

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

September 25, 2018

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 September 25, 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, except Director Mattox, thus constituting a quorum.

Also present were Patricia Rybachek and Michael Luft of Inframark (“**Inframark**”), the District’s General Manager; and Phil Haag and Suzanne McCalla of McGinnis Lochridge (“**McGinnis**”), the District’s Attorney. Also in attendance were several members of the public.

Upon calling the meeting to order, Director Crosby noted that two persons were present who wished to address the Board.

The two persons present then explained that they were present at the meeting to discuss the District’s plan to charge fees to non-residents of the District for use of the Nature Trail proposed by the District’s ad hoc committee on traffic issues at the District’s trailheads (the “**Traffic Committee**). They explained that they were not residents of the District but were members of the River Place Residential Community Association (the “**HOA**”). They requested that the Traffic Committee consider the effects of the proposal to areas located within the HOA but outside the boundaries of the District when determining how to move forward with the Nature Trail proposal. Director Mushtaler explained that the Traffic Committee was proposing a trial period during which hired personnel would be stationed at each of the Nature Trail’s three entrances to collect a predetermined fee. At this time, she pointed out, the District only planned to man the entrances during peak hours of usage on Saturdays and Sundays. Director Mushtaler stated that the trial period would allow the Traffic Committee to gauge the use of the Nature Trail as well as gather other useful data to help determine a permanent solution to the traffic issues surrounding the use of the District’s Nature Trail. She encouraged concerned persons to join the Traffic Committee to assist in finding a solution to the traffic issues that was fair to all persons involved.

The next item of business before the Board was approval of the monthly consent agenda containing the minutes of the August 28, 2018, regular Board of Directors meeting, and payment of District bills and expenses. After review, upon a motion duly made by Director Rachkind and seconded by Director Crosby, the Board voted unanimously to

approve the Consent Agenda, including the minutes of the August 28, 2018, regular Board of Directors meeting, as written.

The Board next reviewed the General Manager's report on the proposed costs associated with charging fees to non-residents for the use of the Nature Trail, a copy of the report is included in the Directors' Packet and attached hereto as an exhibit to these minutes. The Board discussed the report at length, including issues related to uniforms, management of employees, District liability, and signage. Ms. Rybachek stated that a training manual for the employees manning the Nature Trail would be required. She also noted that payment of the fees for use of the Nature Trail would be by credit card only, and would require the use of SQUARE software as well as smart phones. She suggested that notification of the public begin at least one month prior to the start of the proposed trial period. After discussion, Director Mushtaler stated she would take all the information back to the Trail Committee for discussion.

At this point, Director Jistel arrived at the meeting.

The next item of business before the Board was consideration of the District's draft budget for the fiscal year ending September 30, 2019. Mr. Lund detailed the proposed budget. After a question from the Board, he explained that the District had previously approved a 14.5 month budget for the period of October 1, 2016 through December 15, 2017, which budget covered the time until the District was annexed by the City of Austin (the "City") on December 15, 2017. He stated that last year's budget covered the first 9.5 months of the Limited District beginning December 16, 2017 and ending September 30, 2018. He noted that the Board had determined this to be a better option than a 12-month budget followed by a two-month budget, and allowed the District to keep its current fiscal year end of September 30. He then reviewed with the Board the District's budget for the fiscal year ending September 30, 2019. After discussion, upon a motion duly made by Director Rachkind and seconded by Director Jistel, the Board voted unanimously to approve the budget for the fiscal year ending September 30, 2019, as presented. A copy of the budget, thus approved, is attached hereto and shall be considered an exhibit to these minutes.

Director Crosby then convened the public hearing for consideration of the 2018 tax rate for the District. Ms. McCalla confirmed that the Notice of Public Hearing on Tax Rate was published in the Four Points News, as required. Director Crosby observed that no persons were present who wished to address the Board concerning the tax rate, and he closed the public hearing. After consideration, upon a motion duly made by Director Rachkind and seconded by Director Crosby, the Board voted unanimously to: (1) set the tax rate for maintenance and operations at \$0.0750 per \$100 of assessed valuation; and (2) adopt the ORDER LEVYING TAXES. A copy of the Order Levying Taxes is attached hereto and shall be considered to be a part of these minutes.

Ms. McCalla then explained that the Board needed to adopt an amendment to the District's Information Form whenever any information in the Information Form was changed, including the annual setting of the District's tax rate. She explained that the amendment would be filed with the Texas Commission on Environmental Quality, in the Official Public

Records of Travis County, and in the offices of McGinnis Lochridge. After review, upon a motion duly made by Director Rachkind and seconded by Director Crosby, the Board voted unanimously to approve Amendment No. 36 to the District's Information Form and to authorize filing of same as outlined. A copy of Amendment No. 36, thus approved, is attached hereto, and shall be considered to be a part of these minutes.

The next item of business before the Board was consideration of the Agreement for Assessment and Collection Services between Travis County (the "**County**") and River Place Limited District (the "**Agreement**"). Director Crosby explained that the Agreement was required because the District was no longer a municipal utility district but a limited district and was considered by the County to be a new entity with a new entity code, thus requiring a new Agreement. After review, upon a motion duly made by Director Mushtaler and seconded by Director Rachkind, the Board voted unanimously to approve the Agreement, as presented. A copy of the Agreement is included in the Directors' Packet, attached hereto.

The Board next reviewed an ORDER OF THE BOARD OF DIRECTORS OF RIVER PLACE LIMITED DISTRICT AMENDING PARK RULES (the "**Order**"). Director Crosby explained that the Order amended the Park Rules to reflect a change in the deposit amount for nonresidents for reservation of the District's park pavilions. After review, upon a motion duly made by Director Rachkind and seconded by Director Jistel, the Board voted unanimously to approve the Order, as presented. A copy of the Order is included in the Directors' Packet.

The Board then briefly discussed the maintenance of the District's sports fields by Sunscape Landscaping, LLC ("**Sunscape**"), the District's Landscaper. Director Crosby recalled that Sunscape had over seeded the District's sports fields with a seed that was supposed to be Bermuda grass, but that what actually grew in the sports fields was Goosegrass. Director Jistel stated that Sunscape was notified, but claimed that it was not a Sunscape issue. After discussion, the Board requested that the District's General Manager contact Sunscape and request that a representative from Sunscape be present to answer questions at the District's October Board of Directors meeting.

The next item of business before the Board was the First Amendment to the Joint Use Access Agreement (the "**Amendment**"). Mr. Haag reviewed the Amendment with the Board. He recalled that the Amendment was originally drafted to satisfy Alan Kane's, a homeowner in the District residing at 8816 Big View Drive, request to allow the installation of a gate limiting access to the public to the section of the Woodlands Park located across the bridge in Panther Hollow (the "**Park**") during the evening hours. Mr. Haag stated that he had revised the Amendment to reflect the Board's request that vehicular access to the Park be restricted to certain emergency and maintenance personnel. After discussion, the Board agreed that several hurdles would need to be overcome prior to consideration of the Amendment and requested that the item be removed from the agenda until a later date.

Next, the Board discussed the issue of assuming the maintenance and operations of the drainage system for the District from the City. Director Crosby stated that the District's Engineer, Mr. Haag, and himself had met with Anupa Gharpurey, the Financial Manager for

the City's Watershed Protection Department and Chad Shaw, Assistant City Attorney regarding the District's request. He explained that the City was claiming that the District's drainage system was not a "closed system" because it flowed into creeks and ultimately drained into Lake Austin. Therefore, he continued, the City determined not to approve the District's request. No action was taken on this item.

Ms. Rybachek next reviewed the General Manager's report in its entirety and as included in the Directors' packet, a copy of which is attached hereto. Ms. Rybachek reported that she was working with Herb Edmonson of Gray Engineering, Inc., the District's Engineer, regarding options to resolve the plumbing issues at the District's restrooms. She also stated that the District's Fall Clean-Up Event was scheduled for Saturday, October 6, 2018 from 8:00 a.m. to 2:00 p.m. at Sun Tree Park.

Mr. Luft next discussed the status of the District's accounts and investments with the Board. He reviewed the income for the District and summarized the activity in each of the District's accounts. He stated that he continued to research banks offering the highest interest rates for certificates of deposit ("**CDs**") and hoped to have CDs ready for the Board's approval at the October Board of Directors meeting.

Director Jistel then presented the Parks Committee report. He stated that the District's Nature Trail donation box had received \$63.00. He also reported that he had received a complaint from a resident on Josh lane within the District regarding the road to the surface water treatment plant site, now owned by the City. Director Jistel continued that the City was failing to close and lock the gate after entering the area and that youths were accessing the site and "partying" in the area. After discussion, the Board directed the District's Attorney to contact the City regarding the issue.

There being nothing further to come before the Board, the Board confirmed that the District's next regular meeting was scheduled for October 23, 2018, and the meeting was adjourned

Secretary, River Place Limited District
Board of Directors

(SEAL)

River Place Limited District
Attachments
September 25, 2018

1. Directors Packet.