



**BRAZOS RIVER AUTHORITY
BIMONTHLY BOARD OF DIRECTOR'S ACTIONS
September 25, 2023**

The Brazos River Authority's Board of Directors held its regular bimonthly meeting Monday, September 25, 2023. The Board took the following actions:

Medical Insurance

The Board of Directors resolved that it is in the best interest of the Brazos River Authority to continue the relationship with Blue Cross Blue Shield via a contract negotiated by HUB International that includes a premium increase of 14.3% for the 2024 plan year and the total cost of both employer and employee medical premiums not to exceed \$4 million. The Board authorized the General Manager/CEO to enter into all agreement(s) necessary to continue the relationship with Blue Cross Blue Shield of Texas to provide the Brazos River Authority a fully insured medical plan.

Bell/Coryell County Regional Habitat Conservation Plan Interlocal Agreement

The Board authorized the General Manager/CEO to execute an amendment with Bell County and other local governmental entities to develop a Regional Habitat Conservation Plan in Bell and Coryell Counties. The total Brazos River Authority contribution for participation in Phases 1 through 3 of the Regional Habitat Conservation Plan is \$42,022.50.

Temple-Belton WWTP Aeration Improvement Project Equipment Purchase Contract

The Board authorized the General Manager/CEO to execute a contract with Excel Construction Services, LLC, to purchase equipment and materials required for the Temple-Belton Wastewater Treatment Plant Aeration Improvement Project for an amount not to exceed \$934,700.00.

Sterling C. Robertson Dam Inspection Contract

The Board authorized the General Manager/CEO to negotiate and execute a contract with Schnabel Engineering, LLC for engineering services required to complete the four annual inspections and one 5-year inspection of the Sterling C. Robertson Dam in a five-year term for an amount not to exceed \$1,009,425.00.

Agreement with Hillco Partners

The Board authorized the General Manager/CEO to enter into an agreement with Hillco Partners to conduct legislative consulting services for a two-year period in an amount not to exceed \$370,000.

Surplus Personal Property

The Board authorized the General Manager/CEO to dispose of the surplus personal property presented during the meeting under the terms and conditions in the best interest of the Brazos River Authority. The Board also authorized the General Manager/CEO in certain instances to continue to use and/or maintain previously authorized surplus property in a manner that is in the best interest of the Brazos River Authority until appropriate replacement property is received and placed in service.

Resolution authorizing the issuance and sale of Brazos River Authority water supply system revenue bonds, new series 2023b and Brazos River Authority water supply system revenue bonds, new series 2023c; and resolving other matters related thereto

The Brazos River Authority (the "Authority") was duly created and is lawfully operating under Chapter 8502, Texas Special District Local Laws Code, as amended (the "Act"), pursuant to and in furtherance of the purposes of Article XVI, Section 59 of the Constitution of Texas; and in order to facilitate the conservation and development of the surface waters of the Brazos River, the Authority has heretofore established the Brazos River Water Supply System (the "System") comprised of various facilities of the Authority; and the Authority heretofore pledged a subordinate lien on the revenues derived from said System to the security and payment of its Water Supply System Revenue Refunding Bonds, New Series 2015 (the "Series 2015 Bonds") and obligations on a parity therewith; and in the Series 2015 Agreement, the Authority reserved the right to amend the Series 2015 Agreement upon the consent and approval by the owners of at least 51% in aggregate principal amount of all the Series 2015 Bonds and Additional Parity Obligations then outstanding; and the Board of the Authority has determined it to be in the best interests of the Authority to issue the hereinafter authorized bonds for the purpose of refunding the Brazos River Authority Water Supply System Revenue Bond, Taxable New Series 2023A in order to effect a restructuring the Authority's debt service, and to amend the Series 2015 Agreement; and the bonds hereinafter authorized are to be issued and delivered pursuant to the Act, Chapter 1207 of the Texas Government Code, and other applicable laws, for the purposes herein provided.

Therefore, the Board resolved:

Section 1. RECITALS, COVENANTS AGREEMENT AND AMOUNT AND PURPOSE OF THE BONDS. The Board of the Authority hereby incorporates the recitals set forth in the preamble hereto as if set forth in full at this place and further finds and determines that said recitals are true and correct. Additional terms used in this Resolution are defined as set forth in the New Series 2023B-C Bond Covenants Agreement (the "Agreement") substantially in the form presented at this meeting, the terms of which Agreement are hereby incorporated herein as if set forth in full at this place. The Bonds of the Authority are hereby authorized to be issued and delivered, in two series, in the aggregate principal amount not to exceed \$49,590,000, to wit: (1) Series 2023B Bonds in the aggregate principal amount of \$33,225,000 and (2) Series 2023C Bonds in the aggregate principal amount of \$16,365,000, for purposes of refunding the Brazos River Authority Water Supply System Revenue Bond, Taxable New Series 2023A and paying the costs of issuing the Bonds.

Section 2. DESIGNATION AND TERMS OF SALE. (a) Designation. Each Bond issued pursuant to this Resolution shall be designated: "BRAZOS RIVER AUTHORITY WATER SUPPLY SYSTEM REVENUE BOND, NEW SERIES 2023B" or "BRAZOS RIVER AUTHORITY WATER SUPPLY SYSTEM REVENUE BOND, NEW SERIES 2023C", as applicable.

(b) Sale of Bonds. The Bonds are hereby sold and shall be delivered to or pursuant to the directions of the TWDB at a purchase price equal to 100% of the principal amount thereof. The Bonds have been purchased by the TWDB pursuant to the TWDB Resolution, the provisions of which TWDB Resolution are incorporated herein.

c) Terms of Sale. Each series of Bonds shall be dated as of August 15, 2023, shall be in the denomination of \$5,000 or any integral multiple thereof (an "Authorized Denomination"), shall be numbered consecutively from R-1 upward (except the Initial Bond of each series shall be numbered T-1), shall be payable to the respective initial registered owners thereof, or to the registered assignee or assignees of the Bonds or any portion or portions thereof (in each case, the "Registered Owner"), and shall mature on February 15 in each of the years, and in the amounts, respectively, as follows:

SERIES 2023B BONDS

<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
2024	\$630,000	2039	\$1,050,000
2025	685,000	2040	1,085,000
2026	705,000	2041	1,130,000
2027	725,000	2042	1,175,000
2028	745,000	2043	1,220,000
2029	765,000	2044	1,265,000
2030	790,000	2045	1,320,000
2031	810,000	2046	1,370,000
2032	835,000	2047	1,430,000
2033	860,000	2048	1,485,000
2034	885,000	2049	1,550,000
2035	915,000	2050	1,610,000
2036	945,000	2051	1,680,000
2037	975,000	2052	1,750,000
2038	1,010,000	2053	1,825,000

SERIES 2023C BONDS

<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
2032	\$615,000	2043	\$715,000
2033	475,000	2044	750,000
2034	495,000	2045	785,000
2035	510,000	2046	820,000
2036	530,000	2047	860,000
2037	555,000	2048	900,000
2038	575,000	2049	945,000
2039	600,000	2050	990,000
2040	630,000	2051	1,040,000
2041	655,000	2052	1,090,000
2042	685,000	2053	1,145,000

The Bonds shall bear interest from the respective dates set forth in the FORM OF BOND in Section 2 of the Agreement to their respective dates of maturity or redemption prior to maturity at the rates per annum equal to the lesser of (i) 6.00% per annum or (ii) the rates offered by the TWDB on their date of delivery. The Bonds shall be subject to redemption pursuant to the provisions of the Agreement.

Section 3. AMENDMENT. Upon the issuance and delivery of the Bonds and the redemption of the Series 2023A Bond, the Series 2015 Agreement shall be and is hereby amended by deleting subsection 3(m) in its entirety and by replacing subsection 21(c) in its entirety with the language set forth in subsection 21(c) of the Agreement.

Section 4. IMMEDIATE EFFECT. This Resolution shall be effective immediately from and after its adoption.

Possum Kingdom West Side Volunteer Fire Department

The Board approved the General Manager/CEO to execute a long-term lease agreement with the Possum Kingdom West Side Volunteer Fire Department.

Amendments to the Operations Policies Manual

The Board accepted the revisions to the Operations Policies Manual of the Brazos River Authority as presented at its September 25, 2023 meeting, to be effective September 25, 2023.

Adoption of Rate for Director Fees of Office

The Board resolved that the daily rate for fees of office to be received by Directors for each day spent performing the duties of a Director shall be the same per diem rate set by the Texas Ethics Commission for members of the legislature under Section 24a, Article III, of the Texas Constitution, to be effective September 25, 2023. The Board further resolved that the annual limit on the fees of office to be received by a Director shall not exceed the amount a director would receive for 60 days of service a year at the maximum per diem rate set by the Texas Ethics Commission for members of the legislature under Section 24a, Article III, of the Texas Constitution, to be effective September 25, 2023.