

**SONTERRA MUNICIPAL UTILITY DISTRICT
MINUTES OF BOARD OF DIRECTORS' MEETING**

October 10, 2016

THE STATE OF TEXAS §
 §
COUNTY OF WILLIAMSON §

A special meeting of the Board of Directors of Sonterra Municipal Utility District was held on October 10, 2016, within the boundaries of the District, at 113 Limestone Terrace, Jarrell, Texas. The meeting was open to the public and notice was given as required by the Texas Open Meetings Act. A copy of the Certificate of Posting of the notice is attached as **Exhibit "A"**.

All of the members of the Board were present, as follows:

John Faske	President
David Chandos	Vice President
Michael McCloskey	Secretary
Tom Slowbe	Assistant Secretary
Dale Thornton	Treasurer

Also present at the meeting were Garry Kimball of Specialized Public Finance; Jana Hansen Edwards of McCall Parkhurst & Horton, PLLC; Andy Bilger of Vecendario Management, LLC; and Sue Brooks Littlefield of Armbrust & Brown, PLLC.

Director Faske called the meeting to order at 6:00 p.m. After the Pledges of Allegiance to the United States and Texas flags, Director Faske inquired if there were any citizens communications or Board member announcements. There being none, Director Faske stated that the Board would discuss the District's \$5,555,000 Unlimited Tax and Revenue Bonds, Series 2016. Mr. Kimball addressed the Board and explained that he was requesting that the Board approve the Preliminary Official Statement ("POS"), subject to any changes by the working group, and authorize advertising for bids. Ms. Littlefield explained the POS was still in draft form and that the first round of revisions had not yet been incorporated. Director McCloskey requested that the final POS be brought back to the Board at the regular Board meeting. Mr. Kimball explained that POS would not actually be final until bids were taken on November 3rd. He noted that until the POS was posted it was always subject to further change and so, even if the POS was approved at the regular Board meeting, it would still be subject to further changes. After discussion, Ms. Littlefield agreed to add an item to the regular meeting agenda to allow the Board to review and approve the updated version of the POS. Ms. Edwards explained that the purpose of the POS was to provide full and accurate disclosure of information regarding the District. The Board then reviewed the schedule for approval of the award of the sale of the bonds. After discussion, the Board agreed to move the November 3, 2016 meeting to noon.

Ms. Edwards then reviewed the Resolution Approving Preliminary Official Statement; Authorizing Distribution of Preliminary Official Statement and Publication of a Notice of Sale of Bonds; and Approving Other Related Matters, noting that this Resolution approved the Preliminary Official Statement, authorized the distribution of the Preliminary Official Statement and the publication of the Official Notice of Sale with the Board. She stated that this would allow her firm to move forward with publication of the notice of sale of the bonds. Ms. Edwards

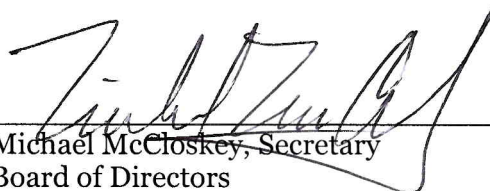
also requested approval of the payment of the Attorney General bond review fee and explained that she would coordinate with bookkeeper on the check. She also requested that the Board approve Bank of Texas as paying agent/registrar for the bonds. Mr. Kimball stated that Bank of Texas was the only paying agent/registrar with a fully staffed Austin office and its fee was very low. Upon motion by Director McCloskey and second by Director Chandos, the Board voted unanimously to approve the Resolution with a revision to the meeting time previously discussed and to approve the payment of the Attorney General bond review fee. Upon motion by Director Chandos and second by Director Slowbe, the Board voted unanimously to hold the November 3rd meeting at noon at the offices of Armbrust & Brown, PLLC, as previously agreed.

Director Faske then moved that the Board approve Bank of Texas as the paying agent/registrar for the bonds. Upon second by Director Slowbe, the motion was unanimously adopted.

There being no further business to come before the Board, the meeting was adjourned.

(SEAL)





Michael McCloskey, Secretary
Board of Directors

Date: November 21, 2016