

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

**December 19, 2017**

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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 December 19, 2017, at the River Place Country Club, 4207 River Place Boulevard, Austin, Texas beginning at 2:00 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:

Patrick Reilly	President
Arthur Jistel	Vice-President
Scott Crosby	Secretary
Lee Wretlind	Treasurer
Claudia Tobias	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. Also in attendance were several members of the public. A copy of the sign-in sheet for those in attendance at the meeting is attached hereto.

Upon calling the meeting to order, Director Reilly noted that several residents were present who wished to address the Board.

Ray Galasso first addressed the Board. He stated that he and his family had lived in the District beginning in 1999. Mr. Galasso explained that a poll was taken among District residents, and that of the residents polled, 86% (42 votes) reported that they believed that, with respect to the Strategic Partnership Agreement between the District and the City of Austin (the "**SPA**"), the Board did not do enough to prevent annexation of the District by the City of Austin (the "**City**"). Director Reilly stated that he understood Mr. Galasso's concerns, and he agreed to meet with Mr. Galasso and the District's Attorney to discuss the correct facts surrounding the District's annexation by the City.

The next item of business before the Board was approval of the monthly consent agenda containing the minutes of the November 28, 2017, regular meeting, and payment of District bills and expenses. After review and upon a motion duly made by Director Crosby and seconded by Director Jistel, the Board voted unanimously to approve the Consent Agenda, including the minutes of the November 28, 2017, regular meeting, as written.

The next item of business before the Board was consideration of the RESOLUTION ADOPTING AND RATIFYING STRATEGIC PARTNERSHIP AGREEMENT WITH THE CITY OF AUSTIN (the "**SPA Resolution**"). Director Reilly explained that the ratification and

formal adoption of the SPA was a requirement within the SPA. He reminded those present that the District had converted from a municipal utility district to a limited district on December 15, 2017, pursuant to provisions within the SPA. After a brief discussion, upon a motion duly made by Director Jistel and seconded by Director Wretlind, the Board voted unanimously to approve the SPA Resolution as presented. A copy of the SPA Resolution, as presented, is attached hereto as an exhibit to these minutes.

Next, the Board considered an ORDER ESTABLISHING A RECORDS MANAGEMENT PROGRAM FOR RIVER PLACE LIMITED DISTRICT (the "**Order**"). Director Reilly reported that the Order supersedes all previous records management policies of the District and requires that all records of the District be maintained in perpetuity. He noted that the Order also designates the legal assistant to the District's Attorney as the Records Management Officer for the District. Ms. McCalla stated that a copy of the Order would be filed with the Texas State Library and Archives Commission, as required. After consideration, upon a motion duly made by Director Jistel and seconded by Director Crosby, the Board voted unanimously to approve the Order as presented. A copy of the Order is attached to these minutes and shall be considered an exhibit.

The Board next reviewed Amendment No. 35 to the District's Information Form (the "**Amendment**"). Ms. McCalla explained that the Information Form was being amended to include new information for the District as a limited district. Director Wretlind stated his belief that subsequent to the conversion of the District to a limited district, the District did not retain bonding authority, nor did it have any outstanding bonds, as the City assumed the District's bond debt upon annexation. He asked that the Amendment presented be revised to reflect these changes, and the Board concurred. After discussion, upon a motion duly made by Director Wretlind and seconded by Director Tobias, the Board voted unanimously to approve the Amendment with the suggested revisions, subject to the review and approval of the District's Attorney. A copy of the revised Amendment, thus approved, is attached to these minutes, and shall be considered an exhibit. Ms. McCalla noted that the Amendment would be filed in the real property records of Travis County as well as with the Texas Commission on Environmental Quality (the "**Commission**"), as required.

Ms. McCalla then explained that any time any information on the District's Registration Form changed, such as the change in the name of the District, the District was required to file an updated Registration Form with the Commission. Upon a motion duly made by Director Jistel and seconded by Director Wretlind, the Board voted unanimously to authorize the District's Attorney to file an updated Registration Form with the Commission, as required.

The next item before the Board was a RESOLUTION AUTHORIZING MINISTERIAL NAME CHANGE TO DISTRICT DOCUMENTS (the "**Resolution**"). Director Reilly explained that due to the change in the name of the District's General Management Firm from Severn Trent to Inframark, all District documents referring to Severn Trent would need to be revised to reflect the new name. Ms. McCalla stated that the Resolution allowed the District's consultants to change the name in all the District documents whenever possible. Upon a motion duly made by Director Tobias and seconded by Director Crosby, the Board

voted unanimously to approve the Resolution. A copy of the Resolution is attached to and shall be considered a part of these minutes.

A contract with Sunscape Landscaping, LLC ("**Sunscape**"), for District landscaping services was presented for the Board's consideration. Mr. Edmonson recalled that the District had solicited bids for general landscaping work for the District from five landscape contractors and that the Board had approved the proposal from Sunscape at the November Board of Directors meeting. Ms. Johnson stated that she had reviewed the contract thoroughly and was recommending approval of the contract. After discussion, upon a motion duly made by Director Wretlind and seconded by Director Tobias, the Board voted unanimously to approve the contract with Sunscape, as presented. A copy of the contract with Sunscape is attached as an exhibit to these minutes.

Director Reilly next discussed with the Board the Travis Central Appraisal District's ("**CAD**") failure to recognize the annexation of Panther Hollow Creek, Phase 1 into the District as of 2000 [21.533 acres-8 lots]. Ms. Johnson reported that her office had contacted CAD regarding the issue and that CAD admitted that it was their mistake and agreed to correct the District's tax rolls going forward beginning with the 2018 tax year. She continued that due to recent changes to the law, the District was unable to recoup past years taxes. Director Reilly suggested that letters be sent to the CAD requesting that the 2017 tax bills be amended to include the properties and to send letters to each of the properties affected to let them know of the future change in their tax bills, and the Board agreed.

Next, Director Wretlind reminded the Board that the District's Attorney had spoken with the Commission regarding the release of surplus tax funds from the District's Debt Service Account and that the Commission had advised that because the funds were not surplus bond funds, Commission approval was not required. After a brief discussion, upon a motion duly made by Director Wretlind and seconded by Director Jistel, the Board voted unanimously to authorize the transfer of the District's surplus funds to the Park Fund for the District.

Ms. Rybachek next presented the General Manager's report in its entirety and as included in the Directors' packets. She reported that updated signs for the District's tennis courts were ordered and should be received in the near future. She continued that new locking timers in the restrooms at both of the District's parks were on backorder with the vendor and were due to ship to the District on December 20, 2017. After a question from the Board, she confirmed that M&C Electric would install the timers. Director Jistel noted that the lights at the pavilion in Sun Tree Park were not turning off at sunrise, as required. Ms. Rybachek agreed to resolve the issue.

The Board next reviewed the District's January newsletter. Ms. Rybachek stated that Sir Speedy, a professional printing and marketing firm, would be the vendor preparing the newsletters for mail out to District residents. She requested that any changes to the newsletter be submitted to her as soon as possible.

Director Wretlind pointed out that the gate to the detention pond on River Place Boulevard was in need of replacement or repair. Ms. Rybachek stated she would contact the City regarding the repairs.

Mr. Edmonson then presented the Engineer's Report. He stated that this meeting would be the last regular meeting that was attended by a representative of Gray. He explained that in the future Gray would be utilized on an as needed basis for the Limited District and in attendance at meetings as required. The Board expressed their appreciation for the work that Gray had done for the District in the past.

Director Wretlind next discussed in detail with the Board the status of the District's investments. He reviewed the income for the District and summarized the activity in each of the District's accounts. He emphasized that the District was in good shape financially. He stated that the assets that remained in the District's General Operating Fund as of December 15, 2017, [approximately \$7.91] would be transferred to the City pursuant to the SPA.

Director Jistel then reported that two of the three Boy Scout projects currently in progress within the District were completed: (1) Brandon West's Hornaday Project, which involved the removal of Ligustrum, an invasive species, from areas of the District's nature trail (the "Nature Trail"); and (2) Miles Busch's project installing rock and granite along the muddy areas of the Nature Trail. Director Jistel stated that both Scouts did an excellent job on the projects. Director Jistel also reported that benches were constructed for the District from a large tree that had fallen during a past severe weather event.

Director Jistel reported that the District's sports fields were in good condition and that flowers were planted throughout the District's parks.

There being nothing further to come before the Board, the Board scheduled its next meeting for January 23, 2018, and the meeting was adjourned



  
Secretary, River Place Limited District  
Board of Directors

River Place Limited District  
Attachments  
December 19, 2017

1. Directors Packet;
2. Resolution Adopting and Ratifying Strategic Partnership Agreement with the City of Austin;
3. Order Establishing a Records Management Program for the River Place Limited District;
4. Amendment No. 35 to the District Information Form;
5. Resolution Authorizing Ministerial Name Change to District Documents; and
6. Landscape Maintenance Agreement with Sunscape Landscaping, LLC.