

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF  
THE RIVER PLACE LIMITED DISTRICT**

**June 26, 2018**

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The Board of Directors (the “**Board**”) of the River Place Limited District of Travis County (the “**District**”), Texas met in **regular** session, open to the public on June 26, 2018, at the River Place Country Club, 4207 River Place Boulevard, Austin, Texas beginning at 7:00 p.m., pursuant to notice duly given in accordance with the law.

The roll was called of the following members of the Board to wit:

Scott Crosby	President
Arthur Jistel	Vice-President
Jennifer Mushtaler	Secretary
Ivar Rachkind	Treasurer
Tim Mattox	Assistant Secretary/Treasurer

and all Directors were present, thus constituting a quorum.

Also present were Patricia Rybachek and Michael Luft of Inframark (“**Inframark**”), the District’s General Manager; Herb Edmonson of Gray Engineering, Inc. (“**Gray**”), the District’s Engineer; and Morgan Johnson and Suzanne McCalla of McGinnis Lochridge (“**McGinnis**”), the District’s Attorney. Several members of the public were also present at the meeting. A copy of the sign-in sheet for those in attendance at the meeting is attached hereto.

Upon calling the meeting to order, Director Crosby noted that although there were several members of the public present at the meeting, no one wished to address the Board at this time.

The next item of business before the Board was approval of the monthly consent agenda containing the minutes of the May 22, 2018, regular Board of Directors meeting, and payment of District bills and expenses. After review, upon a motion duly made by Director Mushtaler and seconded by Director Mattox, the Board voted unanimously to approve the Consent Agenda, including the minutes of the May 22, 2018, regular Board of Directors meeting, as written.

The Board next considered the First Amendment to the Joint Use Access Agreement (the “**Amended Agreement**”). Director Crosby recalled that Alan Kane, a homeowner in the District residing at 8816 Big View Drive, had approached the former Board regarding the installation of a gate along Panther Hollow Drive in the District to limit access to the public during the evening hours to the section of the Woodlands Park located across the bridge in Panther Hollow (the “**Park**”). He noted that Mr. Kane was present at the meeting and wished to address the Board regarding the issue. Mr. Kane explained to the Board his belief that Panther Hollow Road was a private road and that

access should be limited. He said that Terry Irion, his attorney, believed that the Amended Agreement would not need to be approved by the City of Austin (the "**City**") or Travis County (the "**County**"). He emphasized that the number of persons using the bridge to cross into the Park had increased significantly over the past year, including the number of persons jumping from the bridge into Lake Austin. Terry Payne, a homeowner in Panther Hollow, opined that all of the owners of Lots 1 through 4 in Panther Hollow needed to agree to the installation of the gate as detailed in the Amended Agreement. He continued that contacting the other three lot owners in Panther Hollow had been difficult and that to date, a consensus has not been reached by the Panther Hollow homeowners either agreeing to the installation of a gate or to the Amended Agreement. Director Crosby stated his understanding that the gate would need to remain open during park hours to allow access to the park. Director Mushtaler questioned if vehicular access was required to access the Park and pointed out that a pedestrian bridge was located along the access easement that would allow persons to enter the Park on foot. Ms. Johnson reviewed the provisions included in the Amended Agreement and noted any changes to the Joint Use Access Easement, including the Amended Agreement, required approval of the City, the County, the District, as well as the owners of Lots 1 through 4 of Panther Hollow Creek Phase, II. She clarified that the Joint Use Access Easement provided for both vehicular and pedestrian access across the bridge, and that the Amended Agreement, as drafted, did not alter this provision. She continued that her office had attempted to contact Mr. Irion, regarding his belief that approval from the City and the County was not required but had received no response, to date. A lengthy discussion then ensued, after which the Board directed the District's Attorney to confirm the following: (1) what entities are required to approve the Amended Agreement; and (2) if vehicular "ingress and egress" could be limited through the amended Agreement.

Next, the Board discussed the issue of possibly assuming the maintenance and operations of the drainage system for the District from the City. Director Crosby explained that the District's Attorney as well as several members of the previous Board had been in contact with the City regarding assuming the drainage responsibilities for the District from the City in lieu of the City charging drainage fees to residents. Mr. Edmonson then presented a proposal to review the existing drainage structures within the District, including the wet pond, water quality ponds, detention ponds, drainage outfalls and area inlets (the "**Drainage Project**"). After a question from the Board regarding the time to complete the Drainage Project, Mr. Edmonson responded estimating that the Drainage Project should be completed within thirty days. After deliberation, upon a motion duly made by Director Mattox and seconded by Director Crosby, the Board voted unanimously to approve the Drainage Project, subject to prior confirmation from the City to allow the District to assume the maintenance and operations of the drainage system for the District. A copy of the proposal for the Drainage Project is attached hereto and shall be considered an exhibit to these minutes.

Director Rachkind next reported that work on the District's draft budget for the fiscal year ending September 30, 2019, was in progress.

Mr. Luft next discussed the status of the District's investments with the Board. He reviewed the income for the District and summarized the activity in each of the District's accounts. He pointed out that because the Board members had elected not to receive Directors fees for attendance at meetings, the District remained under budget overall. He stated that he had researched banks offering the highest interest rates for certificates of deposit ("**CD**") and that he had found some banks offering higher rates than previously reported. He added that he planned to bring CD purchase options to the Board for approval at the District's next Board meeting.

The next item of business before the Board was the ORDER DESIGNATING INVESTMENT OFFICER AND ESTABLISHING RULES AND POLICIES FOR THE INVESTMENT OF DISTRICT FUNDS AND REVIEW OF INVESTMENTS (the "**Investment Policy**"). After discussion, upon a motion duly made by Director Crosby and seconded by Director Mattox, the Board voted unanimously to approve the Investment Policy subject to the removal of the 12-month maturity limitation. A copy of the Investment Policy is included in the Board Packet, a copy of which is attached hereto as an exhibit.

The Board also reviewed the RESOLUTION ADOPTING BROKERS LIST FOR RIVER PLACE LIMITED DISTRICT (the "**Resolution**") adopting the updated list of brokers authorized to handle investments of the District. After further review, upon a motion duly made by Director Jistel and seconded by Director Rachkind, the Board voted unanimously to adopt the Resolution, as presented and to direct the District's Investment Officer to obtain new certifications from dealers and bankers, as needed. A copy of the Resolution thus approved is included in the Board Packet, attached hereto.

The next item of business before the Board was the RESOLUTION CONCERNING EXEMPTION OF RESIDENCE HOMESTEADS FROM TAXATION (the "**Exemption Resolution**"). After discussion, upon a motion duly made by Director Crosby and seconded by Director Rachkind, the Board voted unanimously to: (1) approve the Exemption Resolution maintaining the previous exemptions offered by the River Place Municipal Utility District [a \$25,000 over-65 or disable exemption and a 10% general homestead exemption]; and (2) authorize the District's Attorney to file the Exemption Resolution with the Travis County Appraisal District and the Travis County Tax Assessor/Collector. A copy of the Exemption Resolution is included in the Board Packet.

The Board then reviewed the District's Statement of Policies on Ethics, Travel, Financial, and Management Practices of River Place Limited District (the "**Ethics Policy**"). Ms. McCalla stated that the Ethics Policy was revised to reflect that Directors on the Board would not receive a fee of office for attending Board meetings and that fees of office would only be provided to Directors working on park and nature trail related matters. After a brief discussion, upon a motion duly made by Director Crosby and seconded by Director Mattox, the Board voted unanimously to approve the Ethics Policy as presented. A copy of the Ethics Policy is included in the Board Packet.

Director Mushtaler next updated the Board on the status of the District's ad hoc committee on traffic issues at the District's trailheads (the "**Traffic Committee**"). She stated that to date, very few residents had expressed an interest in participating in the Traffic Committee.

The Board then discussed the Fourth of July barbecue held within the District. After consideration, upon a motion duly made by Director Crosby and seconded by Director Mattox, the Board voted unanimously to approve the purchase of food for the event in an amount not to exceed \$4,000.

Next, the Board considered the request to have water slides at the River Place Residential Community Association's (the "**HOA**") Ice Cream Social. After a brief discussion, the Board declined to approve the request by the HOA.

The next item of business before the Board was the request by Four Points Pop Warner Football and Cheer Association ("**Pop Warner**") to hold a cheer camp at Sun Tree Park. Ms. Johnson pointed out that an agreement would need to be executed with Pop Warner and waivers of liability as well as proof of insurance obtained to protect the District. After discussion, upon a motion duly made by Director Jistel and seconded by Director Crosby, the Board voted unanimously to authorize Pop Warner to hold the cheer camp, subject to the District's Attorney's review and approval of an agreement with Pop Warner and the submission of waivers and proof of insurance.

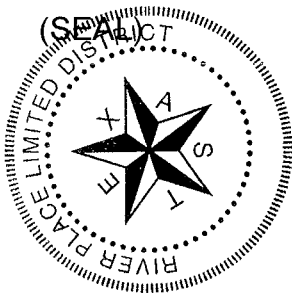
Director Jistel then presented a proposal from Capital Landcare & Utilities ("**Capital**") in the amount of \$975.00 to remove several dead cedar trees within the District. Ms. Johnson noted that the removal of the cedar trees may be subject to the City's tree ordinances. After discussion, upon a motion duly made by Director Crosby and seconded by Director Rachkind, the Board voted unanimously to approve the proposal from Capital as presented, subject to approval of the removal by the City. A copy of the proposal from Capital is attached hereto and shall be considered an exhibit to these minutes.

Ms. Rybachek then presented the General Manager's report in its entirety and as included in the Directors' packet, a copy of which is attached hereto. She stated that the grinder pumps in the restrooms had been repaired. After a question from Director Mushtaler, Ms. Rybachek agreed to research the cause of the grinder pumps malfunction and possible solutions and report her findings to the Board.

Director Jistel then presented the Parks Committee report. He stated that the Nature Trail donation box had received \$290.00 in donations during the past month, of which amount \$100 was from a single resident who left a note detailing his appreciation of the Nature Trail. He noted that kids in golf carts had vandalized the District's sports fields causing significant damage to the fields. He stated that the police had identified the kids who committed the vandalism and suggested that the District move forward with collecting damages and/or prosecuting the vandals, and the Board concurred.

There being nothing further to come before the Board, the Board confirmed that the District's next regular meeting was scheduled for July 24, 2018, and the meeting was adjourned

*Jennifer Muntata* 7/24/2018  
Secretary, River Place Limited District  
Board of Directors



River Place Limited District  
Attachments  
June 26, 2018

1. Directors Packet;
2. Proposal for the Drainage Project from the District's Engineer; and
3. Proposal from Capital Landcare & Utilities.