

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

January 26, 2021

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 **January 26, 2021**, beginning at 7:45 p.m., via teleconference and videoconference in compliance with an advisory issued by the Office of the Governor, pursuant to notice duly given in accordance with the law. The roll was called of the following members of the Board to wit:

Jennifer Mushtaler	President
Arthur Jistel	Vice-President
Randall Jamieson	Secretary
Ivar Rachkind	Treasurer
Tim Mattox	Assistant Secretary/Treasurer

and all Directors were present, thus constituting a quorum.

Also present were Jesse Kennis and Michael Luft of Inframark (“**Inframark**”), the District’s General Manager; Jimmy Romell of Maxwell Locke & Ritter, LLP, (“**Maxwell**”), the District’s Auditor; and Zachariah T. Evans, Lecelle Clarke, and Suzanne McCalla of McGinnis Lochridge (“**McGinnis**”), the District’s Attorney.

Upon calling the meeting to order, Director Mushtaler noted that there were no residents in attendance who wished to address the Board.

Next, the Board considered approval of the monthly consent agenda containing the minutes of the November 24, 2020, regular Board of Directors meeting, and payment of the District’s bills and expenses. After review, upon a motion duly made by Director Jistel and seconded by Director Rachkind, the Board voted unanimously to approve the consent agenda, including the minutes of the November 24, 2020, regular Board of Directors meeting, as written.

The next item of business before the Board was the District’s Nature Trail. Director Mushtaler reported that the number of persons on the Nature Trail had increased over the last year compared to the previous year’s numbers. She continued that in reviewing comments about the Nature Trail from District residents, three main complaints were expressed: (1) lack of masking on the trail; (2) increased pet usage, including more dogs off leash; and (3) issues related to parking and increased traffic in the area. Director Mushtaler then explained that the District owns the land surrounding and adjacent to the surface water treatment plant and the wastewater treatment plant owned by the City of Austin (the “**City**”) but within the boundaries of the District (the “**Property**”). She stated her understanding that the City was provided an easement over the Property and that as long as the District does not impede the City’s access to the plants, the District is able to utilize the Property for future parking. Mr. Evans confirmed Director Mushtaler’s statement. Additional discussion ensued. After discussion, the Board directed the District’s General Manager to research the most appropriate person at the City to contact about the ongoing

traffic issues within the District. Director Jamieson volunteered to assist the General Manager with his research and any discussions with the City, and the Board agreed.

Mr. Romell then submitted a draft of the audit report for the District for the fiscal year ended September 30, 2020 (the "**Audit Report**"). He reviewed with the Board the Statement of Net Position and Revenues and Expenses, Expenditures, and Changes in Fund Balances as detailed in the Audit Report. Mr. Romell also reviewed the supporting data included in the Audit Report, including information required by the Texas Commission on Environmental Quality (the "**Commission**").

Mr. Romell then called the Board's attention to the form of the Management Representation Letter from the District's General Manager, attached to Maxwell's Governance Letter. He reported that Maxwell was issuing a clean, unmodified opinion, which is the highest opinion the District can receive.

After consideration, upon a motion duly made by Director Rachkind and seconded by Director Jistel, the Board voted unanimously to approve the Audit Report, as presented. Director Rachkind then motioned to authorize the District's Attorney to file the Audit Report with the Commission, in the District's office, and with all other governmental agencies as required, and Director Mattox seconded the motion. Upon being put to a vote, the motion passed with all Directors voting in favor of the motion. A copy of the Audit Report, thus approved, is filed in the permanent records of the District.

Next, the Board considered the need to conduct the annual review of the District's Investment Policy and investment strategies pursuant to the requirements of Chapter 2256, Texas Government Code, the Texas Public Funds Investment Act. Mr. Evans summarized provisions within Chapter 2256, requiring the District to perform an annual review of its Investment Policy and investment strategies. He said that the District's Investment Policy and investment strategies complied with the requirements of the Texas Public Funds Investment Act. He noted that the Investment Policy listed the District's General Manager as the District's investment officer. He added that no changes to the Investment Policy were being recommended at this time. The Board also reviewed the updated list of brokers authorized to handle investments of the District. After further review, the Board decided that no changes were required in the District's Investment Policy and investment strategies at this time. Therefore, upon a motion duly made by Director Rachkind and seconded by Director Mushtaler, the Board voted unanimously to adopt A RESOLUTION OF THE BOARD OF RIVER PLACE LIMITED DISTRICT; AFFIRMING INVESTMENT POLICY FOR RIVER PLACE LIMITED DISTRICT; ADOPTING A LIST OF QUALIFIED BROKERS; PROVIDING FINDINGS OF FACT; AND PROVIDING FOR AN OPEN MEETING (the "**Investment Resolution**"). A copy of the Investment Resolution, thus approved, is included in the Board Packet, which packet is attached hereto and considered to be a part of these minutes.

Next, Mr. Evans reminded the Board that Chapter 2206, Texas Government Code, requires the District, as an entity with eminent domain authority, to file an annual report with the Texas Comptroller of Public Accounts (the "**Comptroller**") describing any condemnation activity carried out by the entity during the previous year, as well as providing the statute that authorizes such condemnation activity. Mr. Evans continued that the District is required

to submit this information by February 1 of each year. He continued that failure to comply with these requirements may result in a penalty of up to \$2,000 for each notification from the Comptroller and would result in the entity being listed on a list of non-complying entities. He pointed out that failure to comply would not, however, affect the District's authority to exercise its eminent domain authority. After a brief discussion, upon a motion duly made by Director Rachkind and seconded by Director Jistel, the Board voted unanimously to authorize the District's Attorney to complete the District's eminent domain filing, as required.

Mr. Kennis next reviewed the General Manager's report in its entirety and as included in the Board Packet. He reported that the mats underneath the swings at Sun Tree Park were damaged and that replacement options were being discussed. He then stated that a resident reported a damaged piece of playscape equipment at the Woodlands Park, which requires a special tool to reattach. He stated that the tool has been obtained and that the equipment would be repaired.

Director Mattox then questioned the usage of the District's soccer fields at Sun Tree Park. Director Jistel confirmed that the soccer fields were in use by various groups, and he added that the scheduling meeting for youth soccer teams was set for March 7, 2021.

Director Jistel next told the Board that Eagle Scout Troop 146 was working with the District to coordinate future eagle scout projects along the Nature Trail.

Next, Mr. Luft provided an update to the Board on the status of the District's accounts and investments. He reviewed the income for the District and summarized the activity in each of the District's accounts.

Director Jistel then reported on the maintenance of the District's Parks, Habitat Preserve, Open Spaces and Nature Trails, including any repairs, maintenance or other work deemed necessary. He stated that the net at the tennis court was replaced, and he noted that a light was out at the tennis court and should be replaced.

There being nothing further to come before the Board and no future agenda items to discuss, the meeting was adjourned.



A handwritten signature in black ink, appearing to be 'B. Jistel', is written above a horizontal line.

Secretary, River Place Limited District
Board of Directors

River Place Limited District
Attachments
January 26, 2021

1. Board Packet.