

CERTIFICATE FOR RESOLUTION

THE STATE OF TEXAS §  
COUNTY OF GALVESTON §

I, the undersigned officer of the Board of Directors of Westwood Management District, do hereby certify as follows:

1. The Board of Directors of Westwood Management District convened in regular session, open to the public, on the 14th day of February 2024, at Westwood Recreation Center, 6207 Woodbend Drive, League City, Texas 77573, and the roll was called of the members of the Board, to-wit:

- |                    |                |
|--------------------|----------------|
| Maria Morales      | President      |
| Javier M. Martinez | Vice President |
| Scott Short        | Secretary      |
| Norma Ramos        | Director       |
| Rudy Graham        | Director       |
| E.L. Ted O' Rourke | Director       |

and all of said persons were present except Director(s) \_\_\_\_\_, thus constituting a quorum. Whereupon, among other business, the following was transacted at the meeting: a written

RESOLUTION AUTHORIZING APPLICATION TO THE TEXAS COMMISSION ON ENVIRONMENTAL QUALITY FOR APPROVAL OF PROJECT AND BONDS

was introduced for the consideration of the Board. It was then duly moved and seconded that the resolution be adopted; and, after due discussion, the motion, carrying with it the adoption of the resolution, prevailed and carried unanimously.

2. A true, full, and correct copy of the aforesaid resolution adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; the action approving the resolution has been duly recorded in the Board's minutes of the meeting; the persons named in the above and foregoing paragraph are the duly chosen, qualified, and acting officers and members of the Board as indicated therein; each of the officers and members of the Board was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the aforesaid meeting, and that the resolution would be introduced and considered for adoption at the meeting, and each of the officers and members consented, in advance, to the holding of the meeting for such purpose; the meeting was open to the public as required by law; and public notice of the time, place, and subject of the meeting was given as required by Chapter 551, Texas Government Code, and Section 49.063, Texas Water Code, as suspended by the Governor of the State of Texas.

SIGNED AND SEALED on February 14, 2024.



Secretary, Board of Directors

RESOLUTION AUTHORIZING APPLICATION TO THE  
TEXAS COMMISSION ON ENVIRONMENTAL QUALITY  
FOR APPROVAL OF PROJECT AND BONDS

WHEREAS, Westwood Management District (the "District") has been legally created by a special act of the Texas Legislature pursuant to Senate Bill 1884, 2013 Regular Session; and its Board of Directors has met and organized; and

WHEREAS, at an election held within the District on November 5, 2013, the District was authorized to issue \$33,110,928 in bonds to finance the purchase and construction of water, sewer, and drainage facilities within the District; and

WHEREAS, on March 1, 2022, the District issued \$11,000,000 in Unlimited Tax Bonds Series 2022 (the "Bonds") to finance the purchase and construction of water, sewer, and drainage facilities serving Westwood Sections 3-8; and

WHEREAS, the District now desires to issue an amount not to exceed \$8,015,000 in bonds (the "Bonds") to finance the purchase and construction of water, sewer, and drainage facilities to serve the District (the "Project"), as outlined in the bond application report (the "Engineering Report") prepared by the District's engineers, J. Morales, Inc. and Jones-Heroy & Associates, Inc.; and

WHEREAS, the Texas Water Code requires the District, when it desires to issue bonds, to submit in writing to the Texas Commission on Environmental Quality (the "Commission") an application for investigation of the proposed project and of the issuance of the bonds to finance such project, together with a copy of the engineer's report and data, profiles, maps, plans, and specifications prepared in connection therewith; and

WHEREAS, the Board of Directors desires to secure the approval and consent of the Commission for the Project described in Section 1(a) of this resolution and more completely described in the Engineering Report submitted in connection with this application, and for the issuance of the Bonds described in Section 1(b) of this resolution; and

WHEREAS, the Board of Directors desires to secure the approval and consent of the Commission to reimburse (the "Developer") for more than two years interest; Now, Therefore,

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF WESTWOOD MANAGEMENT DISTRICT THAT:

Section 1. The Officers of the Board of Directors, the District's attorneys, Hunton Andrews Kurth LLP, the District's engineers, J. Morales, Inc. and Jones- Heroy & Associates, Inc., and the District's financial advisor, The GMS Group, LLC, are hereby

authorized and directed as follows:

- (a) To make application to the Commission for an investigation and report upon the feasibility of the District's financing the Project costs described in the Engineering Report in connection with this application.
- (b) To request the Commission to approve the Bonds of the District in the principal amount not to exceed \$8,015,000 bearing interest at a net effective interest rate not to exceed the maximum legal limit in effect at the time of issuance, and maturing serially in accordance with the schedule provided in the aforesaid Engineering Report.
- (c) To do any and all things necessary and proper in connection with this application, including the filing of this application.

Section 2. Pursuant to 30 Texas Administrative Code § 293.47(a), the District hereby requests a waiver of the 30% developer participation requirements required by 30 Texas Administrative Code § 293.47 because §293.47 (a)(2) the District anticipates receipt of an acceptable credit rating or an enhanced credit rating on the proposed Bonds.

Section 3. Pursuant to 30 Texas Administrative Code § 293.59(k)(10), the District hereby notifies the Commission that the District is exempt from filing a market study because the feasibility of the bond issue is based on no growth in value.

Section 4. Pursuant to 30 Texas Administrative Code § 293.42(b), the District requests expedited review of the Project and Bonds. A Certificate Justifying Expedited Review has been executed by the District's engineer, financial advisor, and bond counsel and is included with this application.

Section 5. Pursuant to 30 Texas Administrative Code § 293.50(b), the District requests that the Commission approve reimbursement to the Developer for additional accrued interest up to five years.

Section 6. Pursuant to 30 Texas Administrative Code §293.50(b)(2), the District requests that the Commission approve reimbursement of more than two years' developer interest. All applicable requirements of 30 Texas Administrative Code § 293.50(b)-(e) have been satisfied. The District requests authorization to sell the bonds with less than one year of capitalized interest. A letter from the District's financial advisor recommending the issuance of bonds with capitalized interest on such issue for a period of less than one year is included with this application.

Section 7. By this application, the District assures the Commission that it will abide by the terms and conditions prescribed in connection with the Commission's approval of this Project.

Section 8. A certified copy of this resolution shall constitute an application and request on behalf of the District to the Commission pursuant to Section 49.181, Texas Water Code, for approval of the Project described in Section 1(a) and the Bonds described in Section 1(b).

[EXECUTION PAGE FOLLOWS]

PASSED AND APPROVED on February 14, 2024.

  
\_\_\_\_\_  
President, Board of Directors

ATTEST:

  
\_\_\_\_\_  
Secretary, Board of Directors

(SEAL)

