment Summary:	2023	
10/2023	/ CORR 002	137,714.09
11/2023	/ CORR 003	38,220.08
TOTAL		175,934.17

HARRIS COUNTY M.U.D. #569
Homestead Payment Plans

<u>Account no.</u>	<u>Tax</u> <u>Year</u>	<u>Last</u> <u>Payment</u> <u>Amount</u>	<u>Last</u> <u>Payment</u> <u>Date</u>	<u>Balance</u> <u>Due</u>
*Total	Count 0			
(I) - BLI Contract		(A) - Delinquent Attorney Contract		

Standard Payment Plans

<u>Account no.</u>	<u>Tax</u> <u>Year</u>	<u>Last</u> <u>Payment</u> <u>Amount</u>	<u>Last</u> <u>Payment</u> <u>Date</u>	<u>Balance</u> <u>Due</u>
*Total	Count 0			

EXHIBIT B

RESOLUTION CONCERNING EXEMPTIONS FROM TAXATION

WHEREAS, the laws of the State of Texas provide, under certain circumstances, for the exemption of a portion of the value of residence homesteads from ad valorem taxation; and

WHEREAS, the Board of Directors of Harris County Municipal Utility District No. 569 (the "District") has considered the various exemptions which may be granted. Now, Therefore,

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 569, THAT:

Section 1: For the tax year 2024, the Board of Directors has considered and has decided not to exempt from ad valorem taxation by the District any portion of the appraised value of residence homesteads of individuals who are under a disability for purposes of payment of disability insurance benefits under Federal Old-Age, Survivors, and Disability Insurance or are sixty-five (65) years of age or older, as authorized by, and in accordance with the provisions of, Article 8, Section 1-b (b), Texas Constitution, as amended, and Section 11.13 of the Tax Code, as amended.

Section 2: For the tax year 2024, the Board of Directors has considered and has decided not to adopt a general residential homestead exemption as authorized by Article 8, Section 1-b(e), Texas Constitution, as amended, and Section 11.13 of the Tax Code, as amended.

Section 3: This Resolution constitutes official action by the Board of Directors of the District concerning the foregoing tax exemptions.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

PASSED AND ADOPTED this the 8th day of January, 2024.

By: [Signature]
President, Board of Directors

ATTEST:

By: [Signature]
Secretary, Board of Directors

(SEAL)



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EXHIBIT C

RESOLUTION ADOPTING LIST OF QUALIFIED BROKERS AUTHORIZED
TO ENGAGE IN INVESTMENT TRANSACTIONS WITH
HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 569

WHEREAS, Harris County Municipal Utility District No. 569 (the "District") is a body politic and corporate and a governmental agency of the State of Texas, operating under and governed by the provisions of Chapter 8057, Texas Special District Local Laws Code (the "Act") pursuant to the provisions of Article III, Section 52 and Article XVI, Section 59, of the Texas Constitution, and operates pursuant to Chapter 49 and Chapter 54, V.T.C.A. Water Code, as amended (the "Water Code") and the Act; and

WHEREAS, Chapter 2256, Texas Government Code, as amended, requires that the Board of Directors of the District annually review, revise and adopt a list of qualified brokers that are authorized to engage in investment transactions with the District;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 569, THAT:

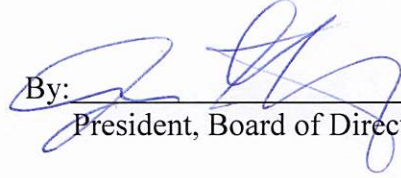
Section 1: The Board of Directors of the District hereby adopts the list of financial institutions, brokers and dealers attached hereto as Exhibit "A" as the list of qualified brokers that are authorized to engage in investment transactions with the District.

Section 2: The provisions of this Resolution shall be effective as of its date of approval by the Board of Directors and shall remain in effect until modified by action of the Board of Directors, and any resolution heretofore adopted by the Board of Directors adopting a list of qualified brokers that are authorized to engage in investment transactions with the District shall be and is hereby revoked as of the effective date of this Resolution.

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PASSED AND ADOPTED this 8th day of January, 2024.

HARRIS COUNTY MUNICIPAL
UTILITY DISTRICT NO. 569

By: _____
President, Board of Directors

ATTEST:

By: _____
Secretary, Board of Directors

(SEAL)



700861_2

EXHIBIT "A"

LIST OF AUTHORIZED BROKERS

Amegy Bank, a division of Zions Bancorporation N.A.	Plains State Bank
Amerant Bank, N.A.	PNC Bank / The PNC Financial Services Group, Inc.
American Bank, N.A.	Prosperity Bank
American Bank of Commerce (ABC Bank)	R Bank Texas
American National Bank of Texas	RBC Capital Markets / RBC Investments
Austin Bank	Regions Bank
Austin Capital Bank SSB	Robert W. Baird & Company, Inc.
b1Bank	Simmons Bank
Bank of America N.A./B of A Securities	Southside Bank
Bank of Brenham / Bank of B/CS	SouthStar Bank, SSB
Bank of Houston, N.A.	Southwestern National Bank
Bank of Texas, a division of BOKF, N.A.	State Bank of Texas
Bank OZK	Stellar Bank
Beal Bank SSB / Beal Bank USA	Sunflower Bank, N.A.
Cadence Bank	Susser Bank
Capital Bank	Texas Capital Bank
Capital One, N.A.	Texas C.L.A.S.S.
Central Bank	Texas Exchange Bank
Chasewood Bank	Texas First Bank
Citibank N.A. / Citigroup, Inc.	Texas Gulf Bank, N.A.
Citizens State Bank	Texas Regional Bank
Citizens State Bank of Somerville	Texas Traditions Bank
Comerica Bank	Texas-Range Investment Program (PFM Asset Management LLC, a division of U.S. Bancorp Asset Management)
Commercial State Bank	TexPool / TexPool Prime (Federated Hermes, Inc.)
East West Bank	TexSTAR Investment Pool
Fayetteville Bank	The Bank of New York Mellon Trust Company, N.A.
First Citizens Bank & Trust Company	The First State Bank
First Financial Bank, N.A.	The MINT National Bank
First Horizon Bank, N.A.	TIB, N.A. (The Independent Bankers Bank)
First National Bank of Bastrop	Third Coast Bank S.S.B.
First National Bank of Bellville	Truist Financial Corporation
First National Bank of Shiner	Trustmark National Bank
First National Bank Texas / First Convenience Bank	UBank
First Texas Bank	United Texas Bank
First United Bank	Unity National Bank
Frontier Bank of Texas	US Bank National Association
Frost Bank	Vantage Bank Texas
Guaranty Bank & Trust, N.A.	Veritex Community Bank
Gulf Capital Bank	Wallis Bank
Hancock Whitney Bank	Wells Fargo Bank, N.A.
Herring Bank	WestStar Bank
HomeTown Bank, N.A.	Woodforest National Bank
Home Bank	
Independent Bank (d/b/a Independent Financial)	
Industry State Bank	
International Bank of Commerce (IBC Bank)	
JPMorgan Chase Bank, N.A.	
LOGIC (Local Gov't. Investment Cooperative)	
Lone Star Bank	
Lone Star Capital Bank	
Lone Star Investment Pool / First Public, LLC	
Moody National Bank	
NewFirst National Bank	
Origin Bank	
PrimeBank of Texas	
PlainsCapital Bank	

Effective as of January 1, 2024

700861_2

EXHIBIT "A"

LIST OF AUTHORIZED BROKERS

Amegy Bank, a division of Zions Bancorporation N.A.	PFM Asset Management LLC, a division of
Amerant Bank, N.A.	U.S. Bancorp Asset Management (LGIP)
<u>American Bank, N.A.</u>	PlainsCapital Bank
American Bank of Commerce (ABC Bank)	Plains State Bank
American National Bank of Texas	PNC Bank / The PNC Financial Services Group, Inc.
<u>Austin Bank</u>	Prosperity Bank
Austin Capital Bank SSB	R Bank Texas
B+Bank <u>b1 Bank</u>	RBC Capital Markets / RBC Investments
Bank of America N.A./B of A Securities	Regions Bank
Bank of Brenham / Bank of B/CS	Robert W. Baird & Company, Inc.
Bank of Houston, N.A.	Simmons Bank
Bank of Texas, a division of BOKF, N.A.	Southside Bank
Bank OZK	SouthStar Bank, SSB
Beal Bank SSB / Beal Bank USA	<u>Southwestern National Bank</u>
Cadence Bank, N.A.	State Bank of Texas
<u>Capital Bank</u>	Stellar Bank (Allegiance Bank /
Capital One, N.A.	Community Bank of Texas, N.A.)
Central Bank	Sunflower Bank, N.A.
Chasewood Bank	<u>Susser Bank</u>
Citibank N.A. / Citigroup, Inc.	Texas Capital Bank, N.A.
Citizens State Bank	Texas C.L.A.S.S.
Citizens State Bank of Somerville	Texas Exchange Bank
Comerica Bank	Texas First Bank
Commercial State Bank	Texas Gulf Bank, N.A.
East West Bank	Texas Regional Bank
Fayetteville Bank	<u>Texas Traditions Bank</u>
First American Bank	<u>Texas-Range Investment Program (PFM Asset</u>
First Citizens Bank & Trust Company	<u>Management LLC, a division of U.S. Bancorp Asset</u>
First Financial Bank, N.A.	<u>Management) (LGIP)</u>
First Horizon Bank, N.A.	TexPool / TexPool Prime (<u>Federated Hermes, Inc.</u>)
<u>First National Bank of Bastrop</u>	TexSTAR Investment Pool
First National Bank of Bellville	The Bank of New York Mellon Trust Company, N.A.
First National Bank of Shiner	The First National Bank of Bastrop
First National Bank Texas / First Convenience Bank	The First State Bank
First Texas Bank	<u>The MINT National Bank</u>
First United Bank	TIB, N.A. (The Independent Bankers Bank)
Frontier Bank of Texas	Third Coast Bank S.S.B.
Frost Bank	Truist Financial Corporation
Guaranty Bank & Trust, N.A.	Trustmark National Bank
<u>Gulf Capital Bank</u>	UBank
Hancock Whitney Bank	United Texas Bank
Herring Bank	Unity National Bank
HomeTown Bank, N.A.	US Bank <u>National Association</u>
Home Bank	Vantage Bank Texas
Independent Bank (d/b/a Independent Financial)	Veritex Community Bank
Industry State Bank	Wallis Bank
International Bank of Commerce (IBC Bank)	Wells Fargo Bank, N.A.
JPMorgan Chase Bank, N.A.	WestStar Bank
LOGIC (Local Gov't. Investment Cooperative)	Woodforest National Bank
Lone Star Bank	
Lone Star Capital Bank	
Lone Star Investment Pool / First Public, LLC	
Moody National Bank	
NewFirst National Bank	
Origin Bank	
PrimeBank of Texas	

Effective as of January 1, 2024

700704_2

EXHIBIT D

RESOLUTION AUTHORIZING
AN ADDITIONAL PENALTY ON DELINQUENT PERSONAL PROPERTY TAXES

WHEREAS, the Board of Directors of Harris County Municipal Utility District No. 569 (the "District") is desirous of defraying the costs of collection of delinquent taxes; and

WHEREAS, the District has contracted with an attorney for collection of delinquent taxes as set forth in Section 6.30 of V.T.C.A. Tax Code, as amended ("Tax Code"); and

WHEREAS, Section 33.11 of the Tax Code, as amended, provides that, if the District has contracted with an attorney under Section 6.30 of the Tax Code, as amended, for collection of the District's delinquent taxes, the District may impose an additional penalty not to exceed the amount of the compensation specified in the contract with the attorney to be paid in connection with the collection of the delinquent personal property taxes on personal property taxes that become delinquent on or after February 1 of a year and that remain delinquent sixty (60) days after the date on which they become delinquent; and

WHEREAS, said Section 33.11 provides that said penalty shall not exceed the amount of compensation specified in the contract with the above-described attorney; and

WHEREAS, said contract specifies compensation in the amount of twenty percent (20%) of the amount of delinquent tax, penalty and interest collected; Therefore,

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 569, THAT:

Section 1. The District has entered into a contract with an attorney pursuant to Section 6.30 and in accordance with Section 33.11 of the Tax Code, as amended, for the collection of delinquent taxes, penalty and interest.

Section 2. District taxes on personal property that become delinquent on or after February 1 of a year and that remain delinquent sixty (60) days after said date shall incur an additional penalty of twenty percent (20%) on the amount of such personal property taxes, penalty and interest to defray the costs of collection of said delinquent taxes, in accordance with Section 33.11 of the Tax Code, as amended.

Section 3. The District's tax collector shall deliver a notice of delinquency and of the penalty imposed pursuant to Section 2 above to the property owner at least thirty (30) and not more than sixty (60) days before the date on which the penalty will be incurred in the manner required by Section 33.11 of the Tax Code, as amended.

Section 4. Delinquent personal property taxes which incur the penalty set forth in this Resolution shall not be subject to an additional penalty under Section 33.07 of the Tax Code, as amended, it being found and declared by the Board of Directors of the District that the penalty hereunder is an alternative to the authority of said Section 33.07.

PASSED AND ADOPTED this the 8th day of January, 2024.

HARRIS COUNTY MUNICIPAL
UTILITY DISTRICT NO. 569

By: 
President, Board of Directors

ATTEST:

By: 
Secretary, Board of Directors

(SEAL)



700358_2

EXHIBIT E

Harris County MUD #569

OPERATIONS REPORT

January 8, 2024

submitted by



**MUNICIPAL
DISTRICT
SERVICES**



I. Billing and Collections

Connections	12/24/2023	Billed Usage (in 0,000 gallons)	
Residential:	27	Residential:	31
Builder:	412	Builder:	531
Commercial:	0	Commercial:	0
Irrigation:	6	Irrigation:	868
Temporary:	0	Temporary:	0
Rec Center:	0	Rec Center:	0
Vacant:	3	Vacant:	0
Total Connections:	448	Total Billed Usage:	1430

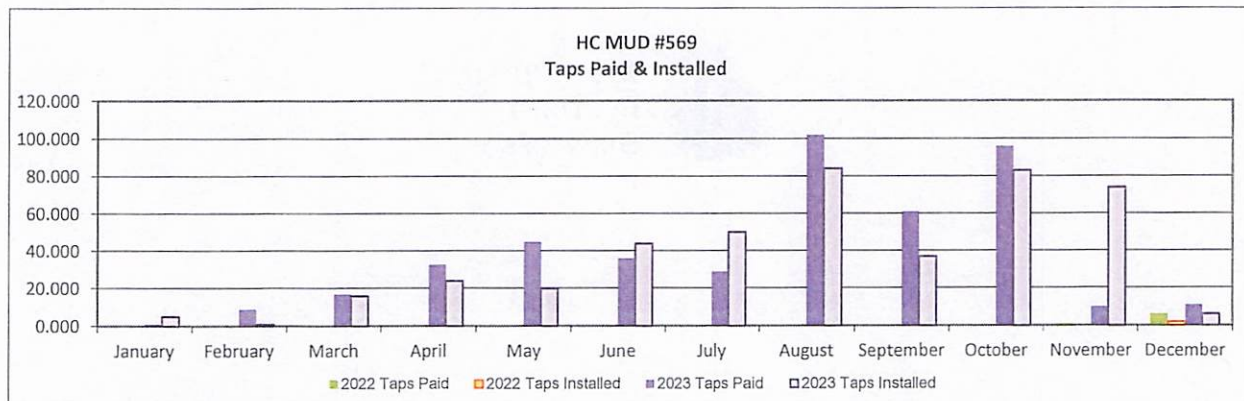
Billing as of	12/24/2023	Collections as of	1/3/2024
Penalty:	\$1,047.52	Penalty:	\$1,189.81
Water:	\$28,240.70	Water:	\$27,039.39
Sewer:	\$20,865.16	Sewer:	\$18,482.91
Deposit:	\$5,350.00	Deposit:	\$4,075.88
Backflow Annual Fee:	\$0.00	Backflow Annual Fee:	\$160.00
Back Charge:	\$5,220.90	Back Charge:	\$2,077.15
Inspection Fee:	\$160.00	Inspection Fee:	\$480.00
Rental Meter Fee:	\$0.00	Rental Meter Fee:	\$0.00
Transfer Fee:	\$798.00	Returned Pmt Fee:	\$0.00
Arrears:	\$16,032.44	Reconnect Fee:	\$0.00
Credits:	(\$288.00)	Delinquent Letter Fee:	\$0.00
Net Receivable:	\$77,426.72	Transfer Fee:	\$38.00
		Deposits Applied:	\$1,500.00
		Total Collections:	\$55,043.14

Customer Aged Receivables

30 Day:	\$13,156.41
60 Day:	\$549.45
90 Day:	\$3,590.40
Overpayments:	(\$216.30)
Total Receivables:	\$17,079.96

II. Tap Activity

- Taps installed in the month of December: 6
- Total taps installed to date: 446



III. Repairs & Maintenance Over \$1,000

Repairs & Maintenance during the month included:

- Installed non-residential irrigation tap and meter at 27141 Aurora Bend Dr.

Count of address1	DISTRICT		SECTION										
	HC569												HC569 Total
BUILDER		33	35	36	37	38	39	40	41	42	43	44	
ADAMS HOMES LONE STAR LLC													
ANGLIA HOMES,LP													
ASHTON WOODS		1						15					16
BEAZER HOMES C/O RADIUSPOINT DEPT 1		3								25	24	18	70
BRIGHTLAND HOMES		2		17									19
CASTLEROCK COMMUNITIES		1						2					3
CHESMAR HOMES		1											1
COLINA HOMES													
DAVIDSON HOMES LLC		1											1
DL MEACHAM CONSTRUCTION													
DR HORTON		2											2
EHT OF TEXAS, LP													
EVERGREEN LIFESTYLES MANAGEMENT/ SU													
GBFR SUNTERRA LP	1												1
HAMILTON THOMAS HOMES													
HIGHLAND HOMES													
HISTORY MAKER HOMES		1											1
KATY 1093 LTD													
KB HOMES		1											1
LENNAR HOMES		1			84	21	74		42				222
LGI HOMES GROUP LLC		1											1
LONG LAKE, LTD		1			3	22							26
NUWAY HOMES TEXAS LP		1						40					41
ONM LIVING													
PERRY HOMES													
PULTE HOMES, LP													
SHEA HOMES HOUSTON LLC													
STARLIGHT HOMES-HOUSTON			40										40
SUNTERRA POA	4												4
SUNTERRA POA C/O PMG HOUSTON													
SUNTERRA POA INC	6												6
TRICOAST HOMES		1											1
TRIPLE C LANDSCAPES													
WESTIN HOMES		2											2
Grand Total	11	20	40	17	87	43	74	57	42	25	24	18	458

HCW4	HCW4 Total	HCW5																	
			1	10	11	12	13	17	18	19	2	21	26	3	34	4	5	6	7
1	1																		
			1													44			
			1																
			1											44					
			2								40			43					
			1								41								
					1												37		
			26													53			
		1																	
		26																	
					1														36
		2																	
					1														
					1			50							5				
					1				27	11									
		1																	
			1						61						50				
													20						
												114							
					1												36	38	
			2	79		65	114												
					2													38	35
			7																
			24																
			3																
						1													
1	1	38	61	79	9	65	114	111	27	11	81	114	20	87	55	97	73	76	71

HCW5		HCW5 Total	WC35				WC35 Total	WC37											
8	9			46	49	50			14	15	16	20	23	24	25	28	29	30	31
		45																	
		1																47	
		45											4	56			39		
		85		22			22						21						
		42												28					
	50	88																	
		79							8										
															61				
		1																	
		26			168	13	181			40	39								
23		60																	
		2						6											
17		18																	
	50	106																	
36		75											32						
		1																	
		1														86			
		111							56								50		
																		20	
										29	30								
		20							16										
		114																	
		75																	
		260																	
		75																	
		7						4											
		24	2				2	8											
			2				2	1											
																	7		
		3																	
31		32				21	21												33
107	100	1396	4	22	168	34	228	19	80	69	69	32	25	84	61	86	96	67	33

WC37	WC37 Total	Grand Total
32		
		1
		45
	47	48
	99	160
		70
	21	147
	28	73
21	21	110
	8	87
	61	62
		1
50	129	338
		60
	6	8
		1
		18
		106
	32	108
		1
	86	88
	106	439
	20	21
	59	85
	16	77
		114
		75
		260
		75
		40
	4	15
	8	34
	1	9
	7	8
		3
	33	88
71	792	2875

EXHIBIT F



2322 W. Grand Parkway N, Suite 150
Katy, Texas 77449
Tel: 713.777.5337
www.quiddity.com

January 8, 2024

Board of Directors
Harris County Municipal Utility District No. 569
Schwartz, Page & Harding, L.L.P.
1300 Post Oak Boulevard, Suite 2500
Houston, Texas 77056

Re: Engineering Report
Board Meeting of January 8, 2024

Dear Directors:

This report summarizes our activities during the past month:

11a. Authorizing the design, advertisement for bids and/or award of the construction contracts or concurrence in the award of a contract for the construction of water, sanitary sewer, drainage, and/or paving facilities within the District, and authorize acceptance of a Texas Ethics Commission ("TEC") Form 1295, including:

a) Sunterra Section 57 Paving Facilities (Astro):

- i. We are in the approval process for design plans.
- ii. We will receive paving bids this month.

Action Item: None

b) Sunterra Section 58 Paving Facilities (Astro):

- i. We are in the approval process for design plans.
- ii. We will receive paving bids this month.

Action Item: None

c) Sunterra Section 59 WS&D and Paving Facilities (Astro):

- i. We are in the approval process for design plans and will take bids this month.

Action Item: None

d) Sunterra Section 60 WS&D and Paving Facilities (Astro):

- i. We are in the approval process for design plans and will take bids this month.

Action Item: None

e) Sunterra Section 61 WS&D and Paving Facilities (Astro):

- i. We are in the approval process for design plans and will take bids this month.

Action Item: None

f) Sunterra Section 62 WS&D and Paving Facilities (Astro):

- i. We are in the approval process for design plans and will take bids this month.

Action Item: None



g) Sunterra Section 63 WS&D and Paving Facilities (Astro):

- i. We are in the approval process for design plans and will take bids in February.

Action Item: None

h) Sunterra Section 64 WS&D and Paving Facilities (Astro):

- i. We are in the approval process for design plans and will take bids in February.

Action Item: None

12b. Status of construction contracts, including the approval of any pay estimates, change orders and/or acceptance of facilities for operation and maintenance purposes, and authorize acceptance of TEC Form 1295:

i) Sunterra Section 36 WS&D Facilities:

Original Contract Amount – \$1,594,704.50

Pay Estimate No. 2: \$161,981.10

Revised Contract Amount - TBD

Change Order No.:

Contractor: Dimas Bros. Construction

- i. Dimas is substantially complete and awaiting the final pay estimate documents from the contractor.

- ii. We have no Pay Estimate this month.

Action Item: None

a) Sunterra Section 45 WS&D Facilities:

WS&D Original Contract Amount – \$1,131,062.76

Pay Estimate No. 2: \$768,185.54

WS&D Revised Contract Amount - \$

Change Order No. 1: \$58,890.80

WS&D Contractor: Gonzalez Construction

- i. Contractor is complete with first stage utilities.

Action Item: None

b) Sunterra Section 45 Paving Facilities:

Paving Original Contract Amount – \$1,121,906.63

Pay Estimate No. 1: \$

Paving Revised Contract Amount - \$

Change Order No. 1: \$

Paving Contractor: Durwood Greene Construction Co.

- i. Contractor will be moving in to begin construction within the next week.

Action Item: None

c) Sunterra Section 51 WS&D Facilities:

WS&D Original Contract Amount – \$445,198.00

Pay Estimate No. 2: \$39,825.00

WS&D Revised Contract Amount - \$

Change Order No. 1: \$

WS&D Contractor: TexaSite, LLC

- i. Contractor is working on second stage utilities.

Action Item: None



d) Sunterra Section 51 Paving Facilities:

Paving Original Contract Amount – \$617,003.50

Pay Estimate No. 1: \$28,838.25

Paving Revised Contract Amount - \$

Change Order No. 1: \$

Paving Contractor: A&M Contractors, Inc.

i. Contractor is completing pavement construction and curb.

ii. We will present Pay Estimate No. 2 in the amount of \$440,762.40 for the Board's approval.

Action Item: Approval of Pay Estimate No. 2

e) Sunterra Section 52 WS&D Facilities:

WS&D Original Contract Amount – \$447,164.00

Pay Estimate No. 1: \$377,743.50

WS&D Revised Contract Amount - \$

Change Order No. 1: \$

WS&D Contractor: TexaSite, LLC

i. Contractor working on second stage utilities.

Action Item: None

f) Sunterra Section 52 Paving Facilities:

Paving Original Contract Amount – \$684,481.00

Pay Estimate No. 2: \$297,695.25

Paving Revised Contract Amount - \$

Change Order No. 1: \$

Paving Contractor: A&M Contractors, Inc.

i. Contractor is completing pavement construction and curb.

ii. We will present Pay Estimate No. 3 in the amount of \$199,670.42 for the Board's approval.

Action Item: Approval of Pay Estimate No. 3

g) Sunterra Section 57 WS&D Facilities:

WS&D Original Contract Amount – \$1,203,342.86

Pay Estimate No. 1: \$

WS&D Revised Contract Amount - \$

Change Order No. 1: \$

WS&D Contractor: Gonzalez Construction Enterprises, Inc.

i. Contracts have been sent to contractor for execution and bonds.

Action Item: None

h) Sunterra Section 58 WS&D Facilities:

WS&D Original Contract Amount – \$1,198,609.76

Pay Estimate No. 1: \$

WS&D Revised Contract Amount - \$

Change Order No. 1: \$

WS&D Contractor: Principal Services, Ltd.

i. Contracts have been sent to contractor for execution and bonds.

Action Item: None

11c. Acceptance of site and/or easement conveyances for facilities constructed or to be constructed for the District:

a) None at this time.

11d. Review and approval of Stormwater Quality Management Plans related to construction Contracts.

a) None at this time.



11e. Status of acceptance by Harris County of Streets for maintenance; authorize any action required in connection therewith.

a) **None at this time.**

12. Status of the Summary of Costs for Series 2024 WS&D Bonds and BAN.

a) **No new update. We have received the DAC letter and the Pre-Purchase Inspection letter.**

Should you have any questions or need any additional information, please call.

Sincerely,

Blair M. Bozarth, PE

Enclosures

cc/enc: Ms. Christina Cole– Schwart, Page & Harding, L.L.P.

BMB/

K:\17166\17166-0900-00 HCMUD No. 569 General Consultation- 2021\Meeting Files\Status Reports\2024\01 - January\HARRIS COUNTY MUD NO. 569 ENGINEERING REPORT.docx

EXHIBIT G



Harris County Municipal Utility District No. 569

Landscape Architect Report

January 08, 2024 @ 1:00 pm

13. Landscape Architect Report, including:

b. Status of construction contracts, including the approval of any pay estimates and/or change orders and authorize acceptance of TEC Form 1295; and

i. Sunterra Recreation Center Facility; (KGADD# 299-22-180) LH

Contractor: Millis

Notice to Proceed: 05/22/23

Original Contract Amount: \$8,013,337.95

Contract Days: (360)

Substantial Completion:

Maintenance Period: (4) months

Previous Pay Applications Approved

Pay Application #1	\$332,330.66
Pay Application #2	\$373,630.36
Pay Application #3	\$791,340.87
Pay Application #4	\$496,345.07
Pay Application #5	\$646,532.90
Pay Application #6	\$539,745.37
Pay Application #7	\$580,860.04

Previous Change Orders Approved

Change Order #1	\$78,812.16 (Civil work scope changes, add'l sidewalk)
Change Order #2	\$23,162.69 (Electrical changes)
Change Order #3	\$19,771.96 (additional 2" HDPE conduit for data sleeves)

Current Pay Applications Recommended for Board Approval

None

Current Change Orders Recommended for Board Approval

Change Order #4 \$26,705.61 (water meter upsize from 2" to 3" at restroom building)

Change Order #5 \$10,328.18 (electrical modification to upgrade the Tap Box to Bus CT box to accommodate larger CT Can.)

Job Status

- Change Orders #4 & 5 being presented for Board approval and signature.
- Bridge Walls poured and masonry underway
- Pool coping is complete
- Masonry work at Restroom pavilion and pool building are underway
- Shade sails are installed
- Pool deck formwork is underway

AIA® Document G701® – 2017

Change Order

Lacy

299-22-180

PROJECT: (Name and address)
2312 Sunterra Recreation Center Facility
Katy, TX 77493

CONTRACT INFORMATION:
Contract For: General Construction
Date: March 13, 2023

CHANGE ORDER INFORMATION:
Change Order Number: 004
Date: 12/13/2023

OWNER: (Name and address)
Harris County MUD No. 569

ARCHITECT: (Name and address)
KGA DeForest Design, LLC

CONTRACTOR: (Name and address)
Millis Development and Construction,
LLC
931 Pheasant Valley DR, Ste 200
Missouri City, Texas 77489

1300 Post Oak Blvd, Suite 2400
Houston, Texas 77056

24275 Katy Freeway, Suite 300
Katy, Texas 77494

THE CONTRACT IS CHANGED AS FOLLOWS:

(Insert a detailed description of the change and, if applicable, attach or reference specific exhibits. Also include agreed upon adjustments attributable to executed Construction Change Directives.)

Water meter upsize to 3in needed for RR pavilion and splash pad. Original design at bid time included the use of 2in water meter to go with 2in water line,

however, it needed to be redesigned to account for the water pressure needed to feed both the pavilion and splash pad within the same line. Pumps at water splash require a constant pressure of 45 PSI. Water lines had to be redesigned to 2.5 inch after bid time

After consulting with Watts Pool, it was determined water line was too small for PSI requirements.

This required the upsize from 2 in water meter to 3in.

We are giving credit for original price of 2in water meter used at bid time.

The original Contract Sum was	\$ 8,013,337.95
The net change by previously authorized Change Orders	\$ 121,746.81
The Contract Sum prior to this Change Order was	\$ 8,135,084.76
The Contract Sum will be increased by this Change Order in the amount of	\$ 26,705.61
The new Contract Sum including this Change Order will be	\$ 8,161,790.37

The Contract Time will be increased by Zero (0) days.

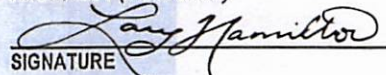
The new date of Substantial Completion will be 05/21/24 (unchanged)

NOTE: This Change Order does not include adjustments to the Contract Sum or Guaranteed Maximum Price, or the Contract Time, that have been authorized by Construction Change Directive until the cost and time have been agreed upon by both the Owner and Contractor, in which case a Change Order is executed to supersede the Construction Change Directive.

NOT VALID UNTIL SIGNED BY THE ARCHITECT, CONTRACTOR AND OWNER.

KGA DeForest Design, LLC

ARCHITECT (Firm name)



SIGNATURE

Lacy Hamilton

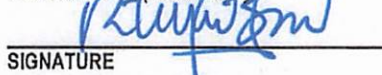
PRINTED NAME AND TITLE

12/15/2023

DATE

Millis Development

CONTRACTOR (Firm name)



SIGNATURE

Richard B. B. - PM

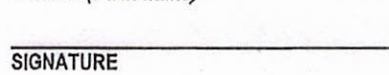
PRINTED NAME AND TITLE

12/14/23

DATE

Harris County M.U.D. No. 569

OWNER (Firm name)



SIGNATURE

PRINTED NAME AND TITLE

DATE

Developer-Astro Sunterra LP

By

Date

CERTIFICATE OF INTERESTED PARTIES

FORM 1295

1 of 1

Complete Nos. 1 - 4 and 6 if there are interested parties.
Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

OFFICE USE ONLY CERTIFICATION OF FILING

1 Name of business entity filing form, and the city, state and country of the business entity's place of business.

Millis Development & Construction, LLC
Missouri City, TX United States

Certificate Number:
2023-1105226

Date Filed:
12/18/2023

Date Acknowledged:

2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.

Harris County Municipal Utility District No. 569

3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the services, goods, or other property to be provided under the contract.

KGADD # 299-22-180
Sunterra Recreation Center Facility - Change Order N. 4

4	Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
			Controlling	Intermediary
	Millis, Chad	Missouri City, TX United States	X	
	Millis, Jason	Missouri City, TX United States	X	
	Rastegar, Julie	Missouri City, TX United States	X	

5 Check only if there is NO Interested Party.

☐

6 UNSWORN DECLARATION

My name is Julie Rastegar, and my date of birth is 7/11/1982.

My address is 931 Phoenician Valley Dr. #200, Missouri City, TX, 77489, USA.
(street) (city) (state) (zip code) (country)

I declare under penalty of perjury that the foregoing is true and correct.

Executed in Fort Bend County, State of Texas, on the 18 day of December, 2023.
(month) (year)

Julie Rastegar
Signature of authorized agent of contracting business entity
(Declarant)



received by KGA 12/15/2023

Document G701® – 2017**Change Order**

Lacy

299-22-180

PROJECT: (Name and address)
2312 Sunterra Recreation Center Facility
Katy, TX 77493

CONTRACT INFORMATION:
Contract For: General Construction
Date: March 13, 2023

CHANGE ORDER INFORMATION:
Change Order Number: 005
Date: 12/13/23

OWNER: (Name and address)
Harris County MUD No. 569
1300 Post Oak Blvd, Suite 2400
Houston, Texas 77056

ARCHITECT: (Name and address)
KGA DeForest Design, LLC
24275 Katy Freeway, Suite 300
Houston, Texas 77494

CONTRACTOR: (Name and address)
Millis Development and Construction,
LLC
931 Pheasant Valley Dr, Suite 200
Missouri City, Texas 77489

THE CONTRACT IS CHANGED AS FOLLOWS:

(Insert a detailed description of the change and, if applicable, attach or reference specific exhibits. Also include agreed upon adjustments attributable to executed Construction Change Directives.)

In the plans we have 2 different types of meter installation combined in the drawings, a CT can and a Tap Box, that is not acceptable by Cpoint standards.

Tap Box is used by Cpoint only for multi-tenant services (shopping centers or properties that require a meter for each building)

When you need to install a bigger CT Can, Cpoint requires a can that is called Bus CT, this box can be overhead or underground. In this case we will use an underground Bus CT in order for Cpoint to provide us a meter.

The original Contract Sum was	\$ 8,013,337.95
The net change by previously authorized Change Orders	\$ 148,452.42
The Contract Sum prior to this Change Order was	\$ 8,161,790.37
The Contract Sum will be increased by this Change Order in the amount of	\$ 10,328.18
The new Contract Sum including this Change Order will be	\$ 8,172,118.55

The Contract Time will be increased by Zero (0) days.

The new date of Substantial Completion will be 05/21/24 (unchanged)

NOTE: This Change Order does not include adjustments to the Contract Sum or Guaranteed Maximum Price, or the Contract Time, that have been authorized by Construction Change Directive until the cost and time have been agreed upon by both the Owner and Contractor, in which case a Change Order is executed to supersede the Construction Change Directive.

NOT VALID UNTIL SIGNED BY THE ARCHITECT, CONTRACTOR AND OWNER.

KGA DeForest Design, LLC

ARCHITECT (Firm name)

SIGNATURE

Lacy Hamilton

PRINTED NAME AND TITLE

12/15/2023

DATE

Millis Development

CONTRACTOR (Firm name)

SIGNATURE

RICHARD BACA - PM

PRINTED NAME AND TITLE

12/14/23

DATE

Harris County M.U.D. No. 569

OWNER (Firm name)

SIGNATURE

PRINTED NAME AND TITLE

DATE

Developer-Astro Sunterra LP

By

Date

CERTIFICATE OF INTERESTED PARTIES

FORM 1295

1 of 1

Complete Nos. 1 - 4 and 6 if there are interested parties.
Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

OFFICE USE ONLY CERTIFICATION OF FILING

1 Name of business entity filing form, and the city, state and country of the business entity's place of business.

Millis Development & Construction, LLC
Missouri City, TX United States

Certificate Number:
2023-1105233

Date Filed:
12/18/2023

Date Acknowledged:

2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.

Harris County Municipal Utility District No. 569

3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the services, goods, or other property to be provided under the contract.

KGADD # 299-22-180
Sunterra Recreation Center Facility - Change Order No. 5

4	Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
			Controlling	Intermediary
	Millis, Chad	Missouri City, TX United States	X	
	Millis, Jason	Missouri City, TX United States	X	
	Rastegar, Julie	Missouri City, TX United States	X	

5 Check only if there is NO Interested Party. ☐

6 UNSWORN DECLARATION

My name is Julie Rastegar, and my date of birth is 7/11/1982.

My address is 931 Pheasant Valley Dr. #200, Missouri City, Tx, 77489, USA.
(street) (city) (state) (zip code) (country)

I declare under penalty of perjury that the foregoing is true and correct.

Executed in Fort Bend County, State of Texas, on the 18 day of December, 2023.
(month) (year)

Julie Rastegar
Signature of authorized agent of contracting business entity
(Declarant)

EXHIBIT H



Harris County Municipal Utility District No. 569

Landscape Architect's Report

January 8, 2024

Landscape Architecture matters, including the following:

- A. Request permission to authorize design/documentation phase, as appropriate, for the following construction projects:
 - i. None
- B. Approve plans and specifications and authorize advertisement for bids for the following construction projects:
 - i. None
- C. Review bids and award contracts, as appropriate, for the following construction projects:
 - i. Phase 6 Pkg 3: Section 45 & 51 - 52 Landscape Improvements
 - 1) Softscape Low Bid – Stricksapes - \$1,188,002.04 (including alternates)
 - 1. The scope of the project is in both HC MUD 569 and WC MUD 35. See cost breakdown below:
 - a. HC MUD 569 - \$873,905.30
 - b. WC MUD 35 - \$314,096.74
 - 2. Authorize Contractor, Owner, and MUD signatures for above listed construction project.
 - 2) Hardscape Low Bid – Stricksapes - \$183,636.29 (including alternates)
 - 1. The scope of the project is in HC MUD 569. See cost breakdown below:
 - a. HC MUD 569 - \$183,636.29
 - 2. Authorize Contractor, Owner, and MUD signatures for above listed construction project.
 - ii. Phase 6 Pkg 3: Section 45 & 51 – 52 Hardscape and Softscape Landscape Improvements
 - 1) Authorize final MUD signatures for above listed construction project. Contractor and owner signatures complete.
- D. Approve Pay Estimates, change orders, and/or final acceptance, as appropriate, for the following construction projects:



- Phase 6 Pkg 1: Section 42, 43 Landscape Improvements – Hardscape. Project was awarded 9/11/2023 to A Group Construction. MUD contract executed 9/11/23, NTP issued 11/17/23. **Approve Change Order #1, #2, & #3 and Pay Application #1, #2, & #3.**

Item	Amount	Notes
Original Contract	\$ 49,954.50	Comment(s)
Change Order #1	\$ (27,435.00)	Credit concrete paving
Change Order #2	\$ 790.50	Additional sidewalk
Change Order #3	\$ (5,040.00)	Credit bore & sleeve
Pay Application #1	\$ 2,700.00	10/18/23
Pay Application #2	\$ 13,743.00	11/10/23
Pay Application #3	\$ 1,827.00	11/30/23
Current Contract Value	\$ 18,270.00	
Balance to Finish	\$ 0.00	

- Phase 6 Pkg 1: Section 42, 43 Landscape Improvements - Softscape. Project was awarded 09/11/2023 to Strickscapes. MUD executed contract 10/9/23, NTP issued 11/17/23. **Approve Change Order #1 and Pay Application #1.**

Item	Amount	Notes
Original Contract	\$ 484,484.36	Comment(s)
Change Order #1	\$ 22,742.70	Alternate plant selection
Pay Application #1	\$ 15,288.47	11/17/23
Current Contract Value	\$ 507,227.06	
Balance to Finish	\$ 491,938.59	

- Phase 6 Pkg 2: Section 35-36 & 44 Landscape Improvements – Hardscape. Project was awarded 10/25/2023 to DL Meachum. MUD contract executed 12/15/2023, NTP has not been issued. **No Action.**

Item	Amount	Notes
Original Contract	\$ 355,826.75	Comment(s)
Current Contract Value	\$ 0.00	
Balance to Finish	\$ 0.00	



- Phase 6 Pkg 2: Section 35-36 & 44 Landscape Improvements - Softscape. Project was awarded 10/25/2023 to Strickscapes. MUD contract executed 12/18/2023, NTP issued 11/17/23. **Approve Pay Application #1.**

Item	Amount	Notes
Original Contract	\$ 961,108.33	Comment(s)
Pay Application #1	\$ 13,638.20	11/16/23
Current Contract Value	\$ 961,108.33	
Balance to Finish	\$ 947,470.13	

- Phase 6 Pkg 3: Section 45 & 51-52 Landscape Improvements – Softscape & Hardscape. Project was awarded 10/25/2023 to Strickscapes. MUD contract executed 12/20/2023, NTP issued 11/17/23. **Approve Pay Application #1.**

Item	Amount	Notes
Original Contract	\$ 1,371,638.33	Comment(s)
Pay Application #1	\$ 19,127.65	11/17/2023
Current Contract Value	\$ 1,371,638.33	
Balance to Finish	\$ 1,352,510.68	

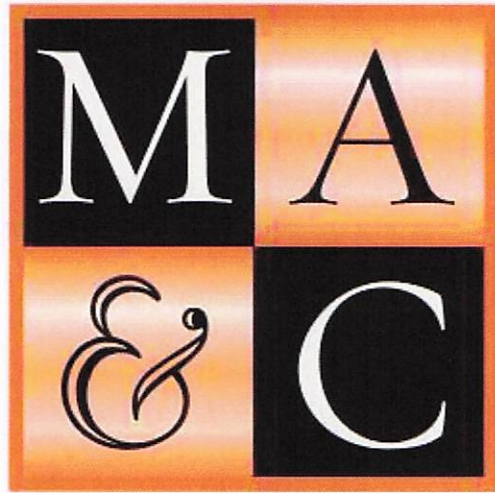
Proposed Action Items:

- Execute contracts for Phase 6 Pkg 2: Section 35-36 & 44 Landscape Improvements Hardscape and Softscape.
- Review bids and award contracts for Phase 6 Pkg 3: Section 45 & 51 - 52 Landscape Improvements Hardscape and Softscape.
- Authorize Contractor, Owner, and MUD signatures for Phase 6 Pkg 3: Section 45 & 51 - 52 Landscape Improvements Hardscape and Softscape
- Approve Change Order #1, #2, & #3 and Pay Application #1, #2, & #3 for Phase 6 Pkg 1: Section 42, 43 Landscape Improvements – Hardscape.
- Approve Change Order #1 and Pay Application #1 for Phase 6 Pkg 1: Section 42, 43 Landscape Improvements - Softscape.
- Approve Pay Application #1 for Phase 6 Pkg 2: Section 35-36 & 44 Landscape Improvements - Softscape
- Approve Pay Application #1 for Phase 6 Pkg 3: Section 45 & 51 - 52 Landscape Improvements – Softscape

Sincerely,

Kaitlynn Richter
Project Manager

EXHIBIT I



MUNICIPAL ACCOUNTS
& CONSULTING, L.P.

Bookkeeper's Report | January 8, 2024

Harris County Municipal Utility District No. 569



WEBSITE

www.municipalaccounts.com



ADDRESS

1281 Brittmoore Road
Houston, Texas 77043



CONTACT

Phone: 713.623.4539
Fax: 713.629.6859

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Monthly Financial Summary - General Operating Fund

Harris County MUD No. 569 - GOF



Account Balance Summary

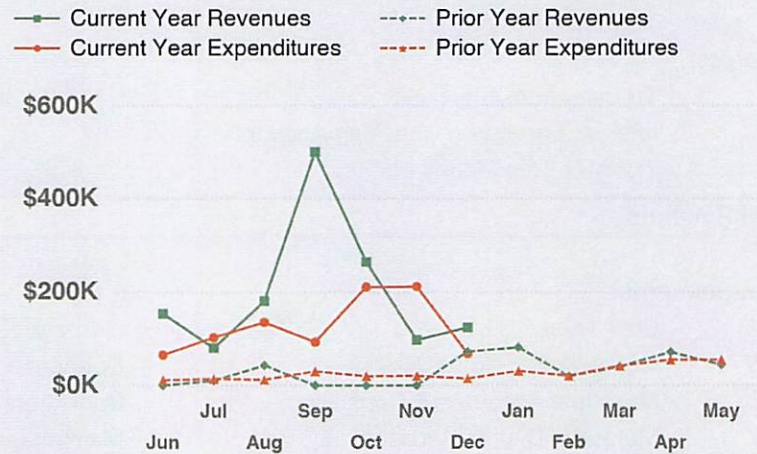
Balance as of 12/12/2023 **\$544,929**

Receipts 260,793

Disbursements (280,713)

Balance as of 01/08/2024 **\$525,008**

Overall Revenues & Expenditures By Month (Year to Date)



December 2023

Revenues

Actual	Budget	Over/(Under)
\$124,158	\$221,735	(\$97,577)

Expenditures

Actual	Budget	Over/(Under)
\$68,130	\$58,404	\$9,726

June 2023 - December 2023 (Year to Date)

Revenues

Actual	Budget	Over/(Under)
\$1,403,293	\$527,145	\$876,148

Expenditures

Actual	Budget	Over/(Under)
\$888,162	\$428,963	\$459,199

Operating Fund Reserve Coverage Ratio (In Months)



Cash Flow Report - Checking Account

Harris County MUD No. 569 - GOF



Number	Name	Memo	Amount	Balance
Balance as of 12/12/2023				\$4,143.04
Receipts				
	Transfer from Checking		74,698.64	
	Interest Earned on Checking Account		5.99	
	Transfer from Money Market		71,000.00	
Total Receipts				\$145,704.63
Disbursements				
1214	Best Trash	Garbage Expense	(142.80)	
1215	Harris-Waller Co. MUD 4	Connection & Mowing	(68,235.25)	
1216	Municipal Accounts & Consulting, L.P.	Bookkeeping Fees	(4,962.23)	
1217	Municipal District Services, LLC	Maintenance & Repairs	(46,699.15)	
1218	On-Site Protection, LLC	Security Expense	(4,246.65)	
1219	Schwartz, Page & Harding, L.L.P.	Legal Fees	(9,421.51)	
1220	Texas Commission on Environmental Quality	Revenue & Regulatory Assessment Fee	0.00	
Fees	Central Bank	Service Charge	(5.00)	
Payroll	David Jezierski.	Fees of Office - 12/14/2023	(204.10)	
Payroll	Nicholas J Luton.	Fees of Office - 12/14/2023	(218.51)	
Payroll	Blakely Norris.	Fees of Office - 12/14/2023	(204.10)	
Payroll	Julia Pecina.	Fees of Office - 12/14/2023	(204.10)	
Payroll	Jason Schultz.	Fees of Office - 12/14/2023	(247.33)	
Payroll	HR&P	Payroll Administration Fee	(50.00)	
Payroll	HR&P	Payroll Taxes	(169.00)	
Total Disbursements				(\$135,009.73)
Balance as of 01/08/2024				\$14,837.94

Cash Flow Report - Operator Account

Harris County MUD No. 569 - GOF



Number	Name	Memo	Amount	Balance
Balance as of 12/12/2023				\$63,022.89
Receipts				
	Tap Connections (2)		4,466.00	
	Tap Connections		36,141.00	
	Tap Connections		17,233.00	
	Tap Connections		2,233.00	
	Accounts Receivable		23,951.01	
Total Receipts				\$84,024.01
Disbursements				
Svc Chg	Central Bank	Service Charge	(5.00)	
Sweep	Central Bank	Transfer from Checking	(74,698.64)	
Total Disbursements				(\$74,703.64)
Balance as of 01/08/2024				\$72,343.26

Actual vs. Budget Comparison

Harris County MUD No. 569 - GOF



		December 2023			June 2023 - December 2023			
		Actual	Budget	Over/ (Under)	Actual	Budget	Over/ (Under)	Annual Budget
Revenues								
Water Revenue								
14101	Water- Customer Service Revenue	34,466	10,260	24,206	136,201	71,820	64,381	123,120
14102	Water Authority Revenue	0	0	0	120	0	120	0
Total Water Revenue		34,466	10,260	24,206	136,321	71,820	64,501	123,120
Wastewater Revenue								
14201	Wastewater-Customer Service Rev	21,153	8,550	12,603	75,901	59,850	16,051	102,600
14203	Wastewater Inspection Fees	640	4,500	(3,860)	89,655	31,500	58,155	54,000
Total Wastewater Revenue		21,793	13,050	8,743	165,556	91,350	74,206	156,600
Property Tax Revenue								
14301	Maintenance Tax Collections	0	175,000	(175,000)	25,000	200,000	(175,000)	236,000
Total Property Tax Revenue		0	175,000	(175,000)	25,000	200,000	(175,000)	236,000
Tap Connection Revenue								
14501	Tap Connections	58,933	20,675	38,258	988,264	144,725	843,539	248,100
14502	Inspection Fees	160	2,500	(2,340)	40,063	17,500	22,563	30,000
Total Tap Connection Revenue		59,093	23,175	35,918	1,028,327	162,225	866,102	278,100
Administrative Revenue								
14702	Penalties & Interest	1,037	250	787	7,161	1,750	5,411	3,000
Total Administrative Revenue		1,037	250	787	7,161	1,750	5,411	3,000
Interest Revenue								
14801	Interest Earned on Checking	6	0	6	882	0	882	0
14802	Interest Earned on Temp. Invest	2,763	0	2,763	5,046	0	5,046	0
Total Interest Revenue		2,769	0	2,769	5,928	0	5,928	0
Developer Advance								
14902	Sunterra POA Contribution	5,000	0	5,000	35,000	0	35,000	0
Total Developer Advance		5,000	0	5,000	35,000	0	35,000	0
Total Revenues		124,158	221,735	(97,577)	1,403,293	527,145	876,148	796,820

Expenditures

Water Service

16102 Operations - Water	591	5,000	(4,409)	2,228	35,000	(32,772)	60,000
16104 Purchase Water / JWP	0	7,699	(7,699)	96,733	53,891	42,842	92,385
16105 Maintenance & Repairs - Water	2,943	2,083	859	21,187	14,583	6,604	25,000
16111 Reconnection Expense	3,179	0	3,179	14,204	0	14,204	0
Total Water Service	6,714	14,782	(8,069)	134,352	103,475	30,877	177,385

Actual vs. Budget Comparison

Harris County MUD No. 569 - GOF



December 2023			June 2023 - December 2023			Annual Budget
Actual	Budget	Over/ (Under)	Actual	Budget	Over/ (Under)	
591	0	591	2,043	0	2,043	0
2,529	750	1,779	17,079	5,250	11,829	9,000
0	7,736	(7,736)	96,733	54,154	42,579	92,835
3,120	8,486	(5,366)	115,855	59,404	56,451	101,835
143	3,690	(3,547)	190	25,830	(25,640)	44,280
143	3,690	(3,547)	190	25,830	(25,640)	44,280
0	1,664	(1,664)	86,536	11,649	74,887	19,970
0	1,664	(1,664)	86,536	11,649	74,887	19,970
34,660	7,725	26,935	328,755	54,075	274,680	92,700
1,620	2,250	(630)	37,458	15,750	21,708	27,000
36,280	9,975	26,305	366,213	69,825	296,388	119,700
9,342	8,333	1,008	56,719	58,333	(1,614)	100,000
0	0	0	15,000	12,500	2,500	12,500
0	2,083	(2,083)	16,326	14,583	1,742	25,000
4,719	2,240	2,479	19,243	20,800	(1,557)	32,000
51	42	9	1,174	292	883	500
1,408	267	1,141	4,895	1,867	3,029	3,200
11	42	(31)	225	292	(67)	500
0	358	(358)	1,661	2,508	(847)	4,300
308	8	300	1,134	58	1,075	100
0	0	0	0	2,516	(2,516)	5,800
5	0	5	80	0	80	0
64	83	(19)	413	583	(171)	1,000
15,907	13,457	2,451	116,869	114,333	2,536	184,900
4,247	5,000	(753)	34,803	35,000	(197)	60,000
4,247	5,000	(753)	34,803	35,000	(197)	60,000
1,105	750	355	5,462	5,250	212	9,000
50	50	0	350	350	0	600

Actual vs. Budget Comparison

Harris County MUD No. 569 - GOF



	December 2023			June 2023 - December 2023			Annual Budget
	Actual	Budget	Over/ (Under)	Actual	Budget	Over/ (Under)	
Expenditures							
Payroll Expense							
17103 Payroll Tax Expense	85	83	1	418	583	(166)	1,000
Total Payroll Expense	1,240	883	356	6,230	6,183	46	10,600
Other Expense							
17802 Miscellaneous Expense	480	466	13	7,420	3,264	4,155	5,596
17805 Contract Tax Payment	0	0	0	19,695	0	19,695	0
Total Other Expense	480	466	13	27,115	3,264	23,850	5,596
Total Expenditures	68,130	58,404	9,726	888,162	428,963	459,199	724,266
Total Revenues (Expenditures)	56,028	163,331	(107,303)	515,131	98,182	416,949	72,554
Excess Revenues (Expenditures)	56,028	163,331	(107,303)	515,131	98,182	416,949	72,554

Balance Sheet as of 12/31/2023

Harris County MUD No. 569 - GOF



Assets	
Bank	
11101 Cash in Bank	\$77,546
11102 Operator	72,343
Total Bank	<u>\$149,889</u>
Investments	
11201 Time Deposits	\$508,827
Total Investments	<u>\$508,827</u>
Receivables	
11301 Accounts Receivable	\$100,345
Total Receivables	<u>\$100,345</u>
Interfund Receivables	
11401 Due From Capital Projects	\$61,000
11403 Due From Tax Account	18,947
11406 Due From Sunterra POA	45,000
Total Interfund Receivables	<u>\$124,947</u>
Prepays	
11701 Prepaid Insurance	\$2,516
Total Prepays	<u>\$2,516</u>
Total Assets	<u>\$886,523</u>
Liabilities & Equity	
Liabilities	
Accounts Payable	
12101 Accounts Payable	\$135,058
Total Accounts Payable	<u>\$135,058</u>
Other Current Liabilities	
12202 Due to TCEQ	\$18
Total Other Current Liabilities	<u>\$18</u>
Deferrals	
12501 Tap Connection Fees Advance	\$21,125
Total Deferrals	<u>\$21,125</u>
Deposits	
12601 Customer Meter Deposits	\$185,926
Total Deposits	<u>\$185,926</u>
Total Liabilities	<u>\$342,126</u>
Equity	
Unassigned Fund Balance	
13101 Unassigned Fund Balance	\$29,266
Total Unassigned Fund Balance	<u>\$29,266</u>

Balance Sheet as of 12/31/2023

Harris County MUD No. 569 - GOF

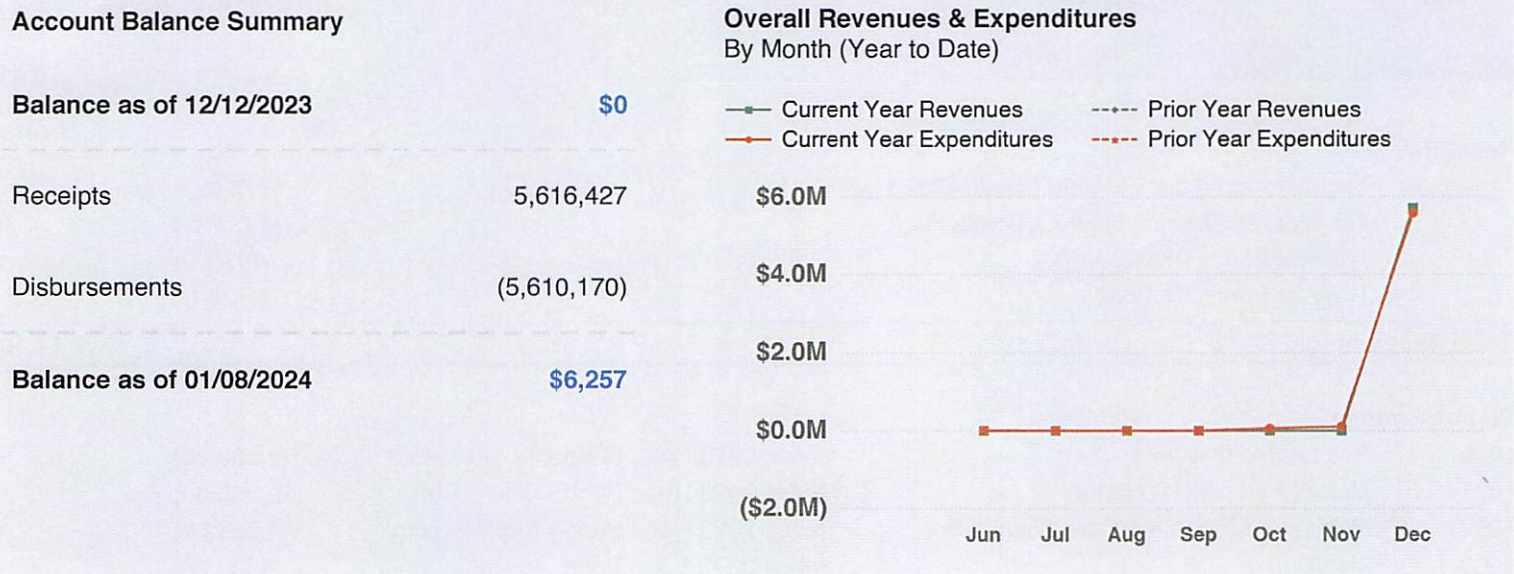


Liabilities & Equity

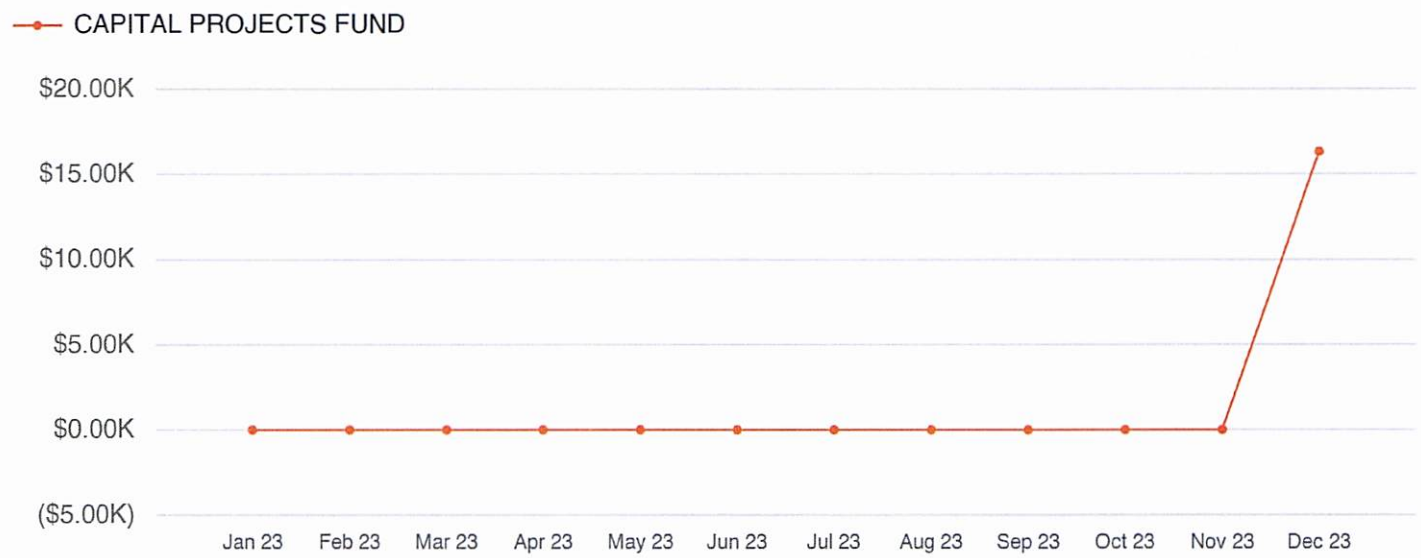
Equity	
Net Income	\$515,131
Total Equity	<u>\$544,397</u>
Total Liabilities & Equity	<u><u>\$886,523</u></u>

Monthly Financial Summary - Capital Projects Fund

Harris County MUD No. 569 - CPF



Account Balance By Month | January 2023 - December 2023



Cash Flow Report - Checking Account

Harris County MUD No. 569 - CPF



Number	Name	Memo	Amount	Balance
Balance as of 12/12/2023				\$0.00
Receipts				
	Transfer from Money Market - Series 2023		19,800.00	
	Transfer from Money Market - Series 2023		3,000.00	
	Transfer from CPF 0003		4,935.18	
	Transfer from CPF 0002		5,115.00	
Total Receipts				\$32,850.18
Disbursements				
1000	Bob Leared Interests	Series 2023 Road Bond - Tax Assessor	(2,500.00)	
1001	McCall Parkhurst & Horton	Series 2023 Road Bond - Disclosure	(12,000.00)	
1002	Municipal Accounts & Consulting, L.P.	Series 2023 Road Bond - Bookkeeping	(4,000.00)	
1003	MuniHub	Series 2023 Road Bond - Issuance Cost	(800.00)	
1004	Municipal Accounts & Consulting, L.P.	Series 2023 BAN - Bookkeeping Fee	(3,000.00)	
1005	Forvis	Auditing Fees	(8,700.00)	
1006	Schwartz Page & Harding LLP	Legal Fees	(1,350.18)	
Total Disbursements				(\$32,350.18)
Balance as of 01/08/2024				\$500.00

District Debt Summary as of 01/08/2024

Harris County MUD No. 569 - DSF



		WATER, SEWER, DRAINAGE	PARK/ROAD/OTHER	REFUNDING
Total \$ Authorized		Authorized	Authorized	Authorized
\$467.20M		\$241.50M	\$225.70M	\$467.20M
Total \$ Issued		Issued	Issued	Issued
\$4.52M		N/A	\$4.52M	N/A
Yrs to Mat	Rating	\$ Available To Issue	\$ Available To Issue	\$ Available To Issue
27	N-R	\$241.50M	\$221.18M	\$467.20M

*Actual 'Outstanding' Refunding Bonds issued below may differ from the 'Issued' total above pursuant to Chapter 1207, Texas Government Code.

Outstanding Debt Breakdown

Series Issued	Original Bonds Issued	Maturity Date	Principal Outstanding
2023 - Road	\$4,520,000	2051	\$4,520,000
Total	\$4,520,000		\$4,520,000

District Debt Schedule
Harris County MUD No. 569 - DSF



Paying Agent	Series	Principal	Interest	Total
Bank of New York	2023 - Road	\$0.00	\$52,171.78	\$52,171.78
Total Due 03/01/2024		\$0.00	\$52,171.78	\$52,171.78

Paying Agent	Series	Principal	Interest	Total
Bank of New York	2023 - Road	\$0.00	\$121,960.00	\$121,960.00
Total Due 09/01/2024		\$0.00	\$121,960.00	\$121,960.00

Investment Profile as of 01/08/2024

Harris County MUD No. 569

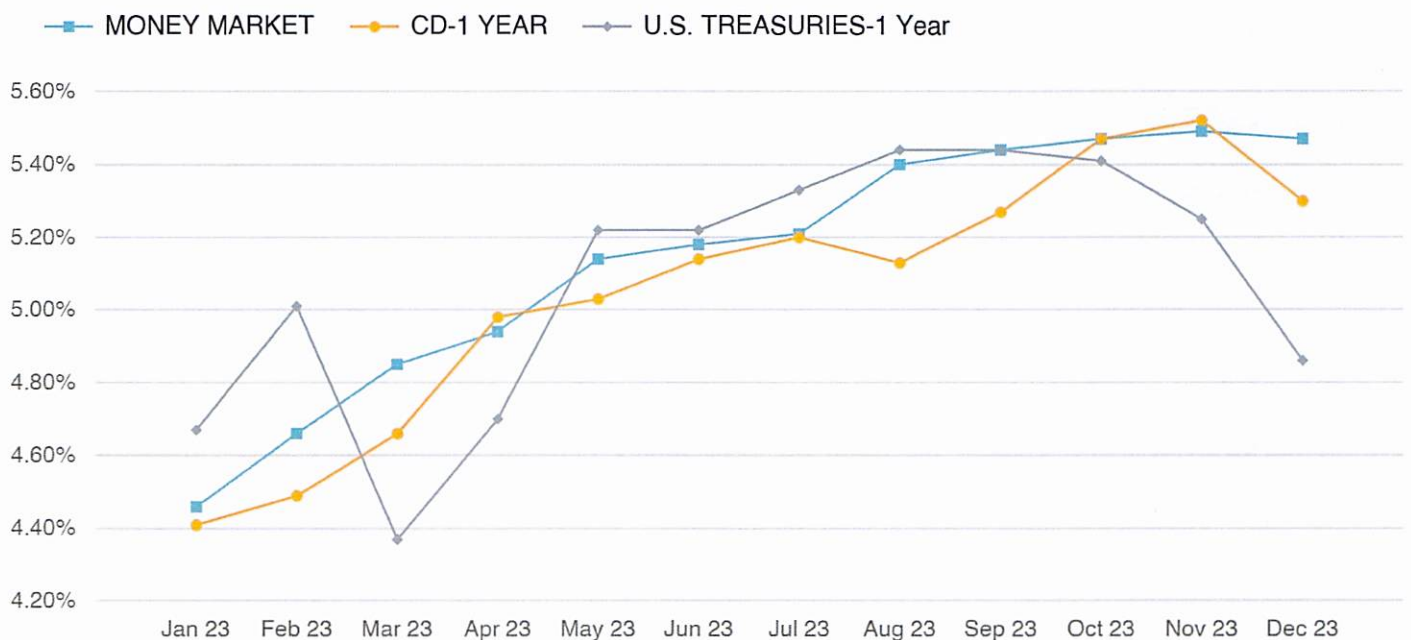


General Operating Fund	Capital Projects Fund	Debt Service Fund	Other Funds
Funds Available to Invest \$525,008	Funds Available to Invest \$6,257	Funds Available to Invest \$366,886	Funds Available to Invest N/A
Funds Invested \$437,827	Funds Invested \$5,757	Funds Invested \$366,886	Funds Invested N/A
Percent Invested 83%	Percent Invested 92%	Percent Invested 100%	Percent Invested N/A

Term	Money Market	Term	Certificate of Deposit	Term	U.S. Treasuries
On Demand	5.45%	180 Days	5.42%	180 Days	5.25%
		270 Days	5.42%	270 Days	5.25%
		1 Yr	5.28%	1 Yr	4.82%
		13 Mo	5.15%	13 Mo	N/A
		18 Mo	4.02%	18 Mo	4.82%
		2 Yr	1.99%	2 Yr	4.37%

*Rates are based on the most current quoted rates and are subject to change daily.

Investment Rates Over Time (By Month) | January 2023 - December 2023



Account Balance as of 01/08/2024

Harris County MUD No. 569 - Investment Detail



FUND: General Operating

Financial Institution (Acct Number)	Issue Date	Maturity Date	Interest Rate	Account Balance	Notes
Money Market Funds					
TEXAS CLASS (XXXX0001)	08/22/2023		5.55%	437,826.81	
Checking Account(s)					
CENTRAL BANK - CHECKING (XXXX3660)			0.00%	14,837.94	Checking Account
CENTRAL BANK - CHECKING (XXXX8883)			0.00%	72,343.26	Operator
Totals for General Operating Fund				\$525,008.01	

FUND: Capital Projects

Financial Institution (Acct Number)	Issue Date	Maturity Date	Interest Rate	Account Balance	Notes
Money Market Funds					
TEXAS CLASS (XXXX0002)	10/09/2023		5.55%	2,518.08	2023 Road
TEXAS CLASS (XXXX0003)	10/09/2023		5.55%	3,239.23	2023 BAN
Checking Account(s)					
CENTRAL BANK (XXXX2325)			0.00%	500.00	Cash In Bank
Totals for Capital Projects Fund				\$6,257.31	

FUND: Debt Service

Financial Institution (Acct Number)	Issue Date	Maturity Date	Interest Rate	Account Balance	Notes
Money Market Funds					
TEXAS CLASS (XXXX0006)	11/29/2023		5.55%	366,886.25	Road
Checking Account(s)					
CENTRAL BANK (XXXX1101)			0.00%	0.00	Cash in Bak
Totals for Debt Service Fund				\$366,886.25	

Grand Total for Harris County MUD No. 569 :

\$898,151.57

Capital Projects Fund Breakdown

HARRIS COUNTY MUD NO. 569

As of Date 1/8/2024

Net Proceeds for All Bond Issues

Receipts

Bond Proceeds - Series 2023 Road	\$4,520,000.00
Interest Earnings - Series 2023 Road	33.01
Bond Proceeds - Series 2023 BAN	1,565,000.00
Interest Earnings - Series 2023 BAN	23.82

Disbursements

Disbursements - Series 2023 Road	(4,517,014.93)
Disbursements - Series 2023 BAN	(1,561,784.59)

Total Cash Balance	\$6,257.31
---------------------------	-------------------

Balances by Account

Central Bank - Checking	\$500.00
Texas CLASS Series 2023 Road	2,518.08
Texas CLASS Series 2023 BAN	3,239.23

Total Cash Balance	\$6,257.31
---------------------------	-------------------

Balances by Bond Series

Bond Proceeds - Series 2023 Road	\$3,018.08
Bond Proceeds - Series 2023 BAN	3,239.23

Total Cash Balance	\$6,257.31
---------------------------	-------------------

Remaining Costs/Surplus By Bond Series

Total Amount in Remaining Costs	\$0.00
--	---------------

Surplus & Interest - Series 2023 Road	\$3,018.08
Surplus & Interest - Series 2023 BAN	3,239.23

Total Surplus & Interest Balance	\$6,257.31
---	-------------------

Total Remaining Costs/Surplus	\$6,257.31
--------------------------------------	-------------------

Cost Comparison - \$4,520,000 - Series 2023 Road

HARRIS COUNTY MUD NO. 569

	USE OF PROCEEDS	ACTUAL COSTS	REMAINING COSTS	VARIANCE (OVER)/UNDER
CONSTRUCTION COSTS				
Developer Items				
Sunterra, Sections 37 and 41	\$1,539,319.00	\$1,539,318.66	\$0.00	\$0.34
Sunterra, Section 39	1,086,430.00	1,086,430.26	0.00	(0.26)
Sunterra, Section 40	73,310.00	73,310.10	0.00	(0.10)
Engineering and testing	192,561.00	193,311.17	0.00	(750.17)
Land cost for right-of-way	671,312.00	672,572.45	0.00	(1,260.45)
Subtotal Developer Items	\$3,562,932.00	\$3,564,942.64	\$0.00	(\$2,010.64)
TOTAL CONSTRUCTION COSTS	\$3,562,932.00	\$3,564,942.64	\$0.00	(\$2,010.64)
NON-CONSTRUCTION COSTS				
Legal Fees	\$123,000.00	\$123,000.00	\$0.00	\$0.00
Fiscal Agent Fees	90,400.00	90,400.00	0.00	0.00
Developer Interest	176,413.00	181,061.32	0.00	(4,648.32)
Capitalized interest	372,900.00	365,880.00	0.00	7,020.00
Bond Discount	135,600.00	135,600.00	0.00	0.00
Bond Issuance Expenses	33,735.00	31,110.97	0.00	2,624.03
Engineering fees	20,500.00	20,500.00	0.00	0.00
Attorney General fee	4,520.00	4,520.00	0.00	0.00
TOTAL NON-CONSTRUCTION COSTS	\$957,068.00	\$952,072.29	\$0.00	\$4,995.71
TOTAL BOND ISSUE REQUIREMENT	\$4,520,000.00	\$4,517,014.93	\$0.00	\$2,985.07
Interest Earned				\$33.01
Total Surplus & Interest				\$3,018.08
Total Remaining Funds				\$3,018.08

Cost Comparison - \$1,565,000 - Series 2023 BAN

HARRIS COUNTY MUD NO. 569

	USE OF PROCEEDS	ACTUAL COSTS	REMAINING COSTS	VARIANCE (OVER)/UNDER
CONSTRUCTION COSTS				
Developer Items				
Sunterra, Sections 37 and 41	\$1,443,800.00	\$1,443,799.41	\$0.00	\$0.59
Subtotal Developer Items	\$1,443,800.00	\$1,443,799.41	\$0.00	\$0.59
TOTAL CONSTRUCTION COSTS	\$1,443,800.00	\$1,443,799.41	\$0.00	\$0.59
NON-CONSTRUCTION COSTS				
Developer advances	\$78,250.00	\$78,250.00	\$0.00	\$0.00
Legal fees	15,650.00	15,650.00	0.00	0.00
Financial advisor fees	15,650.00	15,650.00	0.00	0.00
Bond anticipation note issuance costs	11,650.00	8,435.18	0.00	3,214.82
TOTAL NON-CONSTRUCTION COSTS	\$121,200.00	\$117,985.18	\$0.00	\$3,214.82
TOTAL BOND ISSUE REQUIREMENT	\$1,565,000.00	\$1,561,784.59	\$0.00	\$3,215.41
Interest Earned				\$23.82
Total Surplus & Interest				\$3,239.23
Total Remaining Funds				\$3,239.23

EXHIBIT J

HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 569
1300 Post Oak Blvd., Suite 2400
Houston, Texas 77056

_____, 2024

Public Finance Authority
22 E. Mifflin Street, Suite 900
Madison, WI 53703

Re: Public Finance Authority Special Revenue Bonds
(Astro Texas Land Projects Municipal Utility Districts, Brazoria, Fort Bend,
Galveston, Harris and Waller Counties, Texas), Series 2024

Ladies and Gentlemen:

You have inquired about the status of the following agreements (collectively, the “*Development Agreements*”):

1. Amended and Restated Utility Development Agreement by and between Harris County Municipal Utility District No. 569 and Astro Sunterra, L.P. (Water, Sewer and Drainage Facilities) dated effective as of August 3, 2021;
2. Amended and Restated Utility Development Agreement by and between Harris County Municipal Utility District No. 569 and Astro Sunterra, L.P. (Recreational Facilities) dated effective as of August 3, 2021; and
3. Amended and Restated Utility Development Agreement by and between Harris County Municipal Utility District No. 569 and Astro Sunterra, L.P. (Road Facilities) dated effective as of August 3, 2021.

To the best of the District’s actual knowledge, without having conducted any investigation as to the matter, as of the date hereof: (i) the parties to the above referenced agreements are not in default of said agreements, and (ii) there is no litigation pending, or, to the knowledge of the undersigned, threatened against the District questioning the corporate existence or boundaries of the District or which would impact the District’s ability to perform its obligations under the above agreements.

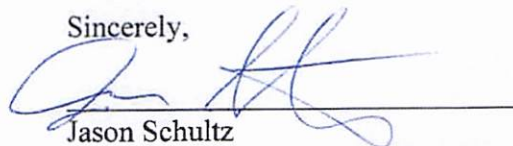
Additionally, the District has acknowledged receipt of notice of the following assignments:

1. Sale and Assignment Agreement dated as of [DATED DATE], 2024, by Astro Texas Land, L.P., the Public Finance Authority, and UMB Bank, N.A., as trustee (the “*Assignment Agreement*”).

Other than the assignment pursuant to the Assignment Agreement, the District has received no notice of any other assignment of District Proceeds. It is noted that the term District Proceeds does not include any amount to be reimbursed or due and owing, now or in the future, pursuant to any agreements other than those Development Agreements specifically listed hereinabove.

Reference is made to the District's Order Authorizing the Issuance of \$4,520,000 Unlimited Tax Road Bonds, Series 2023 (the "*2023 Order*"), adopted on November 13, 2023. To the best of the District's actual knowledge, without having conducted any investigation as to the following matters, as of the date hereof: (i) the District has not issued any additional unlimited tax bonds following the date of closing on said Unlimited Tax Bonds, Series 2023; and (ii) there has been no cancellation of any of the voted authorizations for the issuance of unlimited tax bonds stated in Section 1.05(c), (d) and (e) of the 2023 Order.

Sincerely,



Jason Schultz
President of the Board of Directors

ACKNOWLEDGEMENT, CONSENT AND INDEMNITY

Harris County Municipal Utility District No. 569 (the “**District**”) does hereby acknowledge and consent to (i) the sale, transfer, conveyance and grant by Astro Sunterra, L.P., a Delaware limited partnership (the “**Developer**”), of the right to reimbursements (the “**District Proceeds**”) payable to the Developer pursuant to that certain Amended and Restated Utility Development Agreement (Water, Sewer and Drainage Facilities), that certain Amended and Restated Utility Development Agreement (Recreational Facilities), and that certain Amended and Restated Utility Development Agreement (Road Facilities), each by and between the District and Developer and dated effective as of August 3, 2021 (collectively, the “**Development Agreement**”) to the Public Finance Authority, a governmental entity established pursuant to Section 66.0304 of the Wisconsin Statutes, as amended (the “**Authority**”), and (ii) the terms and provisions of the Sale and Assignment Agreement that relate to the District (the “**Agreement**”) to which this Acknowledgement, Consent and Indemnity is attached and recorded under Clerk’s File No. _____, Real Property Records of Harris County, Texas. Capitalized terms used herein have the meanings defined in the Agreement.

The District does hereby further acknowledge its receipt of notice of the following in connection with the Agreement:

- i. The District Proceeds have been sold, assigned, granted and transferred to the Authority and the Trustee as security for the Authority’s Special Revenue Bonds (Astro Texas Land Projects Municipal Utility Districts, Brazoria, Fort Bend, Galveston, Harris and Waller Counties, Texas) Series 2024 (the “**PFA Bonds**”);
- ii. The Authority and the Developer have directed that the District Proceeds be paid by the District to UMB Bank, N.A., a national banking association, as trustee (the “**Trustee**”) pursuant to the Agreement; and
- iii. The Agreement provides that the Developer will not seek to terminate or amend the Development Agreement without the written consent of the Authority or the Trustee which consent shall not be withheld unless in the reasonable judgment of the Authority or Trustee, such amendment would impair the security or availability of the District Proceeds.

The District, upon continuing compliance with the terms and conditions of the Development Agreement, agrees to pay directly to Trustee any District Proceeds owed to the Developer, subject to the terms and conditions of the Development Agreement; provided, however, that the District shall have the unqualified right, without incurring any liability to the Developer, the Authority or the Trustee, any of their respective successors and assigns, or any deemed third party beneficiaries of the payment of the District Proceeds to the Authority or Trustee, to interplead the District Proceeds (or any portion thereof) into the registry of a court with jurisdiction in the event there are any competing claims, disputes, protests, challenges, or similar matters asserted by any person or entity concerning or related to the District Proceeds, or any portion thereof, or the payment of such District Proceeds to Trustee (as the assignee of the Authority).

By its execution of this Acknowledgment the District disclaims any representations as to (i) the validity of the Assignment, and (ii) whether the Developer has satisfied the terms and conditions set forth in the Development Agreement which must be satisfied prior to the accrual of the District's obligation to pay any sum or sums due, or to become due, under the Development Agreement.

The Developer hereby represents and warrants that it has not assigned or attempted to assign any of its right, title, interest, or benefit in and under the Development Agreement and which is conveyed by the Agreement to any other person or entity, other than the Authority. In consideration of the District's execution of this Consent and Acknowledgment, **THE DEVELOPER HEREBY AGREES TO INDEMNIFY, DEFEND AND HOLD THE DISTRICT HARMLESS FROM AND AGAINST ANY AND ALL LOSS, COST, EXPENSE OR LIABILITY (INCLUDING REASONABLE ATTORNEYS FEES), ARISING OUT OF OR IN ANY WAY RELATED TO (I) THE DEVELOPER'S BREACH OF THE FOREGOING REPRESENTATION AND WARRANTY, AND (II) ANY CLAIMS, LAWSUITS, JUDGMENTS, DISPUTES, PROTESTS, CHALLENGES AND SIMILAR MATTERS ASSERTED BY ANY PARTY AS TO ANY SUM OR SUMS PAID OR DUE, OR TO BECOME DUE, UNDER THE DEVELOPMENT AGREEMENT.**

The Authority hereby represents and warrants that, except to Trustee, it will not assign or attempt to assign any of its right, title, interest or benefit in and under the Development Agreement unless such assignment strictly complies with the terms of such Development Agreement. **IN CONSIDERATION OF THE DISTRICT'S EXECUTION OF THE ACKNOWLEDGMENT, THE DEVELOPER HEREBY AGREES TO PAY ALL REASONABLE ATTORNEYS FEES AND EXPENSES INCURRED BY THE DISTRICT WHICH ARISE OUT OF OR ARE IN ANY WAY RELATED TO A BREACH OF THE FOREGOING REPRESENTATIONS AND WARRANTIES.**

The foregoing indemnities and hold harmless agreements running in favor of the District are specifically intended to cover all costs of the District for any future litigation, including attorneys fees and expenses, other defense costs, and the costs of enforcing the indemnities and hold harmless agreements.

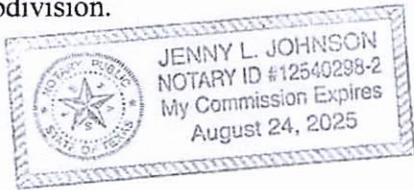
AGREED TO AND EXECUTED on _____, 2024.

**HARRIS COUNTY MUNICIPAL UTILITY
DISTRICT NO. 569**

By: [Signature]
President, Board of Directors

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on this 8th day of January, 2024 by Jason Schultz, President of the Board of Directors of Harris County Municipal Utility District No. 569, a political subdivision of the State of Texas, on behalf of said political subdivision.



[Signature]
Notary Public in and for the
State of Texas

(SEAL)

AGREED TO AND EXECUTED on _____, 2024.

DEVELOPER:

ASTRO SUNTERRA, L.P.,
a Delaware limited partnership

By: _____
Name: _____
Title: _____

THE STATE OF TEXAS §
 §
COUNTY OF _____ §

This instrument was acknowledged before me on this the ____ day of _____, 2024, by _____, _____ of Astro Sunterra, L.P., a Delaware limited partnership, on behalf of said entities.

Notary Public in and for the
State of Texas

(SEAL)

AGREED TO AND EXECUTED on _____, 2024.

ISSUER:

PUBLIC FINANCE AUTHORITY

By: _____
Name: _____
Title: Assistant Secretary

THE STATE OF WISCONSIN §
 §
COUNTY OF _____ §

 This instrument was acknowledged before me on this ____ day of _____, 2024,
by _____, Assistant Secretary of the Public Finance Authority, a unit of
government and public body corporate and politic of the State of Wisconsin, on behalf of said entity.

Notary Public in and for
the State of Wisconsin

(SEAL)

AGREED TO AND EXECUTED on _____, 2024.

TRUSTEE:

UMB BANK, N.A.

By: _____

Name: _____

Title: _____

THE STATE OF _____ §

§

§

COUNTY OF _____ §

§

This instrument was acknowledged before me on this ____ day of _____, 2024, by _____, _____ of UMB Bank, N.A., a national banking association, on behalf of said entity.

Notary Public in and for
the State of _____

(SEAL)

§
**PUBLIC FINANCE AUTHORITY
SPECIAL REVENUE BONDS
(ASTRO TEXAS LAND PROJECTS, MUNICIPAL UTILITY DISTRICTS BRAZORIA,
FORT BEND, GALVESTON, HARRIS AND WALLER COUNTIES, TEXAS)
SERIES 2024**

CERTIFICATE OF HARRIS COUNTY MUNICIPAL UTILITY DISTRICT 569

_____, 2024

This certificate is being delivered by Harris County Municipal Utility District No. 569 (the “District”) to the Public Finance Authority (the “Authority”), in connection with the issuance by the Authority of the \$_____ aggregate principal amount of Public Finance Authority Special Revenue Bonds (Astro Texas Land Projects, Municipal Utility Districts Brazoria, Fort Bend, Galveston, Harris and Waller Counties, Texas) Series 2024 (the “Bonds”). The District is informed that the Bonds are being issued to finance the acquisition and construction of certain public infrastructure improvements that, upon completion of construction and conveyance to the District pursuant to the Development Agreement (as defined in the Indenture for the Bonds) will be owned by the District or another governmental unit (such improvements, the “Project”, as more fully described in the Authority’s Tax Certificate and Agreement dated the date hereof (the “Tax Certificate”), to which this letter is attached as Exhibit ____). Unless the context clearly indicates otherwise, each capitalized term used in this letter will have the meaning set forth in the Tax Certificate.

The District hereby acknowledges or certifies, as appropriate, as follows:

1. The District understands the Bonds are being issued by the Authority to finance and refinance the Project;
2. The District certifies that, upon completion of construction and conveyance of the Project to the District or another governmental unit pursuant to the Development Agreement, the Project is to be owned, operated, and maintained by the District or another governmental unit (unless an opinion of nationally recognized bond counsel is first obtained that the tax-exempt status of the interest on the District Bonds, which are issued as tax-exempt and related to the Project, is not adversely affected, or the management and operation of the Project complies with section 7 below);
3. The District acknowledges that the Bonds are being issued to finance certain public infrastructure projects to benefit the District in anticipation of the District issuing its bonds (the “District Bonds”), which are reasonably expected to be used to retire the Bonds;

4. The District has agreed with Astro Sunterra, L.P., a Delaware limited partnership (together with its successors and assigns, the "Developer"), to make all reasonable efforts to obtain approval for the issuance of the District Bonds for the purposes of paying the Developer for the costs of the Project;
5. The Project will serve customers within the District, which customers are expected to be charged standard rates and charges;
6. Upon taking ownership of the Project in accordance with the Development Agreements, and to the extent District approval is needed prior to taking ownership, the District is the only entity authorized to enter into or authorize any agreements or arrangements with respect to use of the Project;
7. The District has not contracted in any manner with any company, firm or other person or entity to operate and/or maintain the Project or any part of it, for and on behalf of the District, and does not expect to and will not enter into any other contracts for the operation, maintenance or management of the Project or any part of it, or otherwise use any portion of the Project unless the District consults with a nationally recognized bond counsel and such bond counsel agrees that such agreement complies with Rev. Proc. 2017-13, as amended, and/or any supplement or replacement thereof; and
8. There is not and, as of the date hereof, the District does not anticipate entering into, any lease, contract or other understanding or arrangement, such as a take-or-pay contract or output contract, with any person other than a state or local governmental unit, pursuant to which the District expects that proceeds of the Bonds, or the Project financed therewith, will be used in the trade or business of such person (including all activities of such persons who are not individuals). The District reasonably expects that it will not take any action or fail to take any action with respect to the Project, or allow the use of the Project to the extent it is within the District's control, that would give rise to private business use as defined by Section 141(b)(6) of the Internal Revenue Code.

By executing this certificate, the District expressly disclaims any representation or certification relating to the ownership, operation, maintenance or the user of any portion of the Project prior to its conveyance to the District, or after any conveyance to other entities that are political subdivisions of the State of Texas. The District further expressly disclaims any approval of the term of any instrument relating to the sale or issuance of the Bonds, and shall have no responsibility whatsoever therefor. The District further disclaims any representation as to any federal, state, or local tax consequences resulting from the ownership of, receipt or actual of interest on, or the disposition of the Bonds. Under no circumstances shall the District be responsible for payment of any moneys in connection the issuance of the Bonds, other than payment made pursuant to and in accordance with the Development Agreement with the Developer and the terms of the District's Acknowledgment and Consent of that certain Sale and Assignment Agreement dated the date hereof by and among the Developer, the Authority and UMB Bank, N.A. The execution of this certificate does not constitute an obligation by the District to issue its District Bonds. Lastly, nothing herein shall be construed to limit the ability of the District to issue bonds

to finance District's water, wastewater, drainage, roads or other infrastructure improvements without Developer funding that may be necessary to serve the District. Similarly, nothing herein shall be construed to limit the ability of the District to issue bonds to reimburse another developer of property with the District for similar infrastructure pursuant to a separate developer agreement.

[SIGNATURE PAGE FOLLOWS]

Dated as of the date first above written.

**HARRIS COUNTY MUNICIPAL UTILITY
DISTRICT NO. 569**, a political subdivision of the State
of Texas

By



Jason Schultz

President, Board of Directors

HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 569
1300 Post Oak Blvd., Suite 2400
Houston, Texas 77056

January 8, 2024

Public Finance Authority
22 E. Mifflin Street, Suite 900
Madison, WI 53703

Re: Public Finance Authority Special Revenue Bonds
(Astro Texas Land Projects Municipal Utility Districts, Brazoria, Fort Bend,
Galveston, Harris and Waller Counties, Texas) Series 2024

Ladies and Gentlemen:

Harris County Municipal Utility District No. 569, a political subdivision of the State of Texas (the "District") has been informed that the Public Finance Authority (the "PFA"), proposes to issue its special revenue bonds in the principal amount of not to exceed \$200,000,000 (the "*PFA Bonds*"), the proceeds of which will finance multiple municipal utility district projects in Texas, including one or more projects located within the District in Harris County, Texas, consisting of the design, construction and acquisition of certain public infrastructure improvements including water supply and distribution, wastewater collection and treatment, drainage, storm water control, water quality, recreational facilities and road facilities to be located partially or fully within the boundaries of the District, and owned by the District or another governmental entity (the "*Harris County 569 Project*"). The Harris County 569 Project is being constructed pursuant to that certain Amended and Restated Utility Development Agreement (Water, Sanitary Sewer, and Drainage Facilities), that certain Amended and Restated Utility Development Agreement (Road Facilities), and that certain Amended and Restated Utility Development Agreement (Recreational Facilities), each effective August 3, 2021 (collectively, the "*Development Agreements*"), by and between the District and Astro Sunterra, L.P., a Delaware limited partnership (the "*Developer*"), pursuant to which the Developer agreed to construct the Project, and the District agreed to issue bonds (the "*District Bonds*") the proceeds of which would be paid to the Developer, subject to the terms and conditions of the Development Agreements, as reimbursement for payments made for the benefit of the District to construct eligible public infrastructure costs of the Project to be owned by the District or another governmental entity.

The District has been informed that the PFA Bonds that are anticipated to be sold will be secured by the sale and assignment of the Developer's right to receive the future proceeds from the sale of certain District Bonds otherwise payable to the Developer pursuant to the terms of the Development Agreements.

The District has been further informed that Section 66.0304(11)(a) of the Wisconsin Statutes provides the PFA may not issue bonds to finance a capital improvement project unless the governing body, or the highest ranking executive or administrator, of a political subdivision (defined to include any city, village, town, county, district, authority, agency, commission, or other

similar governmental entity in another state or office, department, authority, or agency of such other state or territory of the United States) within whose boundaries the project is to be located, has approved the financing of the project.

Compliance by the District with Section 66.0304(11)(a) of the Act does not constitute an endorsement of the PFA Bonds or the Project by the District, or a commitment by the District, or any other governmental body, to provide any other approvals that may be required in connection with the Project, or an undertaking of any responsibility of any kind with respect to the PFA Bonds.

The potential benefits to the District from the proposed Project include the development of public infrastructure that will allow for access to new development that will increase the District's tax base including increased real property tax revenues.

As the President of the District, I am the highest-ranking executive of the District. Solely for purposes of satisfying the requirements of Section 66.0304(11)(a) of the Wisconsin Statutes, I hereby provide this letter as evidence of approval of the above-described financing by the District, but in no other way provide any opinion or endorsement with respect to the issuance of the PFA Bonds. This letter does not constitute a commitment by the District, or any other governmental body, to provide any other approvals that may be required in connection with the above-described Project, or an undertaking of any responsibility of any kind with respect to the PFA Bonds. This letter shall not be referred to in connection with the marketing and sale of the PFA Bonds.

[Signature Page Follows]

HARRIS COUNTY MUNICIPAL UTILITY
DISTRICT NO. 569

By: 
Jason Schultz
President, Board of Directors

EXHIBIT K



To: BOD – Harris-Waller Counties MUD 5 /
Waller County MUD 37 / Harris County MUD 569 / Waller County MUD 35

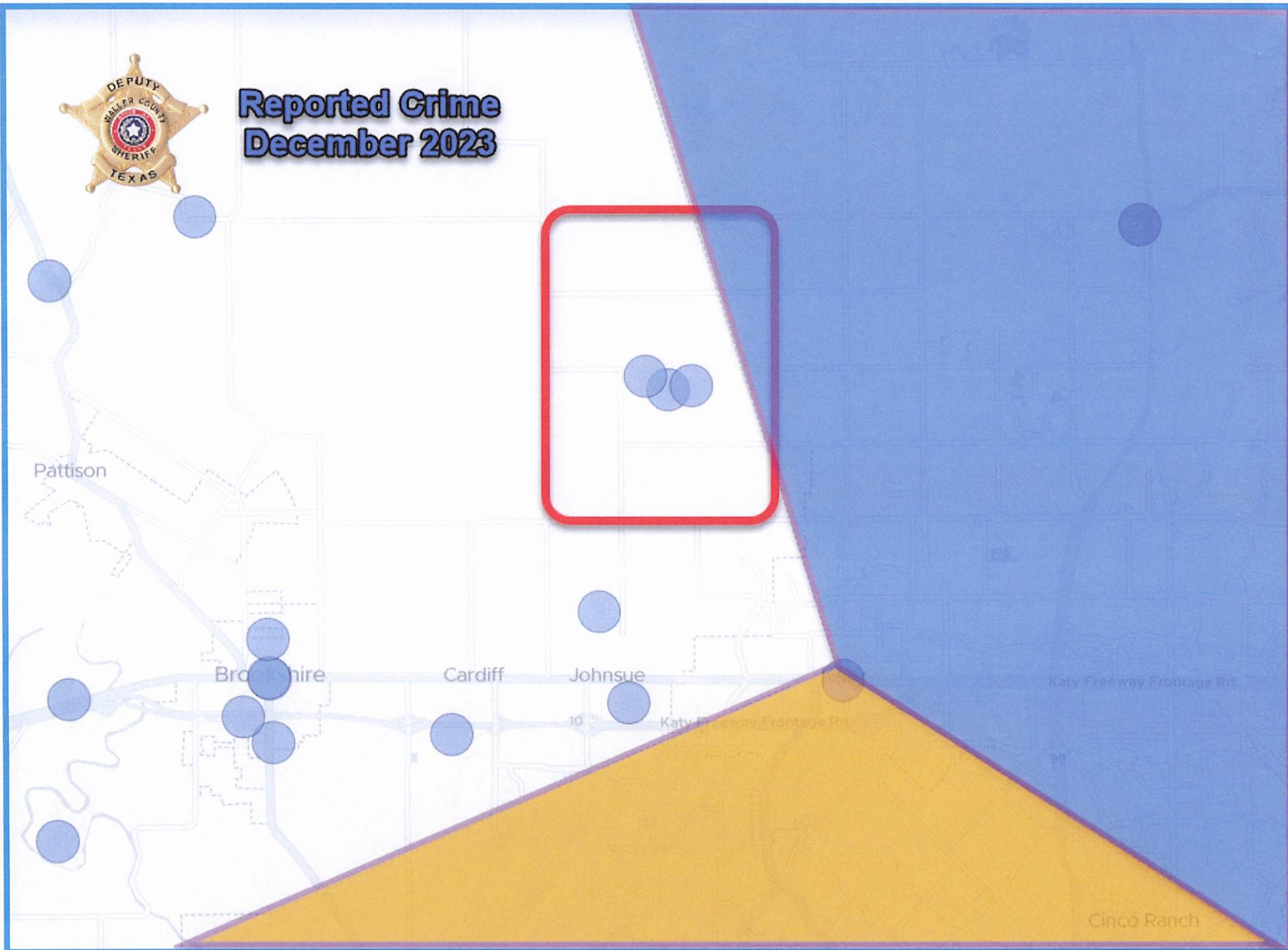
December 2023

- The rate of *reported theft **reduced** for the month of December.
- Continued spotter activity during the **night**.
- Time of offenses has continued to occur during the early morning and midafternoon hours throughout the week.
- Police patrols have been shifted to combat the increase in material and appliance theft.
- 2 men caught entering constructed homes (with carpet) at night to perform sexual activity (see photos). They were found to be guest residents in the immediate area.
- Theft suspect was arrested and processed (see photos).

() Not all thefts are being reported.*

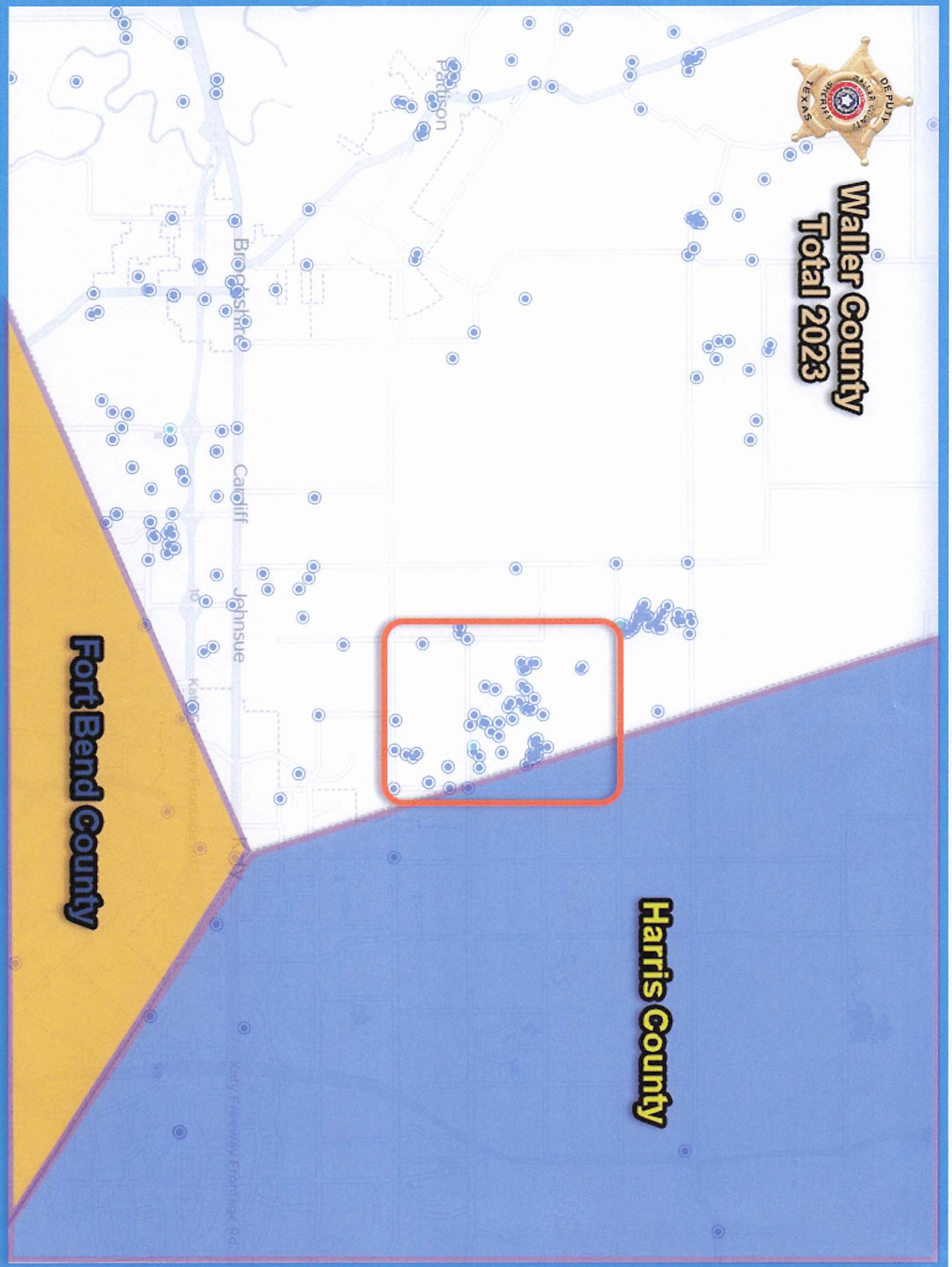


Reported Crime December 2023

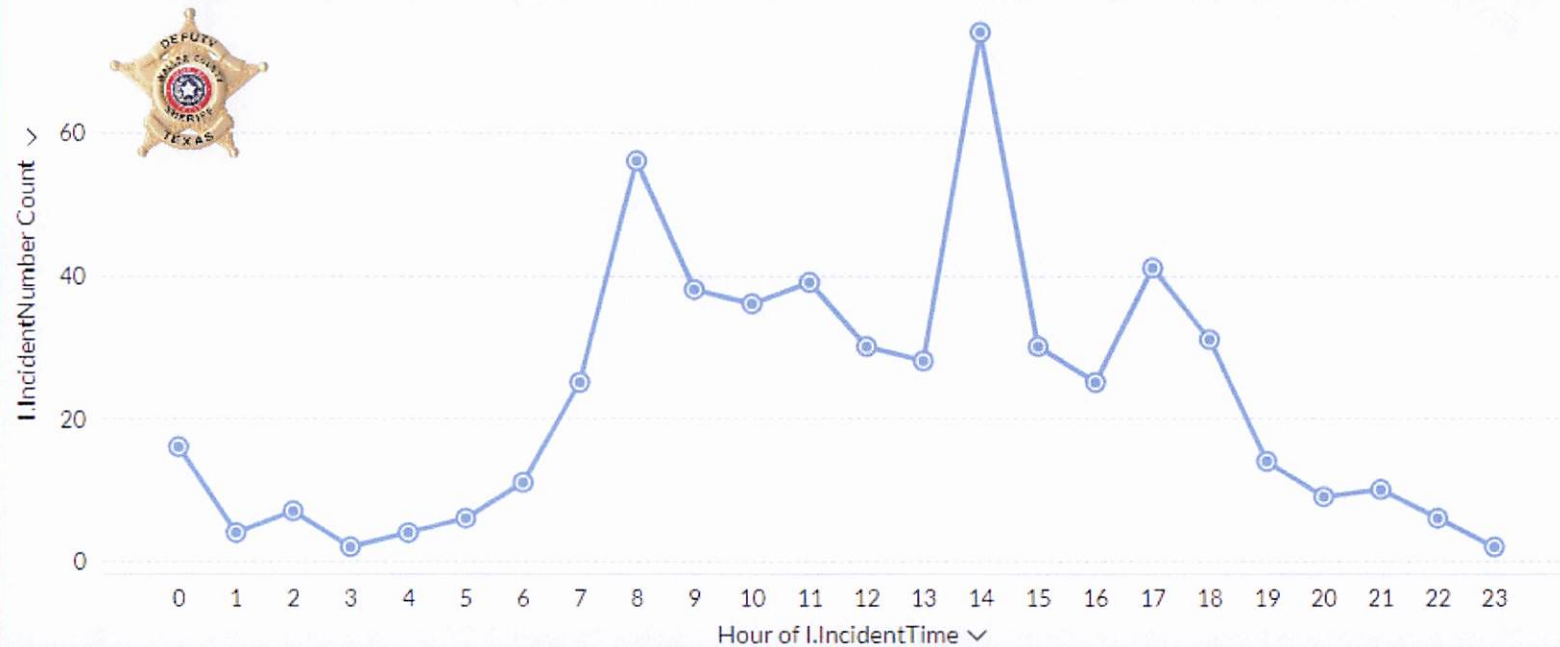




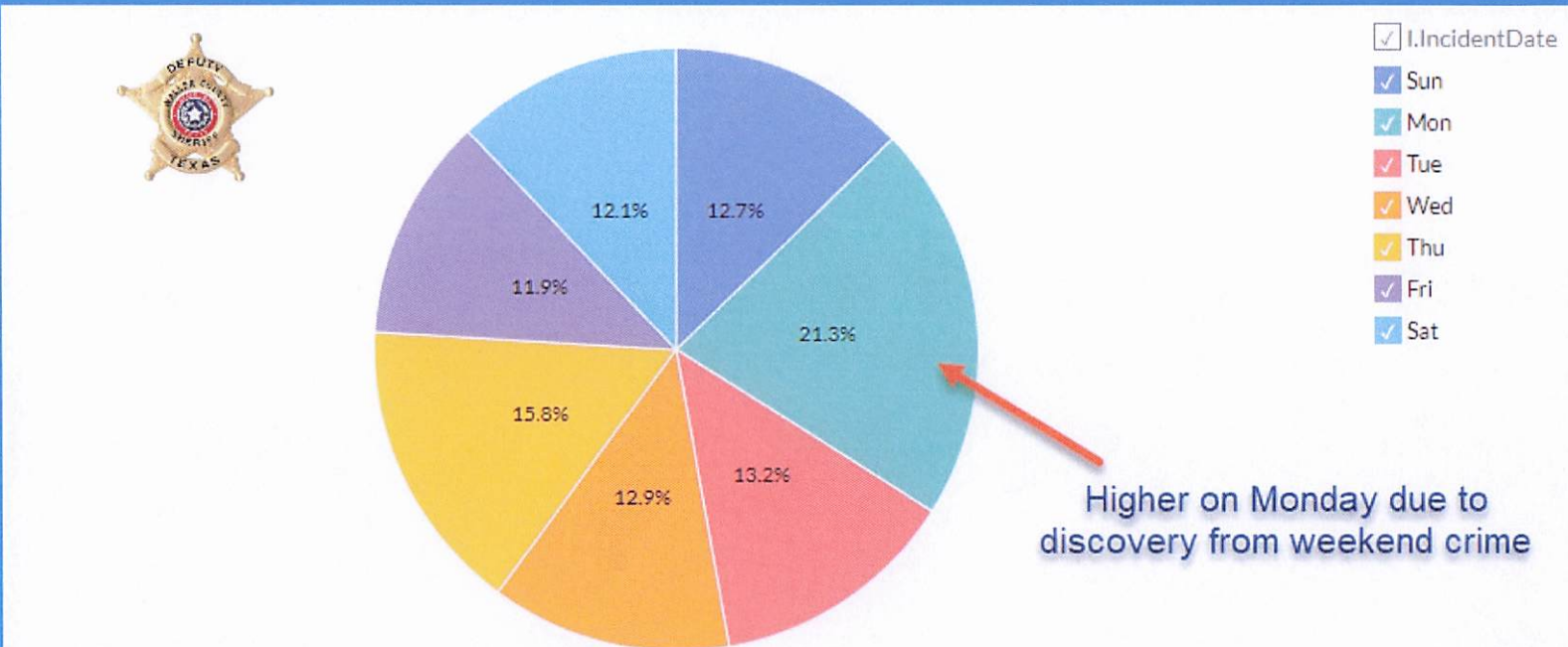
Waller County Total 2023

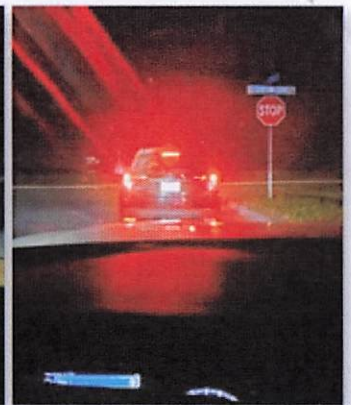


Offense Trends - Hour



Offense Trends - Day of Week



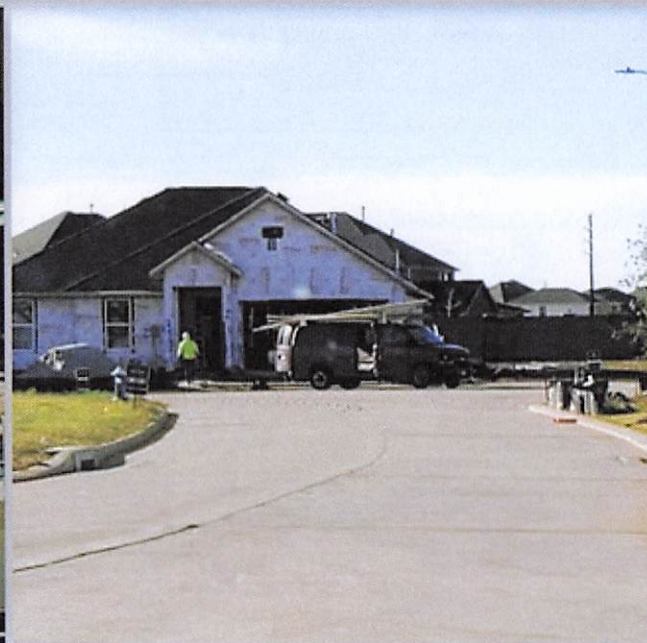
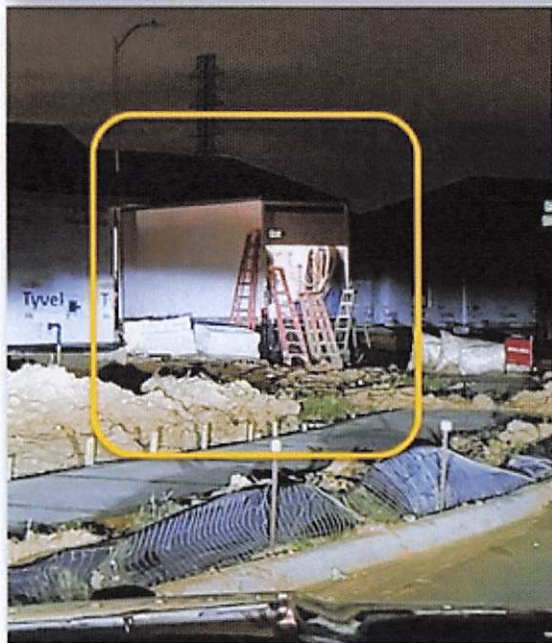


California USA IDENTIFICATION CARD FEDERAL LIMITS APPLY

ID **Y9791550**
 EXP **03/03/2028**
 LN **CALDERON VASCONEZ**
 FN **DIEGO FRANCISCO**
 6600 ETIWANDA AVE
 RESEDA, CA 91335
 DOB **03/03/1988**

SEX: M HAIR: BLK EYES: BRN
 HGT: 5'-06" WGT: 160 lb
 DD 10/17/2022 637A4/AAFD28

Deviant sexual behavior suspect #1

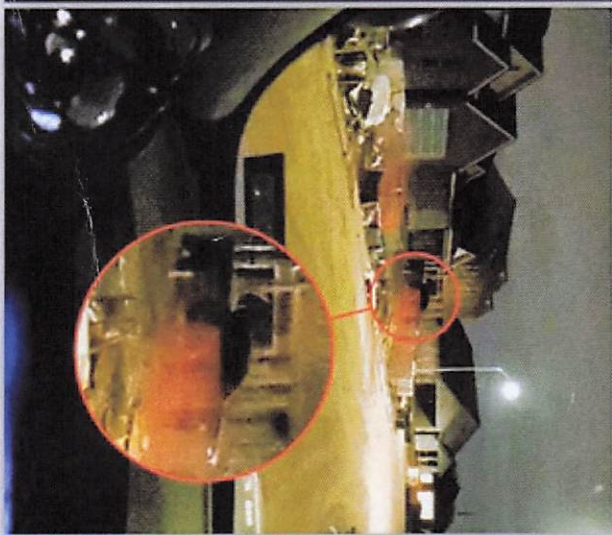
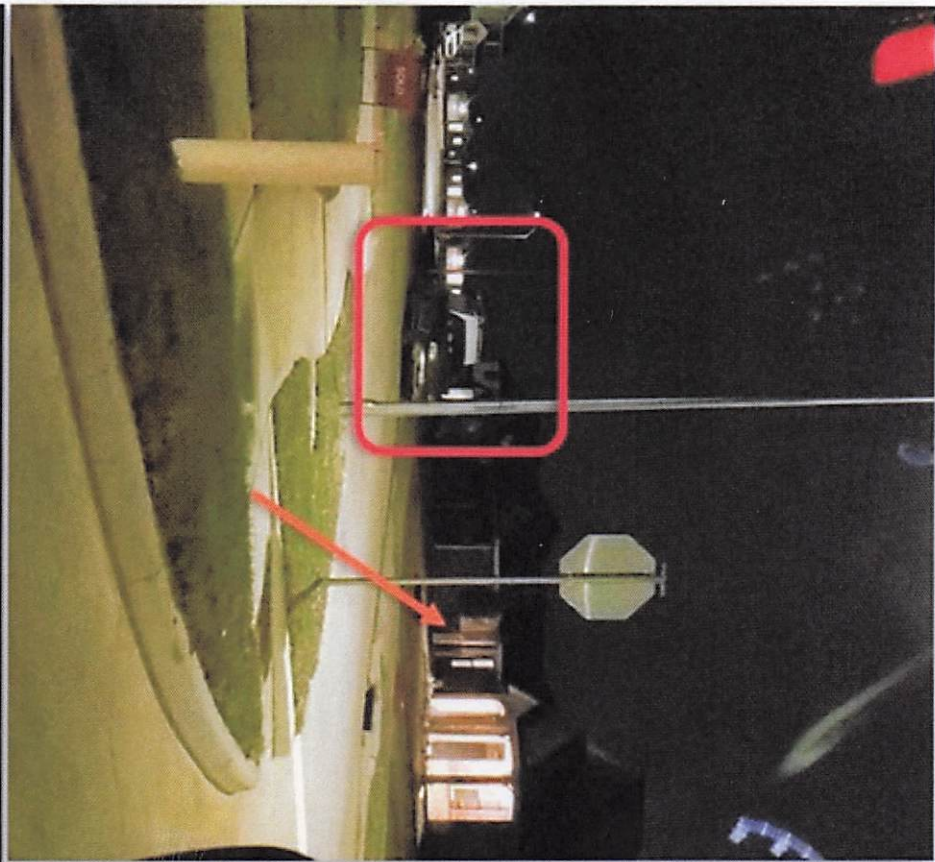


California USA DRIVER LICENSE

ID **D7333864** CLASS C
 EXP **12/17/2025** ENG NONE
 LN **SAENZ**
 FN **ROBERT D**
 5805 WHITE OAK AVE #18317
 ENCINO, CA 91436
 DOB **12/17/1988**
 RSTR NONE

SEX: M HAIR: BLK EYES: BRN
 HGT: 5'-07" WGT: 145 lb
 DD 8/10/2018 48A7000C0P018

Deviant sexual behavior suspect #2



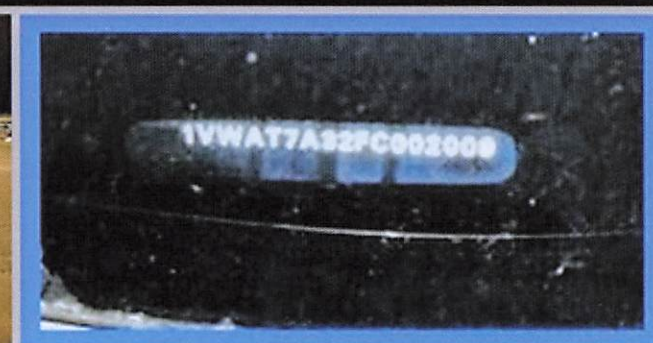
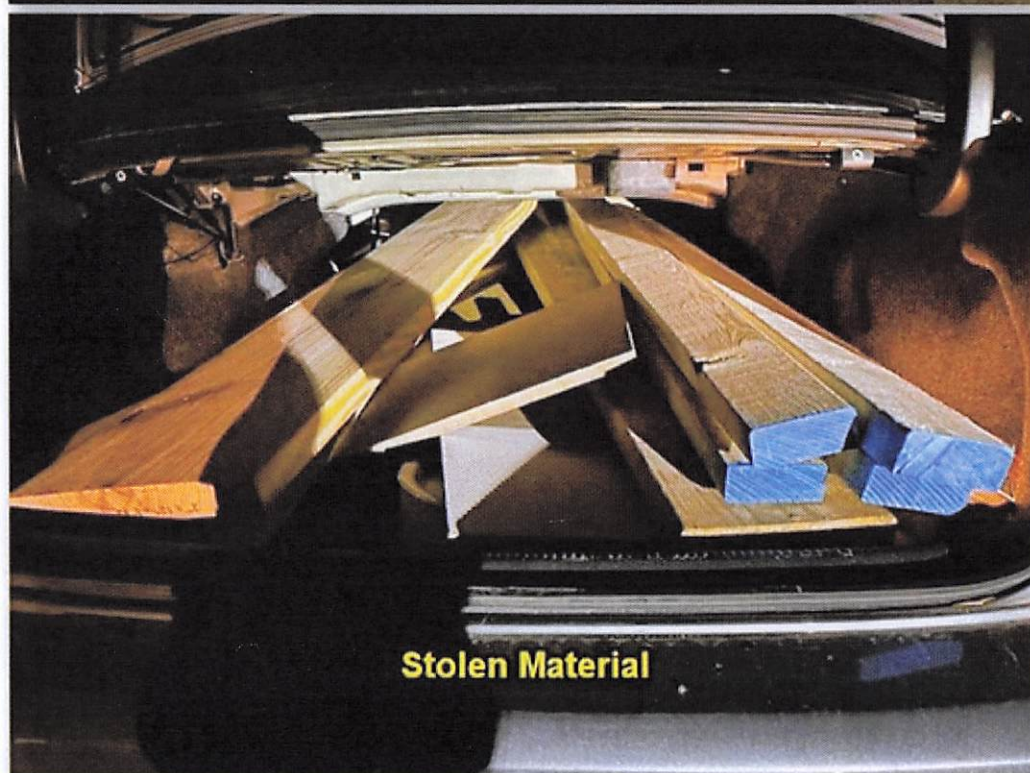
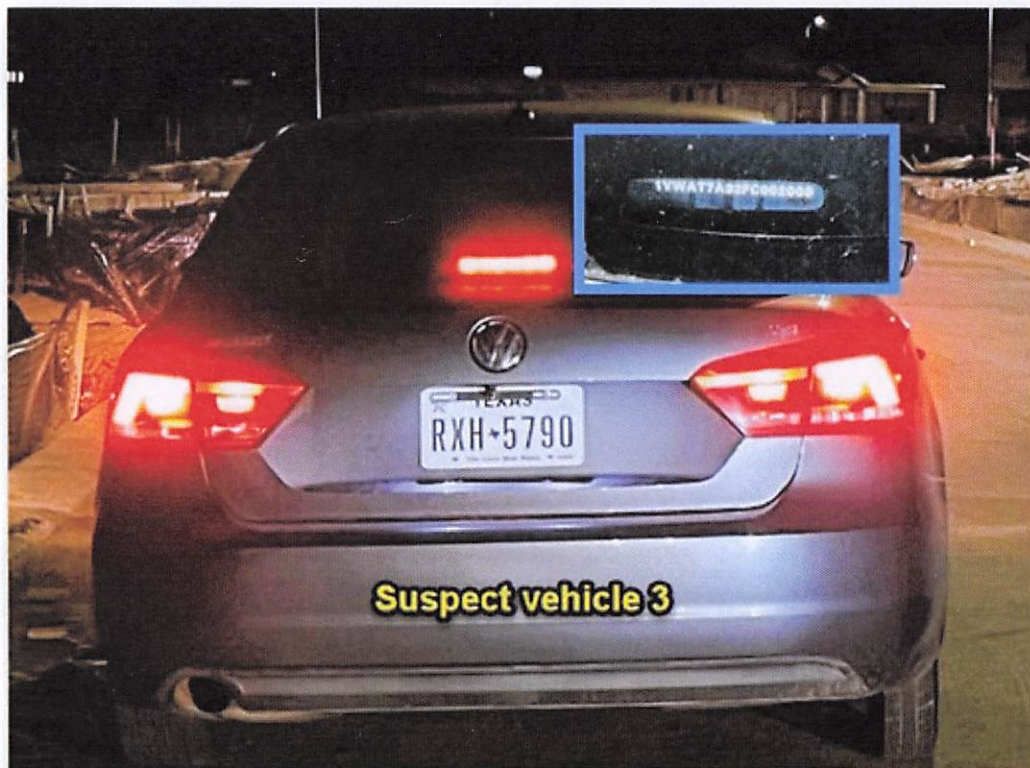


EXHIBIT L

MEMORANDUM

TO: Board of Directors (the "Board")
Harris County Municipal Utility District No. 569 (the "District")

FROM: Schwartz, Page & Harding, L.L.P. ("SPH")

DATE: January 8, 2024

RE: Independent Elections and Joint Elections with Harris County (the "County")

As you know, the Board must call a general directors election to be held by the District on the uniform election date in May of every even numbered year. The Board determines how the District's elections will be conducted. The Texas Election Code places the burden on the District to lawfully administer the election (an "independent election"). There is an alternative that allows the District to shift much of the administrative burden to the County. Specifically, Chapters 33 and 271 of the Texas Election Code allow the District to contract with the County such that the County will administer the District's elections jointly with the elections of other political subdivisions (a "joint election"). **Harris County has not yet decided whether it will offer joint election services for political subdivisions for the May 4, 2024 election.¹ A decision is expected in the next few weeks.**

Due to timing, SPH recommends that the District proceed with calling an independent election. In the event that Harris County offers joint election services for the May 4, 2024 election and the District's directors election is contested, then SPH recommends that the District contract with the County to participate in joint elections for the reasons discussed below.

A. Independent Elections

1. Administration of the Election. The District may hold an independent election at the discretion of the Board. In this case, the District is responsible for establishing and securing polling locations, scheduling the hours for voting, securing election machines, equipment, and supplies, preparing ballots, and appointing and training a presiding judge, alternate presiding judge, early voting clerk, and other clerks to lawfully conduct the election. These election officials' responsibilities include, among other things, preparing and opening the polling places, checking in voters, processing ballots voted by personal appearance and provisional ballots, securing

¹ Harris County is responsible for administering the May 5, 2024 primary election and the May 28, 2024 primary run-off election. However, Harris County may, but is not required to, administer the elections of other political subdivisions holding elections on the May 4, 2024 uniform election date.

election supplies, ballot cans, and voted ballots each night, and tabulating the results, etc. In addition, the Early Voting Clerk is responsible for processing ballots voted by mail.

2. Ballot by Mail and Early Voting Clerk Responsibilities. The process for balloting by mail is complex and time-intensive due to state law changes passed by the Texas Legislature.

- The volume of applications to ballot by mail has increased significantly because voters may file an annual application with the County to ballot by mail in all elections conducted within the County during the calendar year, including District elections. In addition, because 2024 is a presidential election year, the volume of applications to ballot by mail will likely be substantial.
- Balloting by mail materials must be prepared and mailed by the District's appointed Early Voting Clerk. The Early Voting Clerk will also receive voted ballots by mail at their home address. A summary of the ballot by mail requirements is set forth on Exhibit A.
- The Early Voting Clerk is required to make their name, mailing address, phone number, and email address available to the public.

3. Provisional Ballots. Since 2003, election officials have been responsible for managing the provisional balloting process. This process has always been complex and cumbersome, as it allows a voter to cast a ballot that is only opened and counted if, after reviewing the information contained on an envelope enclosing the voted ballot, the County Voter Registrar reviews the County's records and determines the voter was entitled to cast a vote in the election. This process is a challenge for election officials since a voter has the option to cast a provisional ballot if they fail to bring an acceptable form of identification to the polls. We note that the provisional balloting process takes place entirely at the District's polling location and does not often afford election officials the opportunity to consult with SPH if they have questions.

4. Polling Place; Site Security. The District is responsible for securing a polling location within the boundaries of the District for the early voting period and election day that must (i) be accessible to and usable by the elderly and persons with disabilities (e.g., ground level, minimum door widths, handrails and nonslip ramps, etc.), and (ii) have an area that can be locked and is only accessible by the election officials to ensure that the voting machines, election supplies, and ballot cans be securely stored each night. The election officials are also responsible for maintaining order at the polling place, including ensuring that there is no campaigning within 100 feet of the polling place and no cellphones or unauthorized devices inside the voting area, and addressing any voters that may be interfering with the election process.

5. Accessible Voting Machines. Each polling location must have an electronic voting machine that meets certain accessibility requirements unless the District's most recently scheduled directors' election was canceled or fewer than 250 voters voted at the District's most recently held directors' election. If the District does not qualify for said exemption, the district will incur additional costs to acquire or lease voting machines and to contract with a third party vendor to

program and test the machines and train election officials on how to operate the machines. Neither the District nor SPH currently owns voting machines.

B. *Joint Elections with the County*

As an alternative to conducting an independent election, *if the County decides to offer election services*, the District may enter into a joint election contract with the County pursuant to Chapters 33 and 271 of the Texas Election Code. In this case, the District would only be responsible for calling its election, providing the ballot language to the County, and posting notices of the election to the extent the County will not undertake the same. The County would be responsible for all other aspects of the election, including establishing and securing the polling locations, scheduling the hours for voting, securing the election machines, equipment and supplies, preparing ballots, processing ballot by mails, and appointing and training election officials to lawfully conduct the election. The cost of the election is shared on a pro-rata basis among the political subdivisions that participate in the joint election.

C. *Recommendation*

Due to timing, SPH recommends that the District proceed with calling an independent election. However, in the event that Harris County offers joint election services for the May 4, 2024 election and the District's directors election is contested, then SPH recommends that the District contract with the County to participate in the joint election. As discussed above, the process for checking in voters, the provisional balloting process, the requirements of the Early Voting Clerk, the ballot by mail process, the accessibility and security requirements for each polling place, and the election machine requirements, place a much heavier administrative burden on the District and its election officials. This burden significantly increases both the cost of an independent election and the risk that election officials will not conduct the District's election in compliance with state laws. In addition, a joint election is typically more cost-effective than an independent election.

D. *Publication of Notice regarding Voting System*

If the District holds an independent election, the District is not required to have an electronic voting machine because the District's most recently scheduled directors' election was canceled or fewer than 250 voters voted at the District's most recently held directors' election. However, the District must provide public notice that it will not provide electronic voting systems at the election. ***SPH recommends that the Board authorize SPH to provide notice of the District's intent not to provide electronic voting systems for the election by publication in a newspaper of general circulation in an area that includes the District. To minimize cost, SPH will be placing publications for its clients as group and dividing publication expenses equally.***

E. *Notification of County*

If the District would like to contract with the County to participate in joint elections if Harris County offers said services, ***the Board is requested to authorize SPH to notify the County of the District's intent to join the County's joint election once the County has made a decision.***

Exhibit A

Ballot by mail tasks that may be performed by SPH as Election Agent:

- Coordinate with the County to obtain the initial list of registered voters that have submitted an application for an *annual* ballot by mail or Federal Post Card Application ("FPCA") to the County. Note that applications may be submitted until the 11th day before Election Day.
- Review each application to confirm which address the ballot by mail should be mailed. Note that certain FPCA ballots may be mailed overseas or sent via email.
- Purchase ballot by mail materials from Hart InterCivic. Materials will include the ballot, the ballot envelope, the carrier envelope for early voting ballot, the carrier envelope instructions, and a statement of residence, if required. Mail merge addresses and prepare address stickers.

Ballot by mail tasks that must be performed by the Early Voting Clerk:

- Process each ballot by mail to send to the voter including preparing the envelope with the ballot, ballot envelope, carrier envelope, carrier envelope instructions, and a statement of residence, if required. Add return address stickers. This process is repeated for each ballot by mail received (generally 50 to 300 ballots by mail are sent per water district). ***This is a time-intensive process.***
- Continue to send ballots by mail as applications are received directly from voters or from the County. The Early Voting Clerk will first confirm that the voter has not voted by personal appearance if the application is received after Early Voting has begun.
- Designate next to each voter's name on the list of registered voters that a ballot by mail has been provided. These voters will not be allowed to vote by personal appearance unless the ballot received by mail is surrendered.
- Upon receipt of voted ballots by mail, which will be sent to the Early Voting Clerk's home address, store the returned ballots in a secure and locked location. SPH can provide a locked ballot can.
- During Early Voting and on Election Day, confirm that a voter voting by personal appearance was not provided a ballot by mail. If the voter was sent a ballot by mail, the voter cannot vote unless he/she surrenders the ballot received by mail. However, a voter can request to vote provisionally and execute an affidavit stating that the ballot by mail was not sent to the voter or was sent by mistake.
- Process each voted ballot by mail. To do so, the Early Voting Clerk must first determine whether each ballot should be accepted or rejected, as follows:
 - Review the carrier envelope to confirm that the envelope was properly sealed and has been properly signed;
 - Compare the signature on the carrier envelope to the signature on the ballot by mail application provided by the County;
 - Confirm that the voter is registered to vote in the District;
 - Confirm that the voter returned a completed and properly executed Statement of Resident form, if the voter was on suspense; and
 - Confirm that the voted ballot was timely received by 7:00 p.m. on Election Day, unless an exception applies. Note that there are exceptions (i.e., later deadlines) for certain ballots mailed from outside of the United States, certain qualifying domestic ballots, and ballots from members of the armed forces and merchant marines, their spouses and dependents.

- Count accepted ballot by mails and reject the ballots that did not satisfy the above requirements. A letter explaining the reason that a ballot was rejected will need to be mailed to the voter. SPH can assist with this task.

Exhibit M



House left unlocked
with appliances
inside.

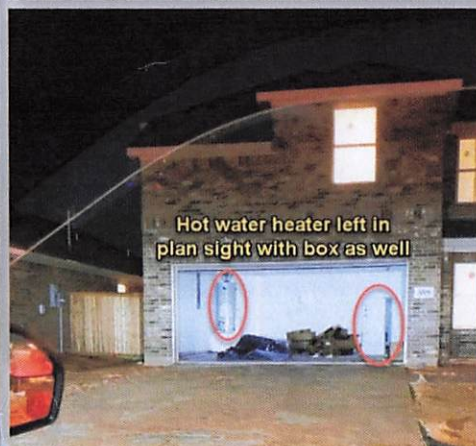


Hot water heater
and box left in
the open



Door to
house left
open

Appliance
box left out.

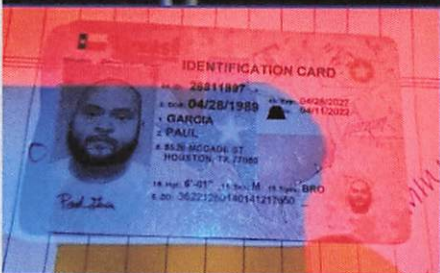
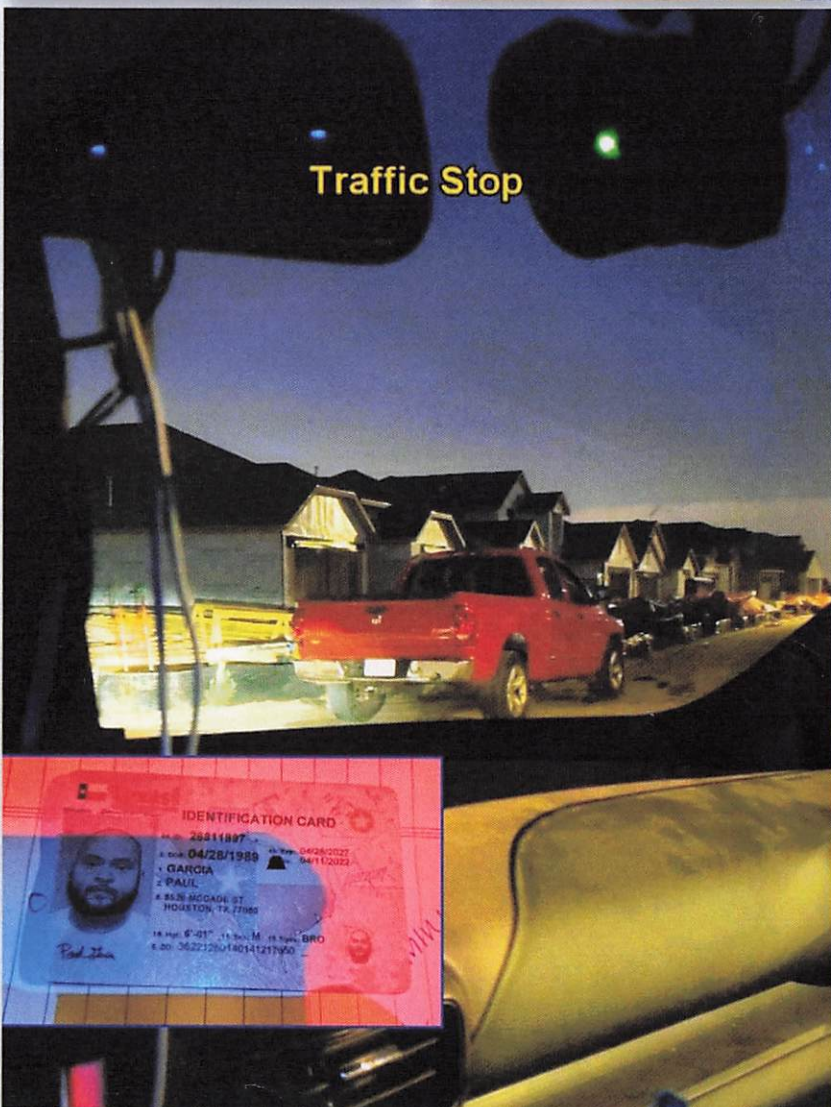


Hot water heater left in
plan sight with box as well





Traffic Stop



Known spotter
going to different
homes.

