

1. 5:30 P.M. Town Council Meeting Agenda 12-9-21

Documents:

[12-9-21 AGENDA.PDF](#)

2. 5:30 P.M. Town Council Meeting Packet 12-9-21

Documents:

[PACKET TO POST.PDF](#)

3. December 9, 2021 - MEETING SLIDE DECK

[DECEMBER 9, 2021 - MEETING SLIDE DECK](#)



DAVID A. RETTIG, MAYOR

RENA HARDEMAN, COUNCIL PLACE 1
MICHAEL C. GANZ, COUNCIL PLACE 2
BRIAN MONTINI, COUNCIL PLACE 3

ROGER SESSIONS, COUNCIL PLACE 4
BILL MOORE, COUNCIL PLACE 5
WES BOYER, COUNCIL PLACE 6

**NORTHLAKE TOWN COUNCIL
REGULAR MEETING AGENDA
DECEMBER 9, 2021, AT 5:30 PM
1500 COMMONS CIRCLE SUITE 300, NORTHLAKE, TEXAS 76226**

Notice is hereby given as required by Title 5, Chapter 551.041 of the Government Code that the Northlake Town Council will meet in a regular meeting on December 9, 2021, at 5:30 pm at the Northlake Town Hall in the Chamber Room, 1500 Commons Circle, Suite 300, Northlake, Texas 76226. The items listed below are placed on the agenda for discussion and/or action.

1. Call to Order
Roll Call
Invocation
Pledge of Allegiance
2. Announcements, Proclamations and Presentations
 - A. Intergovernmental Affairs update on FM 407/I-35W intersection - Mayor
 - B. Briefing - Police Update on Crime Statistics, Traffic Stops, Resident Engagement and Citizen Police Academy
 - C. Briefing – Planning Efforts identified at Strategic Planning Retreat including Comprehensive Land Use Plan, Town Center Location, Economic Development Strategy, Town Entry Monumentation Design and Plan, Town Brand Refresh, Transportation Consultant
 - D. Briefing - Town Calendar, Election Location and Town Holidays
3. Public Input
This item is available for citizens to address the Town Council on any matter. The presiding officer may ask the citizen to hold his or her comment on an agenda item until that agenda item is reached. By law, no deliberation or action may be taken on the topic if the topic is not posted on the agenda. The presiding officer reserves the right to impose a time limit on this portion of the agenda.

4. Consent Items

Any Council member may request an item on the Consent Agenda to be taken up for individual consideration

E. Town Council Meeting Minutes 10-28-21

F. Town Council Meeting Minutes 11-19-21 Special Called Meeting

G. Town Council Retreat Minutes 11-19&20-21

H. Consider Resolution 21-39 adopting the Texas Term Sheet and joining the Opioid Settlement negotiated by the Texas Attorney General

I. Consider Resolution 21-40 Authorizing the Town Manager to purchase furniture and furnishings for Development Services Offices from Kreuger International in an amount not to exceed \$50,000.00 as programmed in the FY 2021-2022 Annual Budget.

J. Consider Resolution 21-41 Authorizing the Town Manager to contract with Halff Associates, Inc., for the preparation of an Emergency Preparedness Plan (EPP) in an amount not to exceed \$41,000.00 as programmed in the FY 2021-2022 Annual Budget

K. Consider Resolution 21-42 Authorizing the Town Manager to purchase mobile two-way radios for Police from sole source provider Motorola Solutions in an amount not to exceed \$40,000.00 as programmed in the FY 2021-2022 Annual Budget.

L. Consider Resolution 21-43 Authorizing the Town Manager to purchase Badger water meters and transmitters from sole source provider Atlas Supply in an amount not to exceed \$600,000.00 as programmed in the FY 2021-2022 Annual Budget.

5. Action Items

M. Consider Resolution 21-44 casting Northlake's votes for a member or members of the Board of Directors of the Denton Central Appraisal District

N. Consider the appointment of a member to the Planning and Zoning Commission for a term expiring May of 2022

O. Consider Resolution 21-45 calling a public hearing to receive comments on the Northlake Master Throughfare Plan, Land Use Assumptions, Capital Improvements Plan, and Roadway Impact Fees for January 27, 2022

P. Discussion and consideration of Ordinance 21-1209A approving the issuance and sale of "Town of Northlake, Texas, Combination Tax and Limited Surplus Revenue Certificates of Obligation Series 2021" and approving various documents related to such certificates of obligation

Q. Consider an amendment to Realty Capital (The Highlands) Development Agreement for paving of Mulkey, future Florance and Northwest Crossing

- R. Approval of modifying, continuing and/or suspending the First Amended Declaration of Local and Public Health Emergency as modified by the Town Council on April 23, 2020

6. Executive Session

Pursuant to Texas Government Code, annotated, Chapter 551 Subchapter D:

- a. Section 551.071 authorizes a governmental body to consult with its attorney in an executive session to seek his or her advice on a legal matter. It provides as follows: A governmental body may not conduct a private consultation with its attorney except: (1) When the governmental body seeks the advice of its attorney about: (a) pending or contemplated litigation; or (b) a settlement offer; or (2) on a matter in which the duty of the attorney to the governmental body under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with this chapter. The Town Council may adjourn into executive session for consultation with the Town Attorney regarding:
- i. Development of the IMA and AMI Development Groups tracts on approximately 6.4 acres of land north of FM 407.
 - ii. Development and annexation of the Oneta Lee Cope Trust tract on approximately 69.0 acres of land located west of FM 156.
 - iii. Development of the Petrus Investments LP tracts on approximately 559.7 acres of land located east of FM 156.
 - iv. Development and annexation of the CKD Holdings Inc Tracts 24.8-acre, 11.9-acre, and 1.8-acre tracts of land general located north of Oliver Creek and west of FM 156 in the extraterritorial jurisdiction of the Town.
 - v. Development and annexation of the Hatfield, Brasher, Green Tract on approximately 97.9 acre tract of land generally located south of Evelyn Lane, west of Faught Road and north of Faith Lane in the extraterritorial jurisdiction of the Town; and the development of the Charles Faught tracts totaling approximately 152.3 acres of land generally located north of Evelyn Lane, west of Faught Road, and south of Robson Ranch Road.
 - vi. Development and annexation of the Withee tract on approximately 74.3 acres of land located north of FM 407.
 - vii. Town of Northlake vs. RKM Utility Services Inc. & Philadelphia Indemnity Insurance Company Denton County District Court Cause No. 20-0649-367
 - viii. Potential litigation related to Dale Earnhardt Way road failures.
- b. Section 551.087 Economic Development Negotiations
- i. Potential amendment to Development Agreement approved October 10, 2020, between Town, NEDC, NCDC, and Foster, Lewis, Gierisch, and Weis.
 - ii. Potential development agreement with Henry Northlake Development LLC on five tracts totaling approximately 122 acres generally located east of I-35W and north of Denton Creek
 - iii. Development agreement with Lodging Host Hotel Corp. for the development of a hotel conference center.

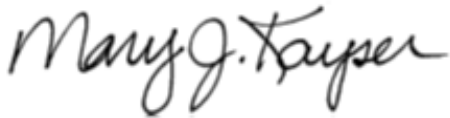
7. Reconvene into Open Session

In accordance with Texas Government Code, Section 551, the Town Council will reconvene into Open Session and consider action, if any, on matters discussed in Executive Session

8. Adjourn

CERTIFICATION

I hereby certify that the above agenda was posted on the bulletin board at Town Hall 1500 Commons Circle, Suite 300, Northlake, Texas 76226, on the 3rd day of December, 2021 by 5:00 pm in accordance with Chapter 551, Texas Government Code.

A handwritten signature in black ink, reading "Mary J. Kuper". The signature is written in a cursive, flowing style.

Town Secretary

NOTE: The Town Council reserves the right to adjourn into executive session at any time the course of this meeting to discuss any of the matters listed above as authorized by Texas Government Code Section 551.071 (Consultation with Attorney); Section 551.072 (Deliberations about Real Property); 551.073 (Deliberations about Gifts and Donations); 551.074 (Personnel Matters); 551.076 (Deliberations about Security Devices); 551.087 (Economic Development Negotiations).



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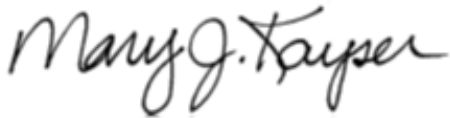
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TOWN OF NORTHLAKE COUNCIL ITEM NO. 1

DATE: DECEMBER 9, 2021

ITEM: CALL TO ORDER



TOWN OF NORTHLAKE COUNCIL ITEM NO. 2

DATE: DECEMBER 9, 2021

ITEM: ANNOUNCEMENTS-PROCLAMATIONS-PRESENTATIONS



NORTHLAKE MAYOR AND COUNCIL COMMUNICATION

DATE: DECEMBER 9, 2021

REF. DOC.: N/A

SUBJECT: FY 2020-2021 POLICE YEAR-END REPORT



GOALS/OBJECTIVES:

- Operate Efficiently and Effectively, Promote Public Involvement (Council Goal)

BACKGROUND INFORMATION:

- Brief Fiscal Year 2021 activities
- Provide information regarding crime statistics, resident engagement, and police programs
- Inform Council of areas of concern, increase / decrease in crime, etc.
- Address any questions Council may have regarding presentation

POLICE DEPARTMENT

Town of Northlake





Police Department

DEPARTMENT OVERVIEW – FY 2021

Core Functions

1. Public Safety
2. Traffic Operations
3. Accident Investigation
4. Criminal Investigations
5. Community Engagement

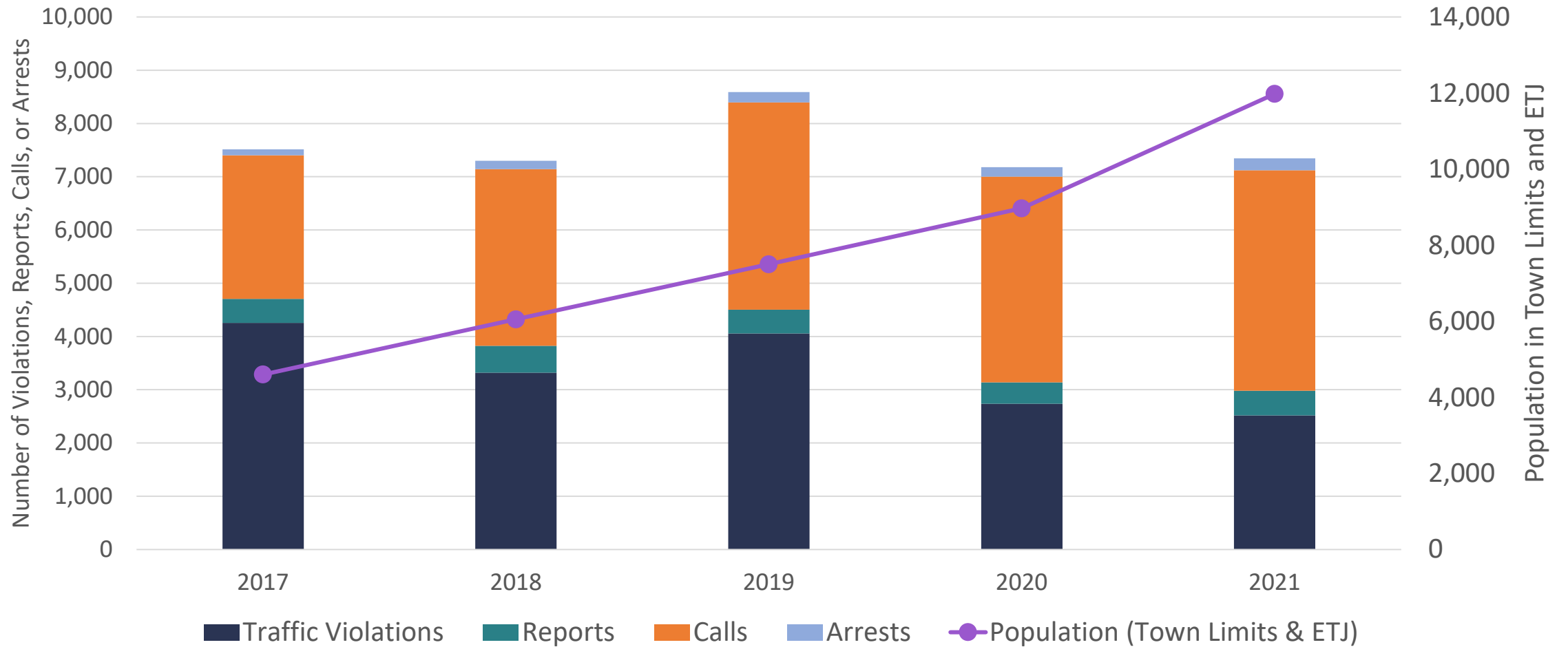


22 Full-Time
Employees



Police Department

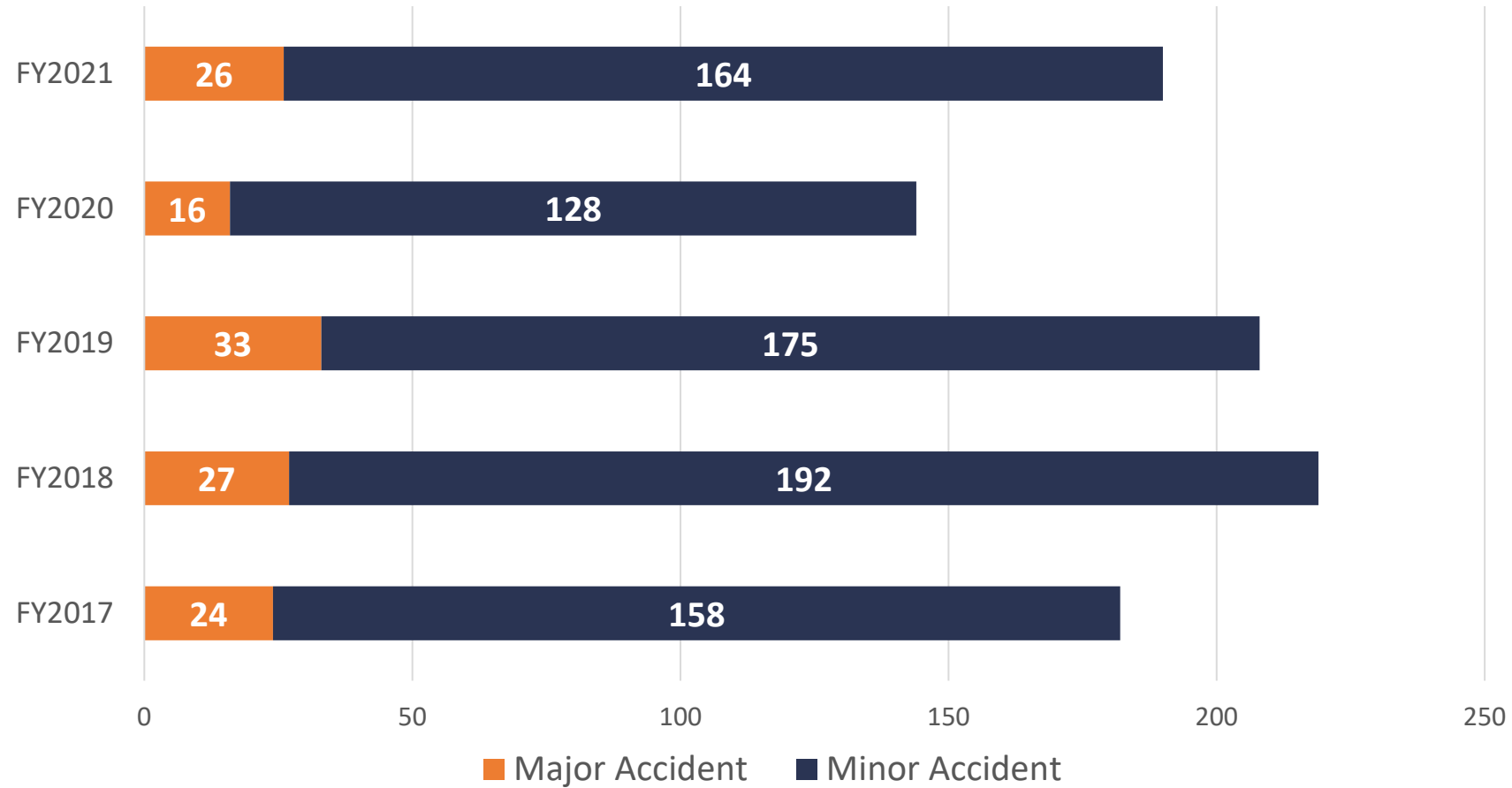
PUBLIC SAFETY / WORKLOAD MEASURES





Police Department

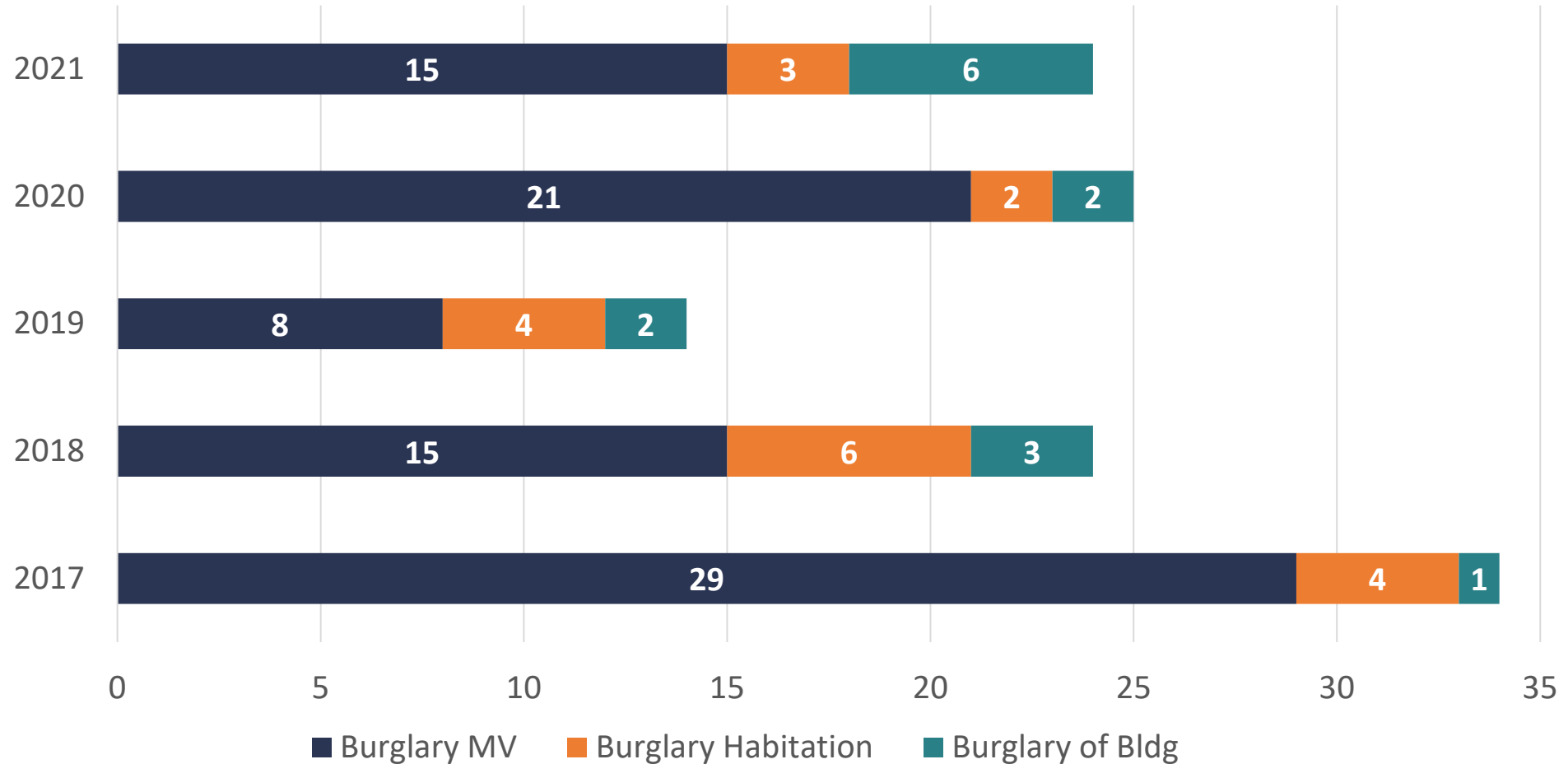
TRAFFIC ACCIDENTS





Police Department

BURGLARY – REPORTS TAKEN





Police Department

COMMUNITY ENGAGEMENT

- **Services**

- Police Bike Patrol
- Vacation House Watch
- LPR's
- Online Reporting
- Ring Doorbell for LE
- Police App
- Critical Person Database
 - Autism
 - Alzheimer

- **Community Engagement**

- Citizen Police Academy
- Curb the Crime Article / Police Blotter
- Hoops for Hunger
- Special Olympics
- Halloween Safe Streets
- National Night Out
- Bicycle Safety
- July 4th Parade



Police Department

CITIZEN POLICE ACADEMY

- **September 7, 2021**

- 12 members
- 1 elected official
- 8 different residential areas
- 9 weeks - Tuesday evenings
- Alumni Association
 - President
 - Vice President
 - Historian

- **Topics**

- History
- Patrol
- Criminal Investigations
- Search and Seizure
- Jail visit
- DA's Office & Forensics
- SWAT
- Traffic / Accident Investigation
- The WHY

NORTHLAKE MAYOR AND COUNCIL COMMUNICATION

DATE: DECEMBER 9, 2021

REF. DOC.: 2021 NORTHLAKE STRATEGIC PLANNING RETREAT REPORT

SUBJECT: VARIOUS STUDIES AND EFFORTS IDENTIFIED AT RETREAT



GOALS/OBJECTIVES:

- Define and Strengthen our Identity; Develop an identifiable Northlake brand (Council Goal)
- Systematically Invest in Infrastructure; Maintain and improve public roadways (Council Goal)
- Responsibly Manage Growth; Adhere to the Comprehensive Plan (Council Goal)

BACKGROUND INFORMATION:

- Town Council strategic planning efforts identified multiple studies and consulting needs:
 - o Comprehensive Future Land Use Plan
 - Economic Development Strategy
 - Town Center/Town Hall Study
 - o Northlake Brand Refresh
 - o Town Entry Monumentation Study
 - o Transportation Consultant
- Requests for Proposals (RFP) appropriate for certain efforts such as comp plan and monumentation
 - o Sample RFPs provided for Council review and input
- Other efforts better to contract directly with consultant such as brand refresh and transportation
- Cost estimates for above efforts - \$300,000 to \$400,000 based on scope and expectations
- One-time revenue identified to fund efforts but requires amending budget
 - o Construction sales tax from Walgreen's fulfillment center finish out
 - o Unanticipated development fees from late fiscal year activity
- Cost sharing opportunities with Economic and Community Development Corporations

COUNCIL DIRECTION:

- Provide Council an opportunity to comment on various studies and efforts



REQUEST FOR PROPOSALS

COMPREHENSIVE PLAN SERVICES

For the Period of
March 10, 2022 – August 30, 2022
RFP #2021-02

Proposals Due Date
January 31, 2022
2:00 PM

Town of Northlake, Texas
1500 Commons Circle
Texas 76226

940.648.0142
Monday – Friday: 8:00 AM to 5:00

January 3, 2022

**REQUEST FOR PROPOSALS
COMPREHENSIVE PLAN SERVICES
RFP #2021-02**

PROPOSAL SUBMISSIONS

**Questions Deadline: January 24, 2022, 2:00 P.M. CST
Proposal Due: January 31, 2022, 2:00 P.M. CST**

Proposals for the services specified in this Request for Proposal (RFP) will be received by the Town of Northlake until the date and time indicated above. Please submit **three (3) hard copies** and one **(1) digital copy on a flash drive** of the proposal in a sealed envelope and clearly marked as described in Section 5 on the outside of the envelope. Proposals sent via mail courier must be sealed in a separate envelope inside of the mailer. Submit proposals to:

Town of Northlake
Office of the Town Secretary
1500 Commons Circle Suite 300
Northlake, Texas 76226

Proposals received after the deadline will not be considered for award of the contract and will be returned unopened. Faxed and emailed proposals will not be accepted.

COMMUNICATION

For questions regarding this RFP contact:

John Thomson
Management Analyst
jthomson@town.northlake.tx.us

NO QUESTIONS OR COMMUNICATIONS SHOULD BE DIRECTED TO ANY OTHER TOWN EMPLOYEES OR ANY ELECTED OFFICIALS.

PROPOSERS ARE STRONGLY ENCOURAGED TO CAREFULLY READ THE ENTIRE DOCUMENT PRIOR TO SUBMITTING A RESPONSE

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SCHEDULE OF EVENTS

January 3, 2022	Post RFP On the Town’s Website
January 3, 2022	First Publication of The Request for Proposal in the Denton Record Chronicle
January 17, 2022	Second Publication of The Request for Proposal in Denton Record Chronicle
January 24, 2022	Deadline for Questions, Clarifications, Or Interpretations
January 26, 2022	Deadline for Responses to Questions, Clarifications, Or Interpretations
January 31, 2022 at 2:00 p.m.	Proposal Deadline and Opening
January 31, 2022 at 2:00 p.m.	Completion of Staff Reviews and Interviews
February 17, 2022	Staff Presentation and Recommendation to Town Council
February 24, 2022	Town Council Selects Candidate
March 10, 2022	Town Council Approves Contract and Services Begin



SECTION I:

PURPOSE AND BACKGROUND



I. Purpose, Background, and Scope of Work

I.01 PURPOSE

The Town of Northlake is requesting submission of proposals and qualifications from all parties wishing to be considered for consulting services related to creating a new comprehensive plan.

The current comprehensive plan was first adopted in 2009 and was based on input from residents, business owners, and landowners and used the 2002 strategic master plan as a template. The plan was most recently updated in 2016 as *Pathway to 2040: Northlake Comprehensive Plan Update* and emphasized public engagement with a focus on managing new growth in a way that would preserve the Town's rural character while enhancing the Town's appeal for all ages and families.

It is envisioned that the new plan will utilize the vision, mission, and goals identified by the Town Council in the 2021 Strategic Plan. Additionally, the plan will need to identify additional community goals and objectives through engagement with residents and local businesses, while also incorporating pertinent elements from existing plans. The final comprehensive plan will also need to provide an economic development strategy for future economic growth, as well as an analysis regarding the future location of a Town Hall. Finally, after community review and incorporation of the existing vision, goals, and objectives into the new plan, the new comprehensive plan will need to provide a framework for implementing the new plan and for integrating existing plans.

I.02 ABOUT THE COMMUNITY

Compared with its neighbors, the Town of Northlake has a relatively recent history. Northlake began as a rural community and was incorporated on December 28th, 1960. The action to incorporate was motivated by concerns that adjacent cities would absorb the community of ranches into their corporate limits and threaten their independence and rural way of life.

Since 1960 the Town of Northlake has expanded to include retail commercial and mixed-use areas for local businesses, industrial centers for warehousing, apartments for multifamily housing, and master planned residential communities. However, even with this additional growth, Northlake has stayed true to its rural roots and still contains ranches, agricultural land, and large 5-acre residential estates. As demonstrated by these varied land uses, the Town continues to seek to develop a compromise between promoting growth that will benefit the Town while protecting its rural roots and legacy.

Today, the Town of Northlake encompasses 32.5 square miles (17.5 in the Town limits and 15 miles in the Town's extraterritorial jurisdiction). Northlake is currently the fastest growing community in North Texas. The Town's current population is 7,333 within the Town limits and an estimated service population of 12,014. At build out it is expected that Northlake will be home to roughly 50,000 residents. This rapid growth is due to the Town's strategic location between Dallas and Fort Worth, as well as having easy access to the Alliance Airport and major transportation and commercial corridors including Interstate 35W, Highway 114, and Highway 377.

I.03 CHALLENGES AND PLAN ELEMENTS

As the Town of Northlake continues to grow and move towards its ultimate buildout, major issues facing the community to be addressed in any comprehensive plan include, but are not limited to:

- Preservation of the Town's rural character
- Sustainably and effectively managing rapid growth
- The need to diversify commercial businesses
- The Town's ability to attract corporate campuses and data centers
- Over reliance on State maintained roadways
- Lack of a historic Town Center
- Untapped and inaccessible natural areas
- Inadequate long-term space for growing Town staff and services

Given these issues, the new plan should focus on the Town's future from a town wide perspective with a strong emphasis on balancing sustainable growth with preserving the Town's rural character, reducing reliance on State roadways, and ensuring the adequate provision of services to residents. The plan should also place a strong emphasis on an economic development strategy that will provide needed and desired amenities to residents while promoting the Town's ability to achieve and maintain a diverse and sustainable property tax base (60% commercial and 40% residential). The Town seeks a pathway towards stable growth that will allow the Town to grow and meet the needs of current and future residents without exceeding its resources.

I.04 GENERAL SCOPE OF SERVICES

In general, the scope of services being sought includes:

- a. Review and evaluate the existing Comprehensive Plan, *Pathway to 2040*

- b. Produce a comprehensive plan update that addresses community needs over a 20-year horizon using accurate data and information
- c. Understand the issues of unique concern for the Town of Northlake, build upon existing plans, and identify and respond to residents' needs, goals, and vision for Northlake
- d. With staff, establish and execute a town wide communication and information strategy to promote robust engagement with and input from residents and other community stakeholders throughout the planning process.
- e. Assemble existing GIS data from the Town to update/create the following data layers: land use, street network, street conditions, street widths, traffic counts, sidewalk network, sidewalk conditions, bicycle facilities, transit lines, transit amenities, zoning, housing conditions, real estate market trends, existing and planned private and public construction projects, and environmental analyses. Review data, identify gaps and areas that need updating, and focus data collection on those areas.
- f. Prepare demographic and economic profiles, including population projections and trends of socio-economic variables.
- g. Survey existing and planned public facilities and services to determine whether capacity problems exist, and expansion is needed to accommodate growth. The following public facilities, utilities and services should be inventoried: transportation facilities, water service, sanitary sewers, storm drainage, parks and recreational facilities, police service, and fire protection. Identify opportunities for improvement or expansion for which the development potential would be constrained by public facilities and services at currently planned levels.
- h. Provide an economic development strategy that will assist the Town with managing growth and ensuring a sustainable property tax base
- i. Conduct an analysis and develop a small area plan for Town Hall and a Town Center that will identify a location and incentivize economic growth in the area
- j. Identify needs and solutions related to transportation, open space, infrastructure, and maintaining the Town's rural legacy while promoting sustainable growth
- k. Examine future land use and identify patterns for future growth.

- I. Develop a framework and actionable steps for implementing the new plan and aligning with applicable policies, plans, and priorities

I.05 BUDGET

The expected maximum funding for the plan is \$250,000.

I.06 PROJECT DURATION

It is expected that the project will commence on March 1, 2022 and end prior to September 1, 2022.

I.07 CURRENT PLANS TO BE UTILIZED

The following plan elements should serve as a guide for the plan's development. The consultant is welcome to suggest creative or innovative additions or modifications to these components that will help integrate these plans with the final comprehensive plan.

- Strategic Plan (2022)
- Master Thoroughfare Plan (2022)
- Water Master Plan (2018)
- Sewer Master Plan (2018)
- Pathway to 2040: Northlake Comprehensive Plan Update (2016)
- Land Use Plan (2016)
- Parks, Recreation, and Open Space Master Plan (2014)

Some copies of these plans are available online at www.town.northlake.tx.us. Other copies may be requested as needed through the point of contact for the RFP.

I.08 DELIVERABLES

- a. **Progress Reports and Research:** the selected consultant will submit monthly progress reports and research information relative to the project. These reports will be made available to the Town Manager and selected staff. The consultant should be prepared to make reports directly to the Town Council at the Council's request. Additionally, the consultant should coordinate with staff to post incremental public input results on the Town website and/or social media.
- b. **Meetings:** Meeting (in-person or video conference) with Town staff, no fewer than twice per month. The number and frequency of meeting will be determined

in consultation with both staff and the Consultant before the project starts. The purpose of the meeting will be to establish objectives, discuss alternatives, coordinate activities, provide direction, and review progress.

- c. **Public Involvement and Participation Strategy and Process:** Executing a communication and information strategy so there is appropriate community/stakeholder/business involvement throughout the planning process for the Comprehensive Plan Update and visioning.

d. **Final Work Product:**

- Maps and/or graphics developed either by the consultant or in coordination with the Town's chosen engineering and planning firm that depicts the Comprehensive Plan Update and reflects the results of the public involvement process
- Draft a public ready Comprehensive Plan Update to be reviewed by Staff and approved by Council that incorporates the Town's vision, mission statement, and goals from the strategic plan and that covers sections such as:
 1. Community Profile, Vision, and Goals
 2. Comprehensive Planning
 3. Resource Management
 4. Rural Living Preservation
 5. Sustainable Residential Growth & Urban Living
 6. Town Wide Economic Development Strategy
 7. Small Area Plan for a Town Center (see Section 2)

The consultant should feel free to suggest additional sections or subsections. Notable subsections to consider including are subsection 3.2 Agriculture, 3.3 Water Resources, 3.4 Open Space and Trails, 6.2 Commercial Growth, 6.3 Industrial Growth, 6.4 Mixed Use, and 6.5 Economic Incentives.

- Implementation plan as a separate document from the Comprehensive Plan that identifies actionable items and provides a timeline

- A data packet that provides a summary and analysis of collected data. A digital copy of all data collected from surveys, interviews, focus groups etc. should be provided to the Town in a digital format for future use.

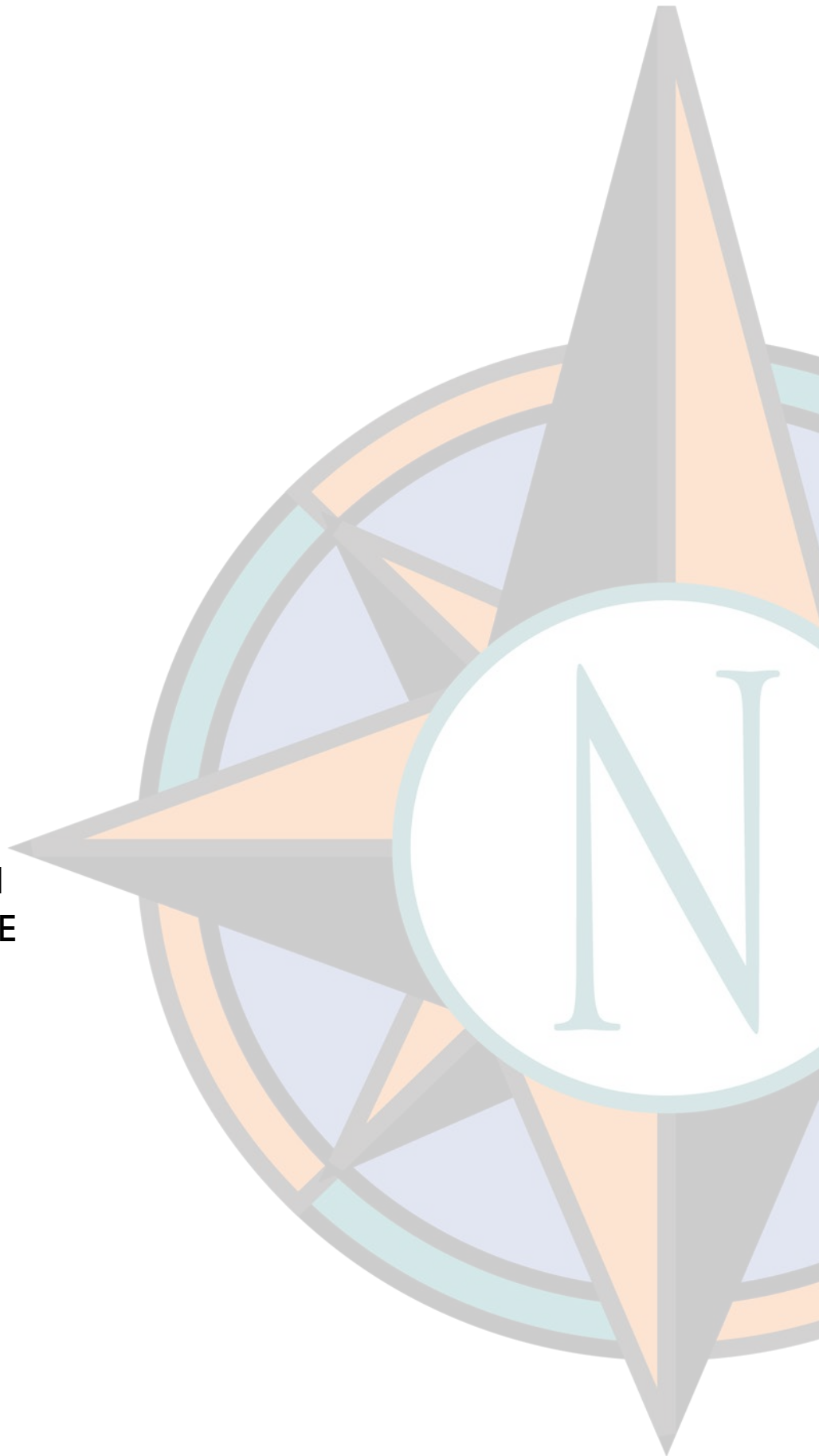
I.09 MEETINGS AND PUBLIC ENGAGEMENT

The consultant is expected to engage the Town Council, public, staff, and other stakeholders on a regular basis. It is important that the consultant understand that the Town Council expects and places a heavy emphasis on a high level of public involvement in developing the comprehensive plan and envisioning the future of Northlake. The consultant will be encouraged to provide recommendations for effectively engaging the public throughout the development of the new plan. The following are general expectations for meetings and the public engagement processes.

- a. Initial meeting with City staff to review the project schedule, schedule meetings and begin the process of data acquisition.
- b. Coordinate with City staff to conduct a kick-off workshop with the City Council. This should be followed by an additional workshop for the Planning & Zoning Commission and the Economic Development and Community Development Corporations. The purpose of these meetings is to introduce the consultant team and obtain input and guidance as it relates to the Comprehensive Plan input process. Direction will be needed from the consultant regarding the creation of a stakeholder committee(s), focus groups, town hall meetings, and other engagement options.
- c. Public partnership process program that may include the following:
 - One stop information and engagement comprehensive plan web page
 - Focus group meetings
 - Town wide public workshops
 - An online survey and other virtual engagement tools including but not limited to interactive GIS, visual preference surveys and citizen participation websites
 - In-person interviews

SECTION 2:

SMALL AREA PLAN FOR A NORTHLAKE TOWN CENTER



2. SMALL AREA PLAN FOR A NORTHLAKE TOWN CENTER

2.01 PURPOSE

The Town of Northlake seeks a consultant who is qualified to not only deliver a comprehensive plan, but to also develop a small area plan for a future Northlake Town Center. As a community that has been comprised of a collection of rural landowners for much of its history, the Town lacks a historical town center. The purpose of the small area plan component of this comprehensive plan update is to:

1. Identify a location for a Town Hall and Town Center
2. Identify appropriate development for the area
3. Identify, based on citizen input, a vision for the Town Center, its design, and use
4. Provide a strategy for creating the Town Center and incentivizing appropriate development

2.02 SMALL AREA PLAN SCOPE

Expected scope of services for the small area plan include:

- a. Identifying, based on citizen and Council input, an appropriate design vision and usage plan for the Town Center and what services and amenities citizens would expect to find.
- b. Based on citizen, Council, and staff input, identify a location for a Town Center and suggest any needed infrastructure improvements to facilitate the creation and establishment of a Town Center.
- c. Based on citizen, Council, and staff input, identify and suggest potential development types to surround and be incorporated into the Town Center.
- d. Provide an implementation plan and next steps for the creation of a Town Center.

SECTION 3:

PROPOSAL FORMAT



3. PROPOSAL FORMAT

The proposer must provide a straightforward and concise description of the Proposer's capabilities to satisfy the requirements of this RFP. Emphasis should be on completeness and clarity of content, cost effectiveness of the proposal, and qualifications to carry out the comprehensive process in a timely, efficient, effective, and exceptional manner. Proposers should restrict themselves to the requested information and **MUST** provide all requested information, documents, and sections in their proposal.

4.01 COVER LETTER

Provide a cover letter addressed to *The Northlake Town Council* and signed by a duly constituted official legally authorized to bind the applicant to both its proposal and cost schedule. The cover letter must include the name, address, and telephone number of the Proposer submitting the proposal and name, titles, address, telephone number, and email address of the person or persons to contact who are authorized to represent the Proposer and to whom correspondence should be directed

4.02 TABLE OF CONTENTS

4.03 EXECUTIVE SUMMARY

The Proposer shall use this section to introduce the scope of the proposal and summarize the key provisions of the proposal. Provide a statement describing why the firm and its selected team are qualified to perform this work.

4.04 EXPERIENCE, TECHNICAL AND OTHER QUALIFICATIONS

List the firm's and key personnel's qualifications relative to the described scope of services found in Section 1 of this RFP. Please include the following items:

- a. **Project Team:** provide an organization chart illustrating team members and their defined roles and responsibilities. Please include a description of the consulting team's qualifications as well as a description of the key team member's experience working together on similar projects to the one described in this RFP. Please also provide a list of any proposed sub-consultants along with their qualifications and anticipated responsibilities. For key project team members, please provide a copy of their resume.

- b. **Relevant Project Experience:** Please provide a general description of the firm's ability to prepare and deliver on a comprehensive plan update for municipalities. In addition to this description, provide a summary of three relevant projects for government clients that are similar to the comprehensive plan update project described in this proposal. If possible, proposers are highly encouraged to highlight experience working with small but rapidly growing municipalities and in developing economic development strategies. Please include the following information for each summary:

- Name of the project
- Name of the client
- Project location
- Year of the project and duration of the project
- Description of the project and the scope of services provided by the consulting firm. Include a description of the methods used to engage with the public and their effectiveness in gathering public input
- Consultant's fee for services
- Project manager and key project staff
- Provide a link to or copy of the final product for review

4.05 RESPONSE TO SCOPE OF CONSULTANT SERVICES

Demonstrate the firm's understanding of the project, expected outcomes, and approach to public involvement. Please include the items listed below:

- a. Describe how you plan to involve Town staff, if at all, to assist your during the project.
- b. Explain how the firm proposes to involve the Town Council and any other committees (Planning and Zoning Commission, Economic Development Corporation, Community Development Corporation, and Board of Adjustments) in the planning process.
- c. Describe your philosophy for encouraging public involvement and gathering input from the public.
- d. Describe strategies for communicating with the public and for gathering public input and data to help identify a vision for the Town, goals, and needs.

- e. Provide a description of your proposed process and suggested timetable for the completion of the comprehensive plan update within the desired time frame.
- f. Explain your approach to using GIS and data analytics to support the project and for creating public facing documents that can be shared with citizens.

4.06 REFERENCES

- a. Please provide at least three and up to five references that the Town of Northlake may contact to assess the consulting firm's competency in regarding to developing comprehensive plans. References should be familiar to the firm and be able to speak to their abilities to complete a comprehensive plan update. Please include the following information:

- Name of organization
- Name and title of point of contact
- Contact information for the point of contact
- A brief description of the project and services performed for the client

4.07 PROPOSED PROJECT COSTS

Please provide a breakdown of your proposed cost of services as well as any expected costs to the Town.

The total budget for this project may not exceed \$250,000

4.08 ADDITIONAL INFORMATION

Please provide any other information that you feel is applicable to the evaluation of the consulting firm's proposal. You may use this section to address any aspects of the submitted proposal or the firm's qualifications that distinguish the firm from other consulting services. However, please do not use this section as an opportunity to "dump" additional information. Any additional information should have a clear purpose that helps to identify why the submitting firm is the best candidate.

4.09 SUBMISSION OF REQUIRED DOCUMENTS

Please include a completed copy of the documents found in Appendix A.



SECTION 4:

EVALUATION CRITERIA & SELECTION PROCESS

4. EVALUATION CRITERIA AND SELECTION PROCESS

4.01 EVALUATION CRITERIA AND SCORING

All submitted proposals will be evaluated using the following criteria:

TOWN OF NORTHLAKE COMPREHENSIVE PLAN SCORING CRITERIA		
CRITERIA	STANDARD	MAXIMUM POINTS
Proposal Completeness and Quality	Submits a clear and quality RFP that contains all requested information and follows requirements.	5
Overall Understanding of Proposal	Understands the scope of requested services and demonstrates a complete approach to the project.	15
Project Team	1. Definition and clarity of roles 2. Firm qualifications 3. Key team members qualifications 4. Sub-consultants' qualifications 5. Experience of team working together and experience with comprehensive planning	15
Relevant Project Experience	1. Similar projects successfully completed 2. Experience completing projects involving economic development strategies and developing small area plans 3. Quality of past project examples	15
References	References indicate a high level of satisfaction, that the firm completed the project on time, that the project was complete and came in on or under budget, and that the firm demonstrated knowledge of the scope of work and comprehensive planning	15
Budget	Firm provides a competitive price for services and provides a satisfactory description of proposed costs	10
Project Approach	1. Understanding of the unique elements of the project 2. Understands the issues and concerns of the Town 3. Approach to using data to analyze and solve key issues 4. Approach to engaging the public in the planning process 5. Approach to engaging the Town Council, Commissions, and staff 6. Timeline for completion	25

4.02 SELECTION PROCESS

The following process will be employed by the Town Council and staff to select a consulting firm to complete the comprehensive planning process described in this RFP:

- a. **Review of Proposals:** Following the deadline for the submission of proposals, selected Town staff, under the direction of the Town Manager, will review the submitted proposals using the scoring criteria found in Section 4.01. Town staff will then consult with the Town Manager and identify up to three submissions for interviews.
- b. **Interviews:** Following the selection of up to three submissions for interviews, Town staff will schedule interview of equal time for each candidate. Interviews will focus on gaining a better understanding of the firm's expertise and qualifications to carry out the project described in the RFP.
- c. **Recommendation to and Selection by Council:** Following interviews, the Town Manager will recommend the selection for consideration by the Town Council. The Town Council will then review staff findings and select a consulting firm to fulfill the RFP. The Town Manager will then enter into contract negotiations for services with the firm selected by the Town Council.

SECTION 5:

SUBMISSION PROCESS AND OTHER INFORMATION



5. SUBMISSION PROCESS AND OTHER INFORMATION

4.03 SUBMISSION OF PROPOSALS

All proposals must be sealed. **Sealed proposals will be accepted until 2:00 PM on January 31, 2022, at the Northlake Town Hall, 1500 Commons Circle, Northlake, Texas 76226.**

Proposers must submit one (1) digital copy on a flash drive and three (3) hard copies (one original and two copies) of the proposal in a sealed envelope by the designated date and time and at the designated location specified in this RFP. The envelope for the sealed proposals MUST be labeled as follows:

ATT: Town Manager, Drew Corn
Name of Company/Organization Submitting Proposal
Address of Company/Organization Submitting Proposal
PROPOSAL FOR LEASE FOR COMPREHENSIVE PLAN SERVICES
TO BE OPENED AT 2:00 PM ON JANUARY 31, 2022

No email or faxed proposals will be accepted. Proposals will be accepted only if delivered in person or via mail courier. The Town will not be responsible for missing, lost, or late deliveries. If submitting via mail courier, the sealed envelope containing the proposals must be enclosed in another envelope or shipping box addressed to the Town of Northlake, Office of the Town Secretary, 1500 Commons Circle, Northlake, Texas 76226. **Any proposal received after the deadline or by fax or email will not be considered. Late proposals will be returned unopened to the Proposer.**

2.03 WITHDRAWING, MODIFYING, AND OPENING PROPOSALS

Any proposal may be modified or withdrawn prior to the due date and time for the opening of proposals or authorized postponement thereof. Modifications to the proposal must be submitted to the Town in a sealed envelope prior to the proposal deadline.

The Town will not be holding a public opening of proposals. All proposals will be opened after 2:00 PM on January 31, 2022, by the Town Administrator and/or approved staff.

2.04 REQUEST FOR EXPLANATIONS AND ADDENDA

Explanations desired by a prospective Proposer shall be requested of the Town in writing and, if explanations are necessary, a reply shall be made in the form of a written addendum. However, the Town reserves the right to not respond to a request for

explanation. A copy of all addendums will be provided on the bid and proposal section of the Town's website (<https://www.town.northlake.tx.us/bids.aspx>) under the appropriate RFP. The Proposer is responsible for checking the Town's website for new addendums.

Every request for explanation shall be in writing and sent via email or by mail. Emailed requests should be sent to John Thomson, Management Analyst, at jthomson@town.northlake.tx.us with the subject line reading **"Request for Explanation for RFP #2021-02"**. If submitting by mail, please send a letter in a sealed envelope that is addressed to Town of Northlake, Attn: John Thomson, 1500 Commons Circle, Northlake, TX 76226. Any verbal statements by the same or any person, before the award, shall be non-authoritative and not binding.

Requests for explanations must be submitted by the Questions Deadline of January 24, 2022, at 2:00 PM. The Town reserves the right to not respond to any such request received after the deadline.

Addenda issued to Proposers prior to date of receipt of the proposal shall become a part of the RFP documents and all proposals shall include the work described in the addenda. Proposers should attach all addenda to their copy of the RFP documents to ensure that all instructions are followed and that any changes to the RFP are noted by the Proposer.

4.04 PROPRIETARY INFORMATION

All submittals in response to this RFP become public record and will be available for inspection upon request. Proposers should identify specifically any information they deem to be propriety and include a letter requesting that such information not be release. This letter can be attached to the cover letter in the proposal. Where authorized by law, and at its sole discretion, the Town of Northlake will endeavor to resist disclosure of properly identified portions of submittals.

APPENDIX A:

REQUIRED PROPOSAL FORMS



Form 1:
SUBMITTAL STATEMENT

In response to the *Request for Proposal – Comprehensive Plan Services: RFP #2021-02*, the proposer shall attach this statement to their proposal. This statement shall be signed by an authorized representative who has been given legal authority to make binding decisions regarding contractual obligations on behalf of the proposing company.

1. PROPOSER

Name of Business: _____

Address: _____

Town/City: _____ State: _____ Zip: _____

Telephone: _____ Email: _____

Tax ID #: _____

Legal Status of Corporation:

_____ Individual _____ Partnership _____ Corporation _____ Joint Venture

Provide names of authorized representative(s) who have legal authority to bind the Proposer/Contractor in contractual obligations:

(a) _____

(b) _____

(c) _____

2. POINT OF CONTACT

Name: _____

Phone: _____ Email: _____



This submittal consists of three copies with the following documents and information:

1. Cover Letter
2. Table of Contents
3. Executive Summary
4. Experience, Technical, and Other Qualifications
5. Response to Scope of Consultant Services
6. References
7. Proposed Costs
8. Required Documents

This proposal response is a firm offer to provide consulting services to assist the Town of Northlake with a Comprehensive Plan Update that includes an economic development strategy and a high-level small area plan for a Town Center. This offer shall remain open for a period of ninety (90) days following selection of a proposer in the Town Council meeting specified in the schedule of events for the RFP.

The proposer agrees to protect, defend, indemnify, and hold harmless the Town of Northlake from and against any liability, claims, or causes of action in favor of any party, arising directly or indirectly out of its proposal, or resulting from negligence or any willful act or omission by the respondent, its subcontractors, agents, or employees. The respondent agrees to investigate and defend against any such liability, claims, or causes of action at its sole expense.

AUTHORIZED REPRESENTATIVE

Authorized Signature

Date

Print Name

Title

Form 2:



CERTIFIED STATEMENT

I, _____, authorized representative for _____ hereby certify that the information provided in response to RFP #2021-02 is true and complete and shall be used in determining whether our company is a qualified, responsible proposer. I also certify that this proposal has been made and submitted in good faith and without collusion or fraud with any other person, business, partnership, corporation, union, committee, club, or other organization, entity, or group of individuals. Finally, I certify that my organization follows Texas House Bill 89, Texas Senate Bill 252, and Chapters 2270 and 2252 of the Texas Government Code.

Print Name

Signature

Organization Name

State of Texas

County of _____

Before me, _____, the undersigned authority, on this date personally appeared _____, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for purposes and consideration therein expressed.

Given under my hand and seal this _____ day of _____, 20_____.

Notary Public, State of Texas





REQUEST FOR PROPOSALS

NORTH LAKE ENTRYWAY MONUMENTATION

For the Period of
Month XX, 2021 – Month XX, 2022
RFP #2021-03

Proposals Due Date
Month XX, 2022
2:00 PM

Town of Northlake, Texas
1500 Commons Circle
Texas 76226

940.648.0142
Monday – Friday: 8:00 AM to 5:00

Month XX, 2022

**REQUEST FOR PROPOSALS
NORTHLAKE ENTRYWAY MONUMENTATION
RFP #2021-03**

PROPOSAL SUBMISSIONS

**Questions Deadline: XXXX, 2022 2:00 P.M. CST
Proposal Due: XXXX, 2022 2:00 P.M. CST**

Proposals for the services specified in this Request for Proposal (RFP) will be received by the Town of Northlake until the date and time indicated above. Please submit **one (1) digital copy on a flash drive or by email and three (3) hard copies** of the proposal in a sealed envelope and clearly marked as described in Section 3.05 on the outside of the envelope. Proposals sent via mail courier must be sealed in a separate envelope inside of the mailer. Submit proposals to:

Town of Northlake
Office of the Town Secretary
1500 Commons Circle Suite 300
Northlake, Texas 76226

Proposals received after the deadline will not be considered for award of the contract and will be returned unopened. Faxed and emailed proposals will not be accepted.

COMMUNICATION

For questions regarding this RFP contact:

John Thomson
Management Analyst
jthomson@town.northlake.tx.us

NO QUESTIONS OR COMMUNICATIONS SHOULD BE DIRECTED TO ANY OTHER TOWN EMPLOYEES OR ANY ELECTED OFFICIALS.

PROPOSERS ARE STRONGLY ENCOURAGED TO CAREFULLY READ THE ENTIRE DOCUMENT PRIOR TO SUBMITTING A RESPONSE

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1. PURPOSE AND BACKGROUND 6

2. RESPONSE FORMAT 9

3. ADDITIONAL INFORMATION 11

SCHEDULE OF EVENTS

XXXX, 2022	Post RFP On the Town's Website
XXXX, 2022	First Publication of The Request for Proposal in the Denton Record Chronicle
XXXX, 2022	Second Publication of The Request for Proposal in Denton Record Chronicle
XXXX, 2022	Deadline for Questions, Clarifications, Or Interpretations
XXXX, 2022	Deadline for Responses to Questions, Clarifications, Or Interpretations
XXXX, 2022 at 2:00 p.m.	Proposal Deadline and Opening
XXXX, 2022	Staff Presentation and Recommendation to Town Council
XXXX, 2022	Town Council Awards Contract
XXXX, 2022	Commencement of Services



SECTION I:

Purpose and Background



I. PURPOSE AND BACKGROUND

I.01 PURPOSE

The Town of Northlake is seeking consulting and design services to develop a design(s) for community gateway monuments and landscaping within the Town of Northlake.

The Town of Northlake is issuing a Request for Proposal (RFP) from qualified firms to design entryway monumentation program that:

- a. Welcomes travelers from major entrance points into the town
- b. Establishes design standards and specifications for entryway monumentation and landscaping
- c. Establishes design standards and specifications that consider street-level visibility, safety, maintenance and replacement costs for signage
- d. Establishes design standards that is reflective of Northlake's identity and culture
- e. Projects costs for monumentation and landscaping

I.02 ABOUT THE COMMUNITY

Compared with its neighbors, the Town of Northlake has a relatively recent history. Northlake began as a rural community and was incorporated on December 28th, 1960. The action to incorporate was motivated by concerns that adjacent cities would absorb the community of ranches into their corporate limits and threaten their independence and rural way of life.

Since 1960 the Town of Northlake has expanded to include retail commercial and mixed-use areas for local businesses, industrial centers for warehousing, apartments for multifamily housing, and master planned residential communities. However, even with this additional growth, Northlake has stayed true to its rural roots and still contains ranches, agricultural land, and large 5-acre residential estates. As demonstrated by these varied land uses, the Town continues to seek to develop a compromise between promoting growth that will benefit the Town while protecting its rural roots and legacy. Today, the Town of Northlake encompasses 32.5 square miles (17.5 in the Town limits and 15 miles in the Town's extraterritorial jurisdiction). Northlake is currently the fastest growing community in in North Texas. The Town's current population is 7,333 within the



Town limits and an estimated service population of 12,014. At build out it is expected that Northlake will be home to roughly 50,000 residents. This rapid growth is due to the Town's strategic location between Dallas and Fort Worth, as well as having easy access to the Alliance Airport and major transportation and commercial corridors including Interstate 35W, Highway 114, and Highway 377.

I.03 PROJECT DESCRIPTION

In general, the entryway monumentation and landscaping plan will create a coordinated group of signs that welcome people to the town and direct them to the places they want to go. The Town's brand and identity shall be integrated, where appropriate, into the monument signage.

This is a Request for Proposal. Submitting firms will be considered for their experience and ability to complete this project. A final scope of work and schedule will be offered to the short-listed firms asked to submit full proposals.



SECTION 2:

RESPONSE FORMAT



2. RESPONSE FORMAT

All RFP submittals shall provide the following information for consideration and state the period it shall remain in effect:

- a. Introductory Letter: Please include a cover letter summarizing your firm's background, resources, and relevant experience.
- b. Descriptions of Firm, Management, and Team Members: Include descriptions of your organization and team. This should identify the project manager and the day-to-day contact person for the job.
- c. Description of Subcontractors: Identify any portion of the scope of work that will be subcontracted. Include firm qualifications (brief) and key personnel, telephone number, and contact persons for all subcontractors.
- d. Experience with Similar Projects: Provide a description of at least three (3) similar projects, including images or schematics of previous wayfinding design work.
- e. References: Provide at least three (3) client references relevant to this type of project.
- f. Project Approach: Provide a written description of your firm's intended approach to the project that demonstrates an understanding of the issues and tasks at hand, and the firm's ability to fulfill them. Indicate the role you anticipate team members playing as you go through the evaluation of existing information, design, production and installation.
- g. Total Project Costs: Provide a breakdown of total project cost including the cost of design, engineering, construction, landscaping, and annual maintenance.



SECTION 3:

ADDITIONAL INFORMATION



3. ADDITIONAL INFORMATION

3.01 INTERVIEW SELECTION CRITERIA

The Town of Northlake will evaluate the RFPs based on the following factors and will select firm(s) to make a full proposal on the project:

- a. Qualifications of the firm and experience with past projects; and
- b. References

During the evaluation process, the Town may request additional information or clarifications from the proposers. Based on RFP responses and interviews, qualified firm(s) may be selected to submit a full proposal and the details of the full project will be released at that time.

3.02 INQUIRIES

Questions regarding the RFP should be directed to:

John Thomson
Management Analyst
940.648.487 ext. 214
jthomson@town.northlake.tx.us

3.03 REJECTION OF PROPOSALS

The Town expects to select a consulting firm from the proposal submitted but reserves the right to request substitutions of firms. The Town also reserves the right to reject any or all responses to the RFP, to advertise for new responses, or to accept any response deemed to be in the best interest of the Town. A response to this RFP should not be construed as a contract or an indication of a commitment of any kind on the part of the Town, nor does it commit either to pay for costs incurred in the submission of a response to this request or for any cost incurred prior to the execution of a final contract.

3.04 INCURRING COSTS

The Town is not liable for any costs incurred by the firm prior to issuance of a contract.



3.05 DEADLINE AND DELIVERY

Three (3) hard copies and one (1) digital version of the RFP shall be submitted to:

Town of Northlake
Attention: Drew Corn
1500 Commons Circle Ste. 300
Northlake, TX 76226

The digital version of the proposal in PDF format shall be submitted either via e-mail to: jthomson@town.northlake.tx.us or on compact disc or flash drive.

The deadline for the submittal of the proposal in both formats is _____, 2022 at 2:00 PM. No information submitted by facsimile or electronic mail will be accepted unless otherwise requested by the Town during the proposal review process. Submittals received after 2: 00 PM on _____, 2022 will not be accepted





REQUEST FOR PROPOSALS

NORTH LAKE BRAND REFRESH

For the Period of
Month XX, 2021 – Month XX, 2022
RFP #2021-XX

Proposals Due Date
Month XX, 2022
2:00 PM

Town of Northlake, Texas
1500 Commons Circle
Texas 76226

940.648.0142
Monday – Friday: 8:00 AM to 5:00

Month XX, 2022

**REQUEST FOR PROPOSALS
NORTHLAKE BRAND REFRESH
RFP #2021-XX**

PROPOSAL SUBMISSIONS

**Questions Deadline: XXXX, 2022 2:00 P.M. CST
Proposal Due: XXXX, 2022 2:00 P.M. CST**

Proposals for the services specified in this Request for Proposal (RFP) will be received by the Town of Northlake until the date and time indicated above. Please submit **one (1) digital copy on a flash drive or by email and three (3) hard copies** of the proposal in a sealed envelope and clearly marked as described in Section 3.05 on the outside of the envelope. Proposals sent via mail courier must be sealed in a separate envelope inside of the mailer. Submit proposals to:

Town of Northlake
Office of the Town Secretary
1500 Commons Circle Suite 300
Northlake, Texas 76226

Proposals received after the deadline will not be considered for award of the contract and will be returned unopened. Faxed and emailed proposals will not be accepted.

COMMUNICATION

For questions regarding this RFP contact:

Jennifer Goldfield
Communications and Marketing Coordinator
jgoldfield@town.northlake.tx.us

NO QUESTIONS OR COMMUNICATIONS SHOULD BE DIRECTED TO ANY OTHER TOWN EMPLOYEES OR ANY ELECTED OFFICIALS.

PROPOSERS ARE STRONGLY ENCOURAGED TO CAREFULLY READ THE ENTIRE DOCUMENT PRIOR TO SUBMITTING A RESPONSE

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XXXX, 2022	Commencement of Services



SECTION I:

Purpose and Background



I. PURPOSE AND BACKGROUND

I.01 PURPOSE

The Town of Northlake has recently updated their vision and mission statements and wishes to refresh their brand.

The Town of Northlake is issuing a Request for Proposal (RFP) from qualified agencies to assist the town in this project. This process will include:

- a. Logo touch-up/update, reflecting clear and concise brand values
- b. Brand standards guide that is reflective of Northlake's identity and culture
- c. Market research and competitive analysis
- d. Rollout plan
- e. Projects costs for brand refresh

I.02 ABOUT THE COMMUNITY

Compared with its neighbors, the Town of Northlake has a relatively recent history. Northlake begun as a rural community and was incorporated on December 28th, 1960. The action to incorporate was motivated by concerns that adjacent cities would absorb the community of ranches into their corporate limits and threaten their independence and rural way of life.

Since 1960 the Town of Northlake has expanded to include retail commercial and mixed-use areas for local businesses, industrial centers for warehousing, apartments for multifamily housing, and master planned residential communities. However, even with this additional growth, Northlake has stayed true to its rural roots and still contains ranches, agricultural land, and large 5-acre residential estates. As demonstrated by these varied land uses, the Town continues to seek to develop a compromise between promoting growth that will benefit the Town while protecting its rural roots and legacy. Today, the Town of Northlake encompasses 32.5 square miles (17.5 in the Town limits and 15 miles in the Town's extraterritorial jurisdiction). Northlake is currently the fastest growing community in in North Texas. The Town's current population is 7,333 within the Town limits and an estimated service population of 12,014. At build out it is expected that Northlake will be home to roughly 50,000 residents. This rapid growth is due to the Town's strategic location between Dallas and Fort Worth, as well as having easy access to



the Alliance Airport and major transportation and commercial corridors including Interstate 35W, Highway 114, and Highway 377.

I.03 PROJECT DESCRIPTION

The Town of Northlake's brand refresh will leverage existing brand identity while expanding the look, feel and marketplace perception.

This is a Request for Proposal. Submitting agencies will be considered for their experience and ability to complete this project. A final scope of work and schedule will be offered to the short-listed agencies asked to submit full proposals.

SECTION 2:

RESPONSE FORMAT



2. RESPONSE FORMAT

All RFP submittals shall provide the following information for consideration and state the period it shall remain in effect:

- a. **Introductory Letter:** Please include a cover letter summarizing your agency's background, resources, and relevant experience.
- b. **Descriptions of Firm, Management, and Team Members:** Include descriptions of your organization and team. This should identify the project manager and the day-to-day contact person for the job.
- c. **Description of Subcontractors:** Identify any portion of the scope of work that will be subcontracted. Include firm qualifications (brief) and key personnel, telephone number, and contact persons for all subcontractors.
- d. **Experience with Similar Projects:** Provide a description of at least three (3) similar projects, including images of previous design work.
- e. **References:** Provide at least three (3) client references relevant to this type of project.
- f. **Project Approach:** Provide a written description of your agency's intended approach to the project that demonstrates an understanding of the issues and tasks at hand, and the agency's ability to fulfill them. Indicate the role you anticipate team members playing as you go through the evaluation of existing information and design.
- g. **Total Project Costs:** Provide a breakdown of total project cost including the cost of design, research, competitive analysis and rollout.

SECTION 3:

ADDITIONAL INFORMATION



3. ADDITIONAL INFORMATION

3.01 INTERVIEW SELECTION CRITERIA

The Town of Northlake will evaluate the RFPs based on the following factors and will select an agency to make a full proposal on the project:

- a. Qualifications of the agency and experience with past projects; and
- b. References

During the evaluation process, the Town may request additional information or clarifications from the proposers. Based on RFP responses and interviews, qualified agency may be selected to submit a full proposal and the details of the full project will be released at that time.

3.02 INQUIRIES

Questions regarding the RFP should be directed to:

Jennifer Goldfield
Communications and Marketing Coordinator
jgoldfield@town.northlake.tx.us
940.648.3290 ext. 214

3.03 REJECTION OF PROPOSALS

The Town expects to select an agency from the proposal submitted but reserves the right to request substitutions of agencies. The Town also reserves the right to reject any or all responses to the RFP, to advertise for new responses, or to accept any response deemed to be in the best interest of the Town. A response to this RFP should not be construed as a contract or an indication of a commitment of any kind on the part of the Town, nor does it commit either to pay for costs incurred in the submission of a response to this request or for any cost incurred prior to the execution of a final contract.

3.04 INCURRING COSTS

The Town is not liable for any costs incurred by the firm prior to issuance of a contract.



3.05 DEADLINE AND DELIVERY

Three (3) hard copies and one (1) digital version of the RFP shall be submitted to:

Town of Northlake Club
Attention: Drew Corn
1500 Commons Circle Ste. 300
Northlake, TX 76226

The digital version of the proposal in PDF format shall be submitted either via e-mail to: jgoldfield@town.northlake.tx.us or on compact disc or flash drive.

The deadline for the submittal of the proposal in both formats is _____, 2022 at 2:00 PM. No information submitted by facsimile or electronic mail will be accepted unless otherwise requested by the Town during the proposal review process. Submittals received after 2: 00 PM on _____, 2022 will not be accepted



NORTHLAKE MAYOR AND COUNCIL COMMUNICATION

DATE: DECEMBER 9, 2021

REF. DOC. : TOWN CHARTER, SECTION 3.11, MEETINGS OF TOWN COUNCIL

SUBJECT: 2022 COUNCIL AND BOARDS MEETING SCHEDULE AS EFFECTED BY ELECTIONS AND FEDERAL HOLIDAYS



STRATEGIC GOALS/OBJECTIVES:

- Promote Public Involvement (Council Goal)

BACKGROUND INFORMATION:

- Investments in Council Chambers allow for effective and transparent meetings
 - o Increase of building lease to include 2,000 square feet of public meeting space
 - o Lease of cameras and remote operations to broadcast meetings
 - o Installation of voting system and monitors for view of board members and public
- Denton County Elections Administration need for polling locations with specific criteria
 - o Room must be available all days and hours for early and election day voting
 - o Room must be of a certain size (Chambers large enough, Police Community Room not)
 - o To meet their needs, requires relocating and/or cancelling multiple Northlake board meetings
- Juneteenth National Independence Day enacted into law on June 17, 2021
 - o Observed June 19th or nearest workday by federal employees
 - o Town currently observes 13 holidays
 - New Year's Day
 - President's Day
 - Martin Luther King Jr. Day
 - Good Friday
 - Labor Day
 - Independence Day
 - Memorial Day
 - Columbus Day
 - Veteran's Day
 - Thanksgiving Day and following Friday
 - Christmas Eve and Christmas Day
 - o Roanoke and Argyle observe 13 holidays, Fort Worth and Denton 9, North Texas median 11

COUNCIL DIRECTION:

- Offer Council Chambers as location for some, all or no elections
- Observe Juneteenth as Town Holiday and/or reduce other Town Holidays



2022 Calendar

JANUARY						
S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

FEBRUARY							Elections
S	M	T	W	T	F	S	Town
		1	2	3	4	5	Early Voting L
6	7	8	9	10	11	12	Run-off LR
13	P 14	P 15	P 16	P 17	P 18	p 19	State Primary
P 20	P 21	P 22	P 23	P 24	p 25	26	Early Voting P
27	28						Run-off PR
							State General
							Early Voting G

MARCH						
S	M	T	W	T	F	S
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13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31		

APRIL							Meetings
S	M	T	W	T	F	S	Council
					1	2	EDC/CDC
3	4	5	6	7	8	9	P&Z
10	11	12	13	14	15	16	BOA
17	18	19	20	21	22	23	
24	L 25	L 26	L 27	L 28	L 29	L 30	

MAY						
S	M	T	W	T	F	S
L 1	2	3	4	5	6	7
8	9	10	11	12	13	14
PR 5	PR 16	PR 17	PR 18	PR 19	20	21
22	23	PR 24	25	26	27	28
29	30	31				

JUNE							Court Sessions
S	M	T	W	T	F	S	Mondays 4:45 pm
			1	2	3	4	Tuesday 4:15 pm
5	R 6	LR 7	8	LR 9	LR 10	LR 11	Wednesday 4:45 pm
R 12	LR 13	R 14	LR 15	16	17	LR 18	
19	20	21	22	23	24	25	
26	27	28	29	30			

JULY						
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24	25	26	27	28	29	30
31						

AUGUST							Holidays
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28	29	30	31				

SEPTEMBER						
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OCTOBER						
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G 30	G 31					

NOVEMBER						
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DECEMBER						
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TOWN OF NORTHLAKE COUNCIL ITEM NO. 3

DATE: DECEMBER 9, 2021

ITEM: PUBLIC INPUT



TOWN OF NORTHLAKE COUNCIL ITEM NO. 4

DATE: DECEMBER 9, 2021

ITEM: CONSENT ITEMS





DAVID A. RETTIG, MAYOR

RENA HARDEMAN, COUNCIL PLACE 1
MICHAEL C. GANZ, COUNCIL PLACE 2
BRIAN MONTINI, COUNCIL PLACE 3

ROGER SESSIONS, COUNCIL PLACE 4
BILL MOORE, COUNCIL PLACE 5
WES BOYER, COUNCIL PLACE 6

**NORTHLAKE TOWN COUNCIL
REGULAR MEETING MINUTES
OCTOBER 28, 2021, AT 5:30 PM
1500 COMMONS CIRCLE SUITE 300, NORTHLAKE, TEXAS 76226**

Notice is hereby given as required by Title 5, Chapter 551.041 of the Government Code that the Northlake Town Council will meet in a regular meeting on Thursday, October 28, 2021, at 5:30 pm at the Northlake Town Hall in the Chamber Room, 1500 Commons Circle, Suite 300, Northlake, Texas 76226. The items listed below are placed on the agenda for discussion and/or action.

1. Mayor David Rettig called the meeting to order at 5:30 pm, quorum present.
Roll Call:
David Rettig, Mayor
Rena Hardeman, Place 1
Michael Ganz, Place 2
Brian Montini, Mayor Pro Tem
Roger Sessions, Place 4 (arrived 5:36 pm)
Bill Moore, Place 5
Wes Boyer, Place 6

Invocation was given by Travis Hartgen, Grove Church.
The Pledge of Allegiance to the United States and Texas flags was recited.
2. Announcements, Proclamations and Presentations
 - A. Recognition - Texas Municipal Court Week – November 1-5, 2021

Council Member Sessions arrived.
 - B. Presentation – FY 21 Quarterly Investment Report
 - C. Presentation – FY 21 Quarterly Financial Report
 - D. Briefing – Harvest Retail Area: Town Limit and Extraterritorial Jurisdiction Adjustments

3. Public Input

This item is available for citizens to address the Town Council on any matter. The presiding officer may ask the citizen to hold his or her comment on an agenda item until that agenda item is reached. By law, no deliberation or action may be taken on the topic if the topic is not posted on the agenda. The presiding officer reserves the right to impose a time limit on this portion of the agenda.

There were no speakers.

4. Consent Items

Motion was made by Mayor Pro Tem Montini and second by Council Member Ganz to approve items E, F, G, and H on the consent agenda. Motion passed 7-0.

5. Action Items

- I. Hold a Public Hearing and consider an Ordinance Zoning Change from C – Commercial to M-PD – Mixed-Use Planned Development for an approximately 17-acre tract of land situated in the L. Medlin Survey, Abstract No. 830 generally located on the north side of SH 114 between Northport Drive and Ashmore Lane. Northport Partners, LLC is the owner. JPI is the applicant. Case # PD-21-004

The applicant provided an overview of the project.

- i. Public Hearing

Joel McGregor spoke in opposition to the proposed zoning change.

Motion was made by Mayor Pro Tem Montini and second by Mayor Rettig to approve Ordinance No. 21-1028 A changing the Zoning from C – Commercial to M-PD – Mixed-Use Planned Development for an approximately 17-acre tract of land situated in the L. Medlin Survey, Abstract No. 830 generally located on the north side of SH 114 between Northport Drive and Ashmore Lane with the addition of fully shielded LED lighting. Northport Partners, LLC is the owner. JPI is the applicant. Case # PD-21-004. Motion passed 4-3. Sessions, Ganz, and Hardeman opposed

- J. Hold a Public Hearing and consider an Ordinance amending the 2016 Master Thoroughfare Plan at the intersection of Strader and Florance. The amendment would maintain the current offset T-intersection and remove the future conventional four-way intersection with the reserve S-curve from the plan.

Town Manager Corn provided an overview of the proposed change.

- i. Public Hearing

Joel McGregor spoke in favor.

Kenneth Frisby spoke in favor.

Motion was made by Council Member Boyer and second by Council Member Hardeman to approve Ordinance No. 21-1028B amending the 2016 Master Thoroughfare Plan at the intersection of Strader and Florance. The amendment would maintain the current offset T-intersection and remove the future conventional four-way intersection with the reserve S-curve from the plan. Motion passed 6-1. Ganz opposed.

- K. Proposed Development Agreement with Kenneth and Cathy Frisby related to an approximately 14.2855-acre tract of land situated in the J.E. Anderson Survey, Abstract No. 22, generally located on the northeast corner of Florance Road and Strader Road/ Robson Ranch Road

Town Manager Corn provided an overview of the proposed agreement provided in the Council packets and subsequent negotiations with the landowner.

Motion was made by Mayor Rettig and second by Council Member Boyer to approve a Development Agreement with Kenneth and Cathy Frisby related to an approximately 14.2855-acre tract of land situated in the J.E. Anderson Survey, Abstract No. 22, generally located on the northeast corner of Florance Road and Strader Road/ Robson Ranch Road with the following changes:

Retain the ROW as proposed in the original agreement

Lot size will be reduced from 2 acres 1.9 acres

Complete sidewalk on the south and west perimeter of the property. The sidewalk through the Frisby property (remainder) will be entitled to reimbursement from the Town, credits or waivers and/or inspections fees in the amount of fifteen thousand dollars (\$15,000.00) in exchange for construction of the portion of the sidewalk on the property not included in the development.

Motion passed 4-3 Sessions, Ganz, and Montini opposed.

At this time the Mayor moved to items M and N.

- M. Consider a Resolution casting Northlake's votes for a member or members of the Board of Directors of the Denton Central Appraisal District
Resolution 21-39 (if needed)

Motion was made by Council Member Hardeman and second by Mayor Rettig to postpone this item to the December 9, 2021, meeting. Motion passed 7-0.

- N. Approval of modifying, continuing and/or suspending the First Amended Declaration of Local and Public Health Emergency as modified by the Town Council on April 23, 2020. There was no action on this item.

At 8:06 pm the Council recessed their meeting.

At 8:46 pm the Council reconvened their meeting.

- L. Hold a Public Hearing and consider an Ordinance Zoning change from RR – Rural Residential (min. 5 acres lots) /CRO - Conservation Residential Overlay to RE-PD – Rural Estate Planned Development (min. 2 acre lots) for an approximately 14.2855-acre tract of land situated in the J.E. Anderson Survey, Abstract No. 22, generally located on the northeast corner of Florance Road and Strader Road/ Robson Ranch Road. Kenneth Frisby is the owner/applicant. Case # PD-21-003.

i. Public Hearing

There were no speakers on this item.

Motion was made by Council Member Boyer and second by Mayor Rettig to approve Ordinance No. 21-1028 C changing the zoning from RR – Rural Residential (min. 5 acres lots) /CRO - Conservation Residential Overlay to RE-PD – Rural Estate Planned Development (min. 1.9 acre lots) for an approximately 14.2855-acre tract of land situated in the J.E. Anderson Survey, Abstract No. 22, generally located on the northeast corner of Florance Road and Strader Road/ Robson Ranch Road. Kenneth Frisby is the owner/applicant. Case # PD-21-003. Motion passed 4-3. Ganz, Montini and Sessions opposed.

6. Executive Session – There was no need for Executive Session

8. Mayor Rettig adjourned the meeting at 8:32 pm.

Passed and approved on this the 9th day of December, 2021.

Town of Northlake, Texas

David Rettig, Mayor

Attest:

Zolaina Parker, Town Secretary



Rena Hardeman, Place 1
Michael Ganz, Place 2
Brian Montini, Mayor Pro Tem

David Rettig, Mayor

Roger Sessions, Place 4
Bill Moore, Place 5
Wes Boyer, Place 6

**NORTHLAKE TOWN COUNCIL
SPECIAL MEETING MINUTES
NOVEMBER 19, 2021, AT 1:30 PM
NORTHWEST ISD OUTDOOR LEARNING CENTER
GREAT HALL – 7773 MULKEY LANE
NORTHLAKE, TEXAS 76247**

1. Mayor David Rettig called the special meeting to order at 1:38 pm, quorum present.
Roll Call:
David Rettig, Mayor
Rena Hardeman, Place 1
Michael Ganz, Place 2 – absent
Brian Montini, Mayor Pro Tem
Roger Sessions, Place 4
Bill Moore, Place 5
Wes Boyer, Place 6
2. By general consent, Mayor Rettig convened the council into Executive Session at 1:40 pm to discuss the following pursuant to Texas Government Code, annotated, Chapter 551 Subchapter D:
 - a. Section 551.074 Personnel Matters to deliberate the appointment, employment, evaluation, reassignment, duties, discipline or dismissal of a public officer or employee
 - i. Town Secretary Appointment
3. Mayor Rettig reconvened the council into Open Session at 2:00 p.m.
In accordance with Texas Government Code, Section 551, the Town Council will reconvene into Open Session and consider action, if any, on matters discussed in Executive Session
 - A. Consider appointment of Town Secretary

Motion was made by Mayor Pro tem Montini and second by Council Member Moore to appoint Zolaina Parker as Town Secretary. Motion passed 6-0. Ganz absent
4. Mayor Rettig adjourned the meeting at 2:02 pm.

Passed and approved on this the 9th day of December, 2021.

Town of Northlake, Texas

David Rettig, Mayor

Attest:

Zolaina Parker, Town Secretary



Rena Hardeman, Place 1
Michael Ganz, Place 2
Brian Montini, Mayor Pro Tem

David Rettig, Mayor

Roger Sessions, Place 4
Bill Moore, Place 5
Wes Boyer, Place 6

**NORTHLAKE TOWN COUNCIL AGENDA
SPECIAL MEETING - STRATEGIC PLANNING RETREAT
NOVEMBER 19 & 20, 2021
NORTHWEST ISD OUTDOOR LEARNING CENTER
GREAT HALL – 7773 MULKEY LANE, NORTHLAKE, TEXAS 76247**

1. Mayor David Rettig called the planning retreat to order on November 19, 2021, at 2:02 pm, quorum present.

Roll Call:

David Rettig, Mayor
Rena Hardeman, Place 1
Michael Ganz, Place 2 – absent
Brian Montini, Mayor Pro Tem

Roger Sessions, Place 4
Bill Moore, Place 5
Wes Boyer, Place 6

Drew Corn, Town Manager
Robert Crawford, Police Chief
John Zagurski, Finance Director
John Thomson, Management Analyst
LeAnne Oliver, Court Administrator

Eric Tamayo, Public Works Director
Michael Coleman Police Captain
Zolaina Parker, Town Secretary

2. The Council and staff had discussion on the following topics during the Northlake Town Council Strategic Planning Retreat:
 - 2018 Strategic Plan recap, Background information and staff planning efforts
 - What are the significant social, community, economic and organizational forces that may impact our ability of achieve success?
 - Strengths, Weaknesses, Opportunities and Threats
 - Community Vision – our future
 - Organizational Mission – Purpose
 - Shared Values

Mayor Rettig recessed the meeting at 7:10 p.m.

Mayor Rettig reconvened the planning retreat on November 20, 2021, at 9:00am, quorum present.

Roll Call:

David Rettig, Mayor

Rena Hardeman, Place 1

Michael Ganz, Place 2 – absent

Brian Montini, Mayor Pro Tem – arrived at 1:39 p.m.

Roger Sessions, Place 4

Bill Moore, Place 5

Wes Boyer, Place 6

Drew Corn, Town Manager

Michael Coleman Police Captain

John Zagurski, Finance Director

John Thomson, Management Analyst

Eric Tamayo, Public Works Director

Zolaina Parker, Town Secretary

LeAnne Oliver, Court Administrator

The Council and staff had discussion on the following topics:

- Reflect and review of Day 1
- How do we know we are making progress
- Strategic goals
- What are the most important things we can do now
- Review and discuss results – David Eisenlor will provide a recap to Council.

3. The Retreat was adjourned at 2:52 p.m. on November 20, 2021.

Passed and approved on this the 9th day of December, 2021.

Town of Northlake, Texas

David Rettig, Mayor

Attest:

Zolaina Parker, Town Secretary

NORTHLAKE MAYOR AND COUNCIL COMMUNICATION

DATE: DECEMBER 9, 2021

REF. DOC.: SENATE BILL 1827 – STATEWIDE OPIOID SETTLEMENT

SUBJECT: PARTICIPATION IN OPIOID SETTLEMENT NEGOTIATED BY THE TEXAS ATTORNEY GENERAL



GOALS/OBJECTIVES:

- Effectively Manage Public Resources

BACKGROUND INFORMATION:

- In 2021, State of Texas enacted Senate Bill 1827, Statewide Opioid Settlement Agreement Act
 - o Effectuates settlement
 - o Adopts term sheet
 - o Provides for plan to distribute funds received
- Settlement claims against three major distributors of opioid medications, and one manufacturer
 - o McKesson, Cardinal Health, and Amerisource Bergen (Distributors)
 - o Johnson & Johnson and its subsidiary Janssen pharmaceuticals (J&J) (Manufacturer)
- 120-day window for Counties and Cities to enter into proposed settlement (by January 2, 2022)
- To participate in settlement, Town must:
 - o Execute waivers of claims by that date against the Distributors and Manufacturer
 - o Adopt the “Texas Term Sheet” by that date
- Provides up to \$1.17 billion from the Distributors and \$268 million from J&J, if enough cities agree
- More participation by political subdivision equates to larger settlement
- Settlement split into three funds:
 - o 15% available directly to Subdivisions, including cities and counties
 - o 15% to the State of Texas and managed by Attorney General
 - o 70% into Texas Opioid Abatement Fund managed by Texas Opioid Council used for abatement programs
- Presuming full payout, amounts to be paid directly to Cities listed in Appendix B of Term Sheet
 - o Maximum amount listed, treat as cap, not guarantee

COUNCIL ACTION:

- Approve resolution adopting Texas Term Sheet and joining Opioid Settlement

A Resolution of the Town of Northlake

NO. 21-39

TO ADOPT THE TEXAS TERM SHEET AND JOIN THE OPIOID SETTLEMENT NEGOTIATED BY THE TEXAS ATTORNEY GENERAL

WHEREAS, The Town of Northlake obtained information indicating that certain drug companies and their corporate affiliates, parents, subsidiaries, and such other defendants as may be added to the litigation (collectively, "Defendants") have engaged in fraudulent and/or reckless marketing and/or distribution of opioids that have resulted in addictions and overdoses; and

WHEREAS, On May 13, 2020, the State of Texas, through the Office of the Attorney General, and a negotiation group for Texas political subdivisions entered into an Agreement entitled Texas Opioid Abatement Fund Council and Settlement Allocation Term Sheet (hereafter, the Texas Term Sheet) approving the allocation of any and all opioid settlement funds within the State of Texas. The Texas Term Sheet is attached hereto as Exhibit "A"; and

WHEREAS, Special Counsel and the State of Texas have recommended that the Northlake Town Council support the adoption and approval of the Texas Term Sheet in its entirety;

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF NORTHLAKE, TEXAS, THAT:

The Northlake Town Council supports the adoption and approval of the Texas Term Sheet in its entirety; and finds there is a substantial need for repayment of opioid-related expenditures and payment to abate opioid-related harms in and about Northlake; and supports in its entirety and hereby adopts the allocation method for opioid settlement proceeds as set forth in the STATE OF TEXAS AND TEXAS POLITICAL SUBDIVISIONS' OPIOID ABATEMENT FUND COUNCIL AND SETTLEMENT ALLOCATION TERM SHEET, attached hereto as Exhibit "A". The Northlake Town Council understands that the purpose of this Texas Term Sheet is to permit collaboration between the State of Texas and Political Subdivisions to explore and potentially effectuate resolution of the Opioid Litigation against Pharmaceutical Supply Chain Participants as defined therein. We also understand that an additional purpose is to create an effective means of distributing any potential settlement funds obtained under this Texas Term Sheet between the State of Texas and Political Subdivisions in a manner and means that would promote an effective and meaningful use of the funds in abating the opioid epidemic in this County and throughout Texas.

PASSED AND APPROVED by the Town Council of the Town of Northlake, Texas, this 9th day of December 2021.

Town of Northlake, Texas

David Rettig, Mayor

Attest:

Zolaina Parker, Town Secretary

**TEXAS OPIOID ABATEMENT FUND COUNCIL AND
SETTLEMENT ALLOCATION TERM SHEET**

A

WHEREAS, the people of the State of Texas and its communities have been harmed through the National and Statewide epidemic caused by licit and illicit opioid use and distribution within the State of Texas; and now,

WHEREAS, the State of Texas, though its elected representatives and counsel, including the Honorable Ken Paxton, Attorney General of the State of Texas, and certain Political Subdivisions, through their elected representatives and counsel, are separately engaged in litigation seeking to hold those entities in the supply chain accountable for the damage caused; and now,

WHEREAS, the State of Texas, through its Attorney General and its Political Subdivisions, share a common desire to abate and alleviate the impacts of the epidemic throughout the State of Texas; and now,

THEREFORE, the State of Texas and its Political Subdivisions, subject to completing formal documents effectuating the Parties' agreements, enter into this State of Texas and Texas Political Subdivisions' Opioid Abatement Fund Council and Settlement Allocation Term Sheet (Texas Term Sheet) relating to the allocation and use of the proceeds of any Settlements as described.

A. Definitions

As used in this Texas Term Sheet:

1. “The State” shall mean the State of Texas acting through its Attorney General.
2. “Political Subdivision(s)” shall mean any Texas municipality and county.
3. “The Parties” shall mean the State of Texas, the Political Subdivisions, and the Plaintiffs’ Steering Committee and Liaison Counsel (PSC) in the Texas Opioid MDL, *In Re: Texas Opioid Litigation*, MDL No. 2018-63587, in the 152d District Court of Harris County, Texas.
4. “Litigating Political Subdivision” means a Political Subdivision that filed suit in the state courts of the State of Texas prior to the Execution Date of this Agreement, whether or not such case was transferred to Texas Opioid MDL, or removed to federal court.
5. “National Fund” shall mean any national fund established for the benefit of the Texas Political Subdivisions. In no event shall any National Fund be used to create federal jurisdiction, equitable or otherwise, over the Texas Political Subdivisions or those similarly situated state-court litigants who are included in the state coalition, nor shall the National Fund require participating in a class action or signing a participation agreement as part of the criteria for participating in the National Fund.
6. “Negotiating Committee” shall mean a three-member group comprising four representatives for each of (1) the State; (2) the PSC; and (3) Texas’

Political Subdivisions (collectively, “Members”). The State shall be represented by the Texas Attorney General or his designees. The PSC shall be represented by attorneys Mikal Watts, Jeffrey Simon, Dara Hegar, Dan Downey, or their designees. Texas’ Political Subdivisions shall be represented by Clay Jenkins (Dallas County Judge), Terrence O’Rourke (Special Assistant County Attorney, Harris County), Nelson Wolff (Bexar County Judge), and Nathaniel Moran (Smith County Judge) or their designees.

7. “Settlement” shall mean the negotiated resolution of legal or equitable claims against a Pharmaceutical Supply Chain Participant that includes the State and Political Subdivisions.
8. “Opioid Funds” shall mean monetary amounts obtained through a Settlement as defined in this Texas Term Sheet.
8. “Approved Purpose(s)” shall mean those uses identified in Exhibit A hereto.
9. “Pharmaceutical Supply Chain” shall mean the process and channels through which opioids or opioids products are manufactured, marketed, promoted, distributed, or dispensed.

10. “Pharmaceutical Supply Chain Participant” shall mean any entity that engages in or has engaged in the manufacture, marketing, promotion, distribution, or dispensing of an opioid analgesic.
11. “Texas Opioid Council” shall mean the Council described in Exhibit A hereto, which has the purpose of ensuring the funds recovered by Texas (through the joint actions of the Attorney General and the Texas Political Subdivisions) are allocated fairly and spent to remediate the opioid crisis in Texas, using efficient and cost-effective methods that are directed to the hardest hit regions in Texas while also ensuring that all Texans benefit from prevention and recovery efforts.

B. Allocation of Settlement Proceeds

1. All Opioid Funds distributed in Texas shall be divided with 15% going to Political Subdivisions (“Subdivision Share”), 70% to the Texas Opioid Abatement Fund through the Texas Opioid Council (Texas Abatement Fund Share) identified and described on Exhibits A and C hereto, and 15% to the Office of the Texas Attorney General as Counsel for the State of Texas (“State Share”). Out of the Texas Opioid Abatement Fund, reasonable expenses up to 1% shall be paid to the Texas Comptroller for the administration of the Texas Opioid Council pursuant to the Opioid

Abatement Fund (Texas Settlement) Opioid Council Agreement, Exhibit A hereto.

2. The Subdivisions Share shall be allocated in accordance with the division of proceeds on Exhibit B hereto.
3. The Texas Abatement Fund Share shall be allocated to the Opioid Council to be apportioned in accordance with the guidelines of Exhibit A, and Exhibit C hereto.
4. In the event a Subdivision merges, dissolves, or ceases to exist, the allocation percentage for that Subdivision shall be redistributed as directed by the settlement document, and if not specified, equitably based on the composition of the successor Subdivision. If a Subdivision for any reason is excluded from a specific settlement, the allocation percentage for that Subdivision shall be redistributed as directed by the settlement document, and if not specified, equitably among the participating Subdivisions.
5. Funds obtained from parties unrelated to the Litigation, via grant, bequest, gift or the like, separate and distinct from the Litigation, may be directed to the Texas Opioid Council and disbursed as set forth below.
6. The Subdivision share shall be initially deposited and paid in cash directly to the Subdivision under the authority and guidance of the Texas MDL Court, who shall direct any Settlement funds to be held in trust in a

segregated account to benefit the Subdivisions and to be promptly distributed as set forth herein and in accordance with Exhibit B.

7. Nothing in this Texas Term Sheet should alter or change any Subdivision's rights to pursue its own claim. Rather, the intent of this Texas Term Sheet is to join all parties to disburse settlement proceeds from one or more defendants to all parties participating in that settlement within Texas.
8. Opioid Funds from the Texas Abatement Fund Share shall be directed to the Texas Opioid Council and used in accordance with the guidelines as set out on Exhibit A hereto, and the Texas Abatement Fund Share shall be distributed to the Texas Opioid Council under the authority and guidance of the Texas MDL Court, consistent with Exhibits A and C, and the by-laws of the Texas Opioid Council documents and disbursed as set forth therein, including without limitation all abatement funds and the 1% holdback for expenses.
9. The State of Texas and the Political Subdivisions understand and acknowledge that additional steps may need to be undertaken to assist the Texas Opioid Council in its mission, at a predictable level of funding, regardless of external factors.

C. Payment of Counsel and Litigation Expenses

1. Any Master Settlement Agreement settlement will govern the payment of fees and litigation expenses to the Parties. The Parties agree to direct control of any Texas Political Subdivision fees and expenses to the “Texas Opioid Fee and Expense Fund,” which shall be allocated and distributed by the Texas MDL Court, *In re: Texas Opioid Litigation*, MDL No. 2018-63587, in the 152nd District Court of Harris County, Texas, and with the intent to compensate all counsel for Texas Political Subdivisions who have not chosen to otherwise seek compensation for fees and expenses from any federal MDL common benefit fund.
2. The Parties agree that no portion of the State of Texas 15% allocation share from any settlement shall be administered through the National Fund, the Texas MDL Court, or Texas Opioid Fee and Expense Fund, but shall be directed for payment to the State of Texas by the State of Texas.
3. The State of Texas and the Texas Political Subdivisions, and their respective attorneys, agree that all fees – whether contingent, hourly, fixed or otherwise – owed by the Texas Political Subdivisions shall be paid out of the National Fund or as otherwise provided for herein to the Texas Opioid Fee and Expense Fund to be distributed by the 152nd

District Court of Harris County, Texas pursuant to its past and future orders.

4. From any opioid-related settlements with McKesson, Cardinal Health, ABDC, and Johnson & Johnson, and for any future opioid-related settlements negotiated, in whole or in part, by the Negotiating Committee with any other Pharmaceutical Supply Chain Participant, the funds to be deposited in the Texas Opioid Fee and Expense Fund shall be 9.3925% of the combined Texas Political Subdivision and Texas Abatement Fund portions of each payment (annual or otherwise) to the State of Texas for that settlement, plus expenses from the National Fund, and shall be sought by Texas Political Subdivision Counsel initially through the National Fund. The Texas Political Subdivisions' percentage share of fees and expenses from the National Fund shall be directed to the Texas Opioid Fee and Expense Fund in the Texas MDL, as soon as is practical, for allocation and distribution in accordance with the guidelines herein.
5. If the National Fund share to the Texas Political Subdivisions is insufficient to cover the guaranteed 9.3925%, plus expenses from the National Fund, per subsection 4, immediately *supra*, or if payment from the National Fund is not received within 12 months after the date the

first payment is made by the Defendants pursuant to the settlement, then the Texas Political Subdivisions shall recover up to 12.5% of the Texas Political Subdivision Share to make up any difference.

6. If the National Fund and the Texas Political Subdivision share are insufficient to cover the guaranteed 9.3925%, plus expenses from the National Fund, or if payment from the National Fund is not received within 12 months after the date the first payment is made by the Defendants pursuant to the settlement, then the Texas Political Subdivisions shall recover up to 8.75% of the Abatement Fund Share to make up any difference. In no event shall the Texas Political Subdivision share exceed 9.3925% of the combined Texas Political Subdivision and Texas Abatement Fund portions of any settlement, plus expenses from the National Fund. In the event that any payment is received from the National Fund such that the total amount in fees and expenses exceeds 9.3925%, the Texas Political Subdivisions shall return any amounts received greater than 9.3925% of the combined Texas Political Subdivision and Texas Abatement Fund portions to those respective Funds.

7. For each settlement utilizing a National Fund, the Texas Political Subdivisions need only make one attempt at seeking fees and expenses there.
8. The total amount of the Texas Opioid Fee and Expense Fund shall be reduced proportionally, according to the agreed upon allocation of the Texas Subdivision Fund, for any Texas litigating Political Subdivision that (1) fails to enter the settlement; and (2) was filed in Texas state court, and was transferred to the Texas MDL (or removed before or during transfer to the Texas MDL) as of the execution date of this Agreement.

D. The Texas Opioid Council and Texas Abatement Fund

The Texas Opioid Council and Texas Abatement Fund is described in detail at Exhibit A, incorporated herein by reference.

E. Settlement Negotiations

1. The State and Negotiating Committee agree to inform each other in advance of any negotiations relating to a Texas-only settlement with a Pharmaceutical Supply Chain Participant that includes both the State and its Political Subdivisions and shall provide each other the opportunity to participate in all such negotiations. Any Texas-only Settlement agreed to with the State and Negotiating Committee shall be subject to the approval

of a majority of litigating Political Subdivisions. The Parties further agree to keep each other reasonably informed of all other global settlement negotiations with Pharmaceutical Supply Chain Participants and to include the Negotiating Committee or designees. Neither this provision, nor any other, shall be construed to state or imply that either the State or the Negotiating Committee is unauthorized to engage in settlement negotiations with Pharmaceutical Supply Chain Participants without prior consent or contemporaneous participation of the other, or that either party is entitled to participate as an active or direct participant in settlement negotiations with the other. Rather, while the State's and Negotiation Committee's efforts to achieve worthwhile settlements are to be collaborative, incremental stages need not be so.

2. Any Master Settlement Agreement (MSA) shall be subject to the approval and jurisdiction of the Texas MDL Court.
3. As this is a Texas-specific effort, the Committee shall be Chaired by the Attorney General. However, the Attorney General, or his designees, shall endeavor to coordinate any publicity or other efforts to speak publicly with the other Committee Members.
4. The State of Texas, the Texas MDL Plaintiff's Steering Committee representatives, or the Political Subdivision representatives may withdraw

from coordinated Settlement discussions detailed in this Section upon 10 business days' written notice to the remaining Committee Members and counsel for any affected Pharmaceutical Supply Chain Participant. The withdrawal of any Member releases the remaining Committee Members from the restrictions and obligations in this Section.

5. The obligations in this Section shall not affect any Party's right to proceed with trial or, within 30 days of the date upon which a trial involving that Party's claims against a specific Pharmaceutical Supply Chain Participant is scheduled to begin, reach a case specific resolution with that particular Pharmaceutical Supply Chain Participant.

F. Amendments

The Parties agree to make such amendments as necessary to implement the intent of this agreement.

Acknowledgment of Agreement

We, the undersigned, have participated in the drafting of the above Texas Term Sheet, including consideration based on comments solicited from Political Subdivisions. This document has been collaboratively drafted to maintain all individual claims while allowing the State and its Political Subdivisions to cooperate in exploring all possible means of resolution. Nothing in this agreement binds any party to any specific outcome. Any resolution under this document will require

acceptance by the State of Texas and a majority of the Litigating Political Subdivisions.

We, the undersigned, hereby accept the STATE OF TEXAS AND TEXAS POLITICAL SUBDIVISIONS' OPIOID ABATEMENT FUND COUNCIL AND SETTLEMENT ALLOCATION TERM SHEET. We understand that the purpose of this Texas Term Sheet is to permit collaboration between the State of Texas and Political Subdivisions to explore and potentially effectuate earlier resolution of the Opioid Litigation against Pharmaceutical Supply Chain Participants. We also understand that an additional purpose is to create an effective means of distributing any potential settlement funds obtained under this Texas Term Sheet between the State of Texas and Political Subdivisions in a manner and means that would promote an effective and meaningful use of the funds in abating the opioid epidemic throughout Texas.

Executed this 13 day of May, 2020.

FOR THE STATE OF TEXAS:

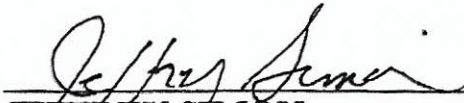


KENNETH PAXTON, JR.
ATTORNEY GENERAL

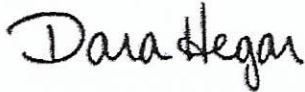
FOR THE SUBDIVISIONS
AND TEXAS MDL PSC:



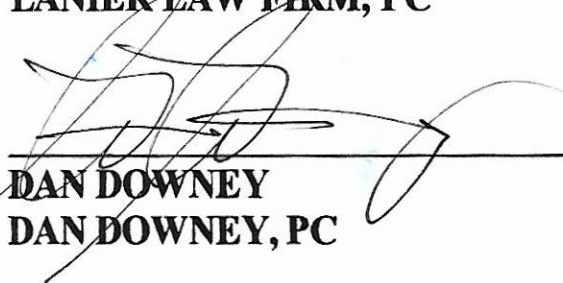
MIKAL WATTS
WATTS GUERRA LLP



JEFFREY SIMON
SIMON GREENSTONE PANATIER, PC



DARA HEGAR
LANIER LAW FIRM, PC



DAN DOWNEY
DAN DOWNEY, PC

:sas

EXHIBIT A

Opioid Abatement Fund (Texas) Settlement

Opioid Council

As part of the settlement agreement and upon its execution, the parties will form the Texas Opioid Council (Council) to establish the framework that ensures the funds recovered by Texas (through the joint actions of the Attorney General and the state's political subdivisions) are allocated fairly and spent to remediate the opioid crisis in Texas, using efficient and cost-effective methods that are directed to the hardest hit regions in Texas while also ensuring that all Texans benefit from prevention and recovery efforts.

I. Structure

The Council will be responsible for the processes and procedures governing the spending of the funds held in the Texas Abatement Fund, which will be approximately 70% of all funds obtained through settlement and/or litigation of the claims asserted by the State and its subdivisions in the investigations and litigation related to the manufacturing, marketing, distribution, and sale of opioids and related pharmaceuticals.

Money paid into the abatement fund will be held by an independent administrator, who shall be responsible for the ministerial task of releasing funds solely as authorized below by the Council, and accounting for all payments to and from the fund.

The Council will be formed when a court of competent jurisdiction enters an order settling the matter, including any order of a bankruptcy court. The Council's members must be appointed within sixty (60) days of the date the order is entered.

A. Membership

The Council shall be comprised of the following thirteen (13) members:

1. *Statewide Members.*

Six members appointed by the Governor and Attorney General to represent the State's interest in opioid abatement. The statewide members are appointed as follows:

- a. The Governor shall appoint three (3) members who are licensed health professionals with significant experience in opioid interventions;
- b. The Attorney General shall appoint three (3) members who are licensed professionals with significant experience in opioid incidences; and
- c. The Governor will appoint the Chair of the Council as a non-voting member. The Chair may only cast a vote in the event there is a tie of the membership.

2. *Regional Members.*

Six (6) members appointed by the State's political subdivisions to represent their designated Texas Health and Human Services Commission "HHSC" Regional Healthcare

Partnership (Regions) to ensure dedicated regional, urban, and rural representation on the Council. The regional appointees must be from either academia or the medical profession with significant experience in opioid interventions. The regional members are appointed as follows:

- a. One member representing Regions 9 and 10 (Dallas Ft-Worth);
- b. One member representing Region 3 (Houston);
- c. One member representing Regions 11, 12, 13, 14, 15, 19 (West Texas);
- d. One member representing Regions 6, 7, 8, 16 (Austin-San Antonio);
- e. One member representing Regions 1, 2, 17, 18 (East Texas); and
- f. One member representing Regions 4, 5, 20 (South Texas).

B. Terms

All members of the Council are appointed to serve staggered two-year terms, with the terms of members expiring February 1 of each year. A member may serve no more than two consecutive terms, for a total of four consecutive years. For the first term, four (4) members (two (2) statewide and two (2) for the subdivisions) will serve a three-year term. A vacancy on the Council shall be filled for the unexpired term in the same manner as the original appointment. The Governor will appoint the Chair of the Council who will not vote on Council business unless there is a tie vote, and the subdivisions will appoint a Vice-Chair voting member from one of the regional members.

C. Governance

1. Administration

The Council is attached administratively to the Comptroller. The Council is an independent, quasi-governmental agency because it is responsible for the statewide distribution of the abatement settlement funds. The Council is exempt from the following statutes:

- a. Chapter 316 of the Government Code (Appropriations);
- b. Chapter 322 of the Government Code (Legislative Budget Board);
- c. Chapter 325 of the Government Code (Sunset);
- d. Chapter 783 of the Government Code (Uniform Grants and Contract Management);
- e. Chapter 2001 of the Government Code (Administrative Procedure);
- f. Chapter 2052 of the Government Code (State Agency Reports and Publications);
- g. Chapter 2261 of the Government Code (State Contracting Standards and Oversight);
- h. Chapter 2262 of the Government Code (Statewide Contract Management);

- i. Chapter 262 of the Local Government Code (Purchasing and Contracting Authority of Counties); and
- j. Chapter 271 of the Local Government Code (Purchasing and Contracting Authority of Municipalities, Counties, and Certain Other Local Governments).

2. *Transparency*

The Council will abide by state laws relating to open meetings and public information, including Chapters 551 and 552 of the Texas Government Code.

- i. The Council shall hold at least four regular meetings each year. The Council may hold additional meetings on the request of the Chair or on the written request of three members of the council. All meetings shall be open to the public, and public notice of meetings shall be given as required by state law.
- ii. The Council may convene in a closed, non-public meeting:
 - a. If the Commission must discuss:
 - 1. Negotiation of contract awards; and
 - 2. Matters specifically exempted from disclosure by federal and state statutes.
 - b. All minutes and documents of a closed meeting shall remain under seal, subject to release only order of a court of competent jurisdiction.

3. *Authority*

The Council does not have rulemaking authority. The terms of each Judgment, Master Settlement Agreement, or any Bankruptcy Settlement for Texas control the authority of the Council and the Council may not stray outside the bounds of the authority and power vested by such settlements. Should the Council require legal assistance in determining their authority, the Council may direct the executive director to seek legal advice from the Attorney General to clarify the issue.

D. Operation and Expenses

The independent administrator will set aside up to one (1) percent of the settlement funds for the administration of the Council for reasonable costs and expenses of operating the foregoing duties, including educational activities.

1. *Executive Director*

The Comptroller will employ the executive director of the Council and other personnel as necessary to administer the duties of the Council and carry out the functions of the Council. The executive director must have at least 10 years of experience in government or public administration and is classified as a Director V/B30 under the State Auditor's State Classification. The Comptroller will pay the salaries of the Council employees from the

one (1) percent of the settlement funds set aside for the administration of the Council. The Comptroller will request funds from the Texas Abatement Fund Point of Contact.

2. Travel Reimbursement

A person appointed to the Council is entitled to reimbursement for the travel expenses incurred in attending Council duties. A member of the Council may be reimbursed for actual expenses for meals, lodging, transportation, and incidental expenses in accordance with travel rates set by the federal General Services Administration.

II. Duties/Roles

It is the duty of the Council to determine and approve the opioid abatement strategies and funding awards.

A. Approved Abatement Strategies

The Council will develop the approved Texas list of abatement strategies based on but not limited to the existing national list of opioid abatement strategies (see attached Appendix A) for implementing the Texas Abatement Fund.

1. The Council shall only approve strategies which are evidence-informed strategies.
2. The Texas list of abatement strategies must be approved by majority vote. The majority vote must include a majority from both sides of the statewide members and regional members in order to be approved, e.g., at least four (4) of six (6) members on each side.

B. Texas Abatement Fund Point of Contact

The Council will determine a single point of contact called the Abatement Fund Point of Contact (POC) to be established as the sole entity authorized to receive requests for funds and approve expenditures in Texas and order the release of funds from the Texas Abatement Fund by the independent administrator. The POC may be an independent third party selected by the Council with expertise in banking or financial management. The POC will manage the Opioid Council Bank Account (Account). Upon a vote, the Council will direct the POC to contact the independent administrator to release funds to the Account. The Account is outside the State Treasury and not managed by any state or local officials. The POC is responsible for payments to the qualified entities selected by the Council for abatement fund awards. The POC will submit a monthly financial statement on the Account to the Council.

C. Auditor

An independent auditor appointed by the Council will perform an audit on the Account on an annual basis and report its findings, if any, to the Council.

D. Funding Allocation

The Council is the sole decision-maker on the funding allocation process of the abatement funds. The Council will develop the application and award process based on the parameters outlined below. An entity seeking funds from the Council must apply for funds; no funds will be awarded without an application. The executive director and personnel may assist the Council in gathering and compiling the applications for consideration; however, the Council members are the sole decision-makers of awards and funding determination. The Council will use the following processes to award funds:

1. *Statewide Funds.* The Council will consider, adopt and approve the allocation methodology attached as Exhibit C, based upon population health data and prevalence of opioid incidences, at the Council's initial meeting. Adoption of such methodology will allow each Region to customize the approved abatement strategies to fit its communities' needs. The statewide regional funds will account for seventy-five (75) percent of the total overall funds, less the one (1) percent administrative expense described herein.
2. *Targeted Funds.* Each Region shall reserve twenty-five (25) percent of the overall funds, for targeted interventions in the specific Region as identified by opioid incidence data. The Council must approve on an annual basis the uses for the targeted abatement strategies and applications available to every Region, including education and outreach programs. Each Region without approved uses for the targeted funds from the Council, based upon a greater percentage of opioid incidents compared to its population, is subject to transfer of all or a portion of the targeted funds for that Region for uses based upon all Regions' targeted funding needs as approved by the Council on an annual basis.
3. *Annual Allocation.* Statewide regional funds and targeted funds will be allocated on an annual basis. If a Region lapses its funds, the funds will be reallocated based on all Regions' funding needs.

E. Appeal Process

The Council will establish an appeal process to permit the applicants for funding (state or subdivisions) to challenge decisions by the Council-designated point of contact on requests for funds or expenditures.

1. To challenge a decision by the designated point of contact, the State or a subdivision must file an appeal with the Council within thirty (30) days of the decision. The Council then has thirty (30) days to consider and rule on the appeal.
2. If the Council denies the appeal, the party may file an appeal with the state district court of record where the final opioid judgment or Master Settlement Agreement is filed. The Texas Rules of Civil Procedure and Rules of Evidence will govern these proceedings. The Council may request representation from the Attorney General in these proceedings.

In making its determination, the state district court shall apply the same clear error standards contained herein that the Council must follow when rendering its decision.

3. The state district court will make the final decision and the decision is not appealable.
4. Challenges will be limited and subject to penalty if abused.
5. Attorneys' fees and costs are not recoverable in these appeals.

F. Education

The Council may determine that a percentage of the funds in the Abatement Fund from the targeted funds be used to develop an education and outreach program to provide materials on the consequences of opioid drug use, prevention and interventions. Any material developed will include online resources and toolkits for communities.

EXHIBIT B

Exhibit B: Municipal Area Allocations: 15% of Total (\$150 million)

(County numbers refer to distribution to the county governments after payment to cities within county borders has been made. Minimum distribution to each county is \$1000.)

Municipal Area	Allocation	Municipal Area	Allocation
Abbott	\$688	Lakeport	\$463
Abernathy	\$110	Lakeside	\$4,474
Abilene	\$563,818	Lakeside City	\$222
Ackerly	\$21	Lakeview	\$427
Addison	\$58,094	Lakeway	\$31,657
Adrian	\$181	Lakewood Village	\$557
Agua Dulce	\$43	Lamar County	\$141,598
Alamo	\$22,121	Lamb County	\$50,681
Alamo Heights	\$28,198	Lamesa	\$29,656
Alba	\$3,196	Lampasas	\$28,211
Albany	\$180	Lampasas County	\$42,818
Aledo	\$331	Lancaster	\$90,653
Alice	\$71,291	Laredo	\$763,174
Allen	\$315,081	Latexo	\$124
Alma	\$1,107	Lavaca County	\$45,973
Alpine	\$29,686	Lavon	\$7,435
Alto	\$3,767	Lawn	\$58
Alton	\$11,540	League City	\$302,418
Alvarado	\$29,029	Leakey	\$256
Alvin	\$113,962	Leander	\$88,641
Alvord	\$358	Leary	\$797
Amarillo	\$987,661	Lee County	\$30,457
Ames	\$5,571	Lefors	\$159
Amherst	\$22	Leon County	\$67,393
Anahuac	\$542	Leon Valley	\$23,258
Anderson	\$19	Leona	\$883
Anderson County	\$268,763	Leonard	\$8,505
Andrews	\$18,983	Leroy	\$176
Andrews County	\$37,606	Levelland	\$46,848
Angelina County	\$229,956	Lewisville	\$382,094
Angleton	\$62,791	Lexington	\$2,318
Angus	\$331	Liberty	\$72,343
Anna	\$9,075	Liberty County	\$531,212
Annetta	\$5,956	Liberty Hill	\$2,780
Annetta North	\$34	Limestone County	\$135,684

(Table continues on multiple pages below)

Annetta South	\$602	Lincoln Park	\$677
Annona	\$738	Lindale	\$24,202
Anson	\$5,134	Linden	\$3,661
Anthony	\$4,514	Lindsay	\$1,228
Anton	\$444	Lipan	\$44
Appleby	\$1,551	Lipscomb County	\$10,132
Aquilla	\$208	Little Elm	\$69,326
Aransas County	\$266,512	Little River-Academy	\$798
Aransas Pass	\$57,813	Littlefield	\$7,678
Archer City	\$10,554	Live Oak	\$32,740
Archer County	\$45,534	Live Oak County	\$39,716
Arcola	\$7,290	Liverpool	\$1,435
Argyle	\$11,406	Livingston	\$73,165
Arlington	\$735,803	Llano	\$23,121
Armstrong County	\$974	Llano County	\$115,647
Arp	\$2,009	Lockhart	\$49,050
Asherton	\$112	Lockney	\$3,301
Aspermont	\$9	Log Cabin	\$1,960
Atascosa County	\$176,903	Lometa	\$1,176
Athens	\$105,942	Lone Oak	\$1,705
Atlanta	\$30,995	Lone Star	\$8,283
Aubrey	\$15,141	Longview	\$482,254
Aurora	\$1,849	Loraine	\$188
Austin County	\$76,030	Lorena	\$3,390
Austin	\$4,877,716	Lorenzo	\$11,358
Austwell	\$109	Los Fresnos	\$11,185
Avery	\$138	Los Indios	\$159
Avinger	\$1,115	Los Ybanez	\$0
Azle	\$32,213	Lott	\$1,516
Bailey	\$950	Lovelady	\$249
Bailey County	\$15,377	Loving County	\$1,000
Bailey's Prairie	\$5,604	Lowry Crossing	\$783
Baird	\$2,802	Lubbock	\$319,867
Balch Springs	\$27,358	Lubbock County	\$1,379,719
Balcones Heights	\$23,811	Lucas	\$5,266
Ballinger	\$9,172	Lueders	\$508
Balmorhea	\$63	Lufkin	\$281,592
Bandera	\$2,893	Luling	\$29,421
Bandera County	\$86,815	Lumberton	\$36,609
Bangs	\$3,050	Lyford	\$3,071

Bardwell	\$362	Lynn County	\$6,275
Barry	\$200	Lytle	\$7,223
Barstow	\$61	Mabank	\$19,443
Bartlett	\$3,374	Madison County	\$49,492
Bartonville	\$8,887	Madisonville	\$11,458
Bastrop	\$46,320	Magnolia	\$26,031
Bastrop County	\$343,960	Malakoff	\$12,614
Bay City	\$57,912	Malone	\$439
Baylor County	\$29,832	Manor	\$12,499
Bayou Vista	\$6,240	Mansfield	\$150,788
Bayside	\$242	Manvel	\$12,305
Baytown	\$216,066	Marble Falls	\$37,039
Bayview	\$41	Marfa	\$65
Beach City	\$12,505	Marietta	\$338
Bear Creek	\$906	Marion	\$275
Beasley	\$130	Marion County	\$54,728
Beaumont	\$683,010	Marlin	\$21,634
Beckville	\$1,247	Marquez	\$1,322
Bedford	\$94,314	Marshall	\$108,371
Bedias	\$3,475	Mart	\$928
Bee Cave	\$12,863	Martin County	\$10,862
Bee County	\$97,844	Martindale	\$2,437
Beeville	\$24,027	Mason	\$777
Bell County	\$650,748	Mason County	\$3,134
Bellaire	\$41,264	Matador	\$1,203
Bellevue	\$56	Matagorda County	\$135,239
Bellmead	\$14,487	Mathis	\$15,720
Bells	\$1,891	Maud	\$423
Bellville	\$7,488	Maverick County	\$115,919
Belton	\$72,680	Maypearl	\$986
Benavides	\$152	McAllen	\$364,424
Benbrook	\$43,919	McCamey	\$542
Benjamin	\$951	McGregor	\$9,155
Berryville	\$14,379	McKinney	\$450,383
Bertram	\$182	McLean	\$14
Beverly Hills	\$4,336	McLendon-Chisholm	\$411
Bevil Oaks	\$549	Mcculloch County	\$20,021
Bexar County	\$7,007,152	Mclennan County	\$529,641
Big Lake	\$547	Mcmullen County	\$1,000
Big Sandy	\$4,579	Meadow	\$1,121

Big Spring	\$189,928	Meadowlakes	\$905
Big Wells	\$236	Meadows Place	\$18,148
Bishop	\$8,213	Medina County	\$48,355
Bishop Hills	\$323	Megargel	\$611
Blackwell	\$31	Melissa	\$15,381
Blanco	\$6,191	Melvin	\$345
Blanco County	\$49,223	Memphis	\$7,203
Blanket	\$147	Menard	\$991
Bloomburg	\$1,010	Menard County	\$14,717
Blooming Grove	\$352	Mercedes	\$21,441
Blossom	\$198	Meridian	\$3,546
Blue Mound	\$2,888	Merkel	\$10,117
Blue Ridge	\$1,345	Mertens	\$239
Blum	\$1,622	Mertzon	\$29
Boerne	\$45,576	Mesquite	\$310,709
Bogata	\$3,649	Mexia	\$21,096
Bonham	\$100,909	Miami	\$455
Bonney	\$2,510	Midland County	\$279,927
Booker	\$1,036	Midland	\$521,849
Borden County	\$1,000	Midlothian	\$95,799
Borger	\$69,680	Midway	\$78
Bosque County	\$71,073	Milam County	\$97,386
Bovina	\$173	Milano	\$904
Bowie	\$83,620	Mildred	\$286
Bowie County	\$233,190	Miles	\$93
Boyd	\$6,953	Milford	\$6,177
Brackettville	\$8	Miller's Cove	\$97
Brady	\$27,480	Millican	\$417
Brazoria	\$11,537	Mills County	\$19,931
Brazoria County	\$1,021,090	Millsap	\$34
Brazos Bend	\$462	Mineola	\$48,719
Brazos Country	\$902	Mineral Wells	\$92,061
Brazos County	\$342,087	Mingus	\$189
Breckenridge	\$23,976	Mission	\$124,768
Bremond	\$5,554	Missouri City	\$209,633
Brenham	\$54,750	Mitchell County	\$20,850
Brewster County	\$60,087	Mobeetie	\$52
Briarcliff	\$572	Mobile City	\$2,034
Briaroaks	\$57	Monahans	\$5,849
Bridge City	\$80,756	Mont Belvieu	\$19,669

Bridgeport	\$33,301	Montague County	\$94,796
Briscoe County	\$977	Montgomery	\$1,884
Broadus	\$31	Montgomery County	\$2,700,911
Bronte	\$99	Moody	\$828
Brooks County	\$20,710	Moore County	\$40,627
Brookshire	\$6,406	Moore Station	\$772
Brookside Village	\$1,110	Moran	\$50
Brown County	\$193,417	Morgan	\$605
Browndell	\$152	Morgan's Point	\$3,105
Brownfield	\$14,452	Morgan's Point Resort	\$8,024
Brownsboro	\$3,176	Morris County	\$53,328
Brownsville	\$425,057	Morton	\$167
Brownwood	\$166,572	Motley County	\$3,344
Bruceville-Eddy	\$1,692	Moulton	\$999
Bryan	\$246,897	Mount Calm	\$605
Bryson	\$1,228	Mount Enterprise	\$1,832
Buckholts	\$1,113	Mount Pleasant	\$65,684
Buda	\$10,784	Mount Vernon	\$6,049
Buffalo	\$11,866	Mountain City	\$1,548
Buffalo Gap	\$88	Muenster	\$4,656
Buffalo Springs	\$188	Muleshoe	\$4,910
Bullard	\$7,487	Mullin	\$384
Bulverde	\$14,436	Munday	\$2,047
Bunker Hill Village	\$472	Murchison	\$2,302
Burkburnett	\$37,844	Murphy	\$51,893
Burke	\$1,114	Mustang	\$7
Burleson County	\$70,244	Mustang Ridge	\$2,462
Burleson	\$151,779	Nacogdoches	\$205,992
Burnet	\$33,345	Nacogdoches County	\$198,583
Burnet County	\$189,829	Naples	\$4,224
Burton	\$937	Nash	\$7,999
Byers	\$77	Nassau Bay	\$11,247
Bynum	\$380	Natalia	\$625
Cactus	\$4,779	Navarro	\$334
Caddo Mills	\$43	Navarro County	\$103,513
Caldwell	\$18,245	Navasota	\$37,676
Caldwell County	\$86,413	Nazareth	\$124
Calhoun County	\$127,926	Nederland	\$44,585
Callahan County	\$12,894	Needville	\$10,341
Callisburg	\$101	Nevada	\$237

Calvert	\$772	New Berlin	\$4
Cameron	\$11,091	New Boston	\$6,953
Cameron County	\$537,026	New Braunfels	\$307,313
Camp County	\$28,851	New Chapel Hill	\$288
Camp Wood	\$422	New Deal	\$338
Campbell	\$1,116	New Fairview	\$2,334
Canadian	\$1,090	New Home	\$9
Caney City	\$2,005	New Hope	\$1,024
Canton	\$56,734	New London	\$4,129
Canyon	\$26,251	New Summerfield	\$442
Carbon	\$620	New Waverly	\$2,562
Carl's Corner	\$48	Newark	\$520
Carmine	\$385	Newcastle	\$914
Carrizo Springs	\$1,671	Newton	\$6,102
Carrollton	\$310,255	Newton County	\$158,006
Carson County	\$29,493	Neylandville	\$163
Carthage	\$18,927	Niederwald	\$16
Cashion Community	\$322	Nixon	\$2,283
Cass County	\$93,155	Nocona	\$16,536
Castle Hills	\$12,780	Nolan County	\$50,262
Castro County	\$4,420	Nolanville	\$4,247
Castroville	\$4,525	Nome	\$391
Cedar Hill	\$70,127	Noonday	\$226
Cedar Park	\$185,567	Nordheim	\$697
Celeste	\$1,280	Normangee	\$6,192
Celina	\$18,283	North Cleveland	\$105
Center	\$58,838	North Richland Hills	\$146,419
Centerville	\$385	Northlake	\$8,905
Chambers County	\$153,188	Novice	\$76
Chandler	\$17,364	Nueces County	\$1,367,932
Channing	\$2	O'Brien	\$76
Charlotte	\$4,257	O'Donnell	\$27
Cherokee County	\$156,612	Oak Grove	\$2,769
Chester	\$1,174	Oak Leaf	\$612
Chico	\$2,928	Oak Point	\$9,011
Childress	\$37,916	Oak Ridge	\$358
Childress County	\$50,582	Oak Ridge North	\$33,512
Chillicothe	\$172	Oak Valley	\$7
China	\$522	Oakwood	\$148
China Grove	\$598	Ochiltree County	\$15,476

Chireno	\$1,568	Odem	\$7,420
Christine	\$354	Odessa	\$559,163
Cibolo	\$13,690	Oglesby	\$29
Cisco	\$7,218	Old River-Winfree	\$21,653
Clarendon	\$114	Oldham County	\$10,318
Clarksville	\$20,891	Olmos Park	\$9,801
Clarksville City	\$54	Olney	\$6,088
Claude	\$26	Olton	\$1,197
Clay County	\$72,050	Omaha	\$4,185
Clear Lake Shores	\$6,682	Onalaska	\$31,654
Cleburne	\$228,184	Opdyke West	\$479
Cleveland	\$96,897	Orange	\$311,339
Clifton	\$9,939	Orange County	\$689,818
Clint	\$375	Orange Grove	\$1,677
Clute	\$51,350	Orchard	\$867
Clyde	\$17,287	Ore City	\$6,806
Coahoma	\$2,291	Overton	\$7,900
Cochran County	\$3,389	Ovilla	\$13,391
Cockrell Hill	\$512	Oyster Creek	\$9,633
Coffee City	\$1,087	Paducah	\$125
Coke County	\$5,522	Paint Rock	\$141
Coldspring	\$447	Palacios	\$14,036
Coleman	\$5,442	Palestine	\$178,009
Coleman County	\$4,164	Palisades	\$240
College Station	\$258,147	Palm Valley	\$1,918
Colleyville	\$46,049	Palmer	\$12,666
Collin County	\$1,266,721	Palmhurst	\$4,660
Collingsworth County	\$19,234	Palmview	\$7,577
Collinsville	\$1,831	Palo Pinto County	\$124,621
Colmesneil	\$2,211	Pampa	\$67,227
Colorado City	\$8,405	Panhandle	\$9,536
Colorado County	\$49,084	Panola County	\$80,699
Columbus	\$6,867	Panorama Village	\$1,292
Comal County	\$396,142	Pantego	\$12,898
Comanche	\$16,503	Paradise	\$52
Comanche County	\$50,964	Paris	\$201,180
Combes	\$1,710	Parker	\$10,307
Combine	\$1,892	Parker County	\$476,254
Commerce	\$33,869	Parmer County	\$15,866
Como	\$415	Pasadena	\$356,536

Concho County	\$3,859	Pattison	\$1,148
Conroe	\$466,671	Patton Village	\$9,268
Converse	\$27,693	Payne Springs	\$1,770
Cooke County	\$200,451	Pearland	\$333,752
Cool	\$731	Pearsall	\$11,570
Coolidge	\$243	Pecan Gap	\$719
Cooper	\$362	Pecan Hill	\$229
Coppell	\$86,593	Pecos	\$7,622
Copper Canyon	\$489	Pecos County	\$46,997
Copperas Cove	\$133,492	Pelican Bay	\$1,199
Corinth	\$75,298	Penelope	\$415
Corpus Christi	\$1,812,707	Penitas	\$312
Corral City	\$143	Perryton	\$23,364
Corrigan	\$21,318	Petersburg	\$1,691
Corsicana	\$87,310	Petrolia	\$17
Coryell County	\$123,659	Petronila	\$5
Cottle County	\$875	Pflugerville	\$86,408
Cottonwood	\$289	Pharr	\$144,721
Cottonwood Shores	\$1,203	Pilot Point	\$11,613
Cotulla	\$1,251	Pine Forest	\$3,894
Coupland	\$266	Pine Island	\$3,141
Cove	\$387	Pinehurst	\$32,671
Covington	\$519	Pineland	\$4,138
Coyote Flats	\$1,472	Piney Point Village	\$15,738
Crandall	\$12,094	Pittsburg	\$20,526
Crane	\$10,599	Plains	\$129
Crane County	\$26,146	Plainview	\$60,298
Cranfills Gap	\$128	Plano	\$1,151,608
Crawford	\$383	Pleak	\$270
Creedmoor	\$16	Pleasant Valley	\$308
Cresson	\$1,086	Pleasanton	\$29,011
Crockett	\$23,403	Plum Grove	\$258
Crockett County	\$18,210	Point	\$1,519
Crosby County	\$18,388	Point Blank	\$355
Crosbyton	\$1,498	Point Comfort	\$447
Cross Plains	\$4,877	Point Venture	\$588
Cross Roads	\$244	Polk County	\$370,831
Cross Timber	\$542	Ponder	\$1,282
Crowell	\$6,335	Port Aransas	\$31,022
Crowley	\$22,345	Port Arthur	\$367,945

Crystal City	\$19,412	Port Isabel	\$9,802
Cuero	\$24,689	Port Lavaca	\$11,752
Culberson County	\$789	Port Neches	\$38,849
Cumby	\$5,320	Portland	\$76,517
Cuney	\$606	Post	\$2,332
Cushing	\$1,120	Post Oak Bend City	\$1,034
Cut and Shoot	\$2,141	Poteet	\$6,767
DISH	\$19	Poth	\$3,974
Daingerfield	\$12,476	Potter County	\$371,701
Daisetta	\$5,370	Pottsboro	\$12,302
Dalhart	\$11,609	Powell	\$110
Dallam County	\$21,686	Poynor	\$1,180
Dallas County	\$8,538,291	Prairie View	\$7,600
Dallas	\$2,999,902	Premont	\$3,321
Dalworthington Gardens	\$6,060	Presidio	\$148
Danbury	\$4,231	Presidio County	\$787
Darrouzett	\$101	Primera	\$2,958
Dawson	\$600	Princeton	\$19,245
Dawson County	\$46,911	Progreso	\$8,072
Dayton	\$47,122	Progreso Lakes	\$39
Dayton Lakes	\$38	Prosper	\$22,770
De Kalb	\$1,035	Providence Village	\$508
De Leon	\$8,218	Putnam	\$14
De Witt County	\$68,895	Pyote	\$22
DeCordova	\$13,778	Quanah	\$207
DeSoto	\$72,400	Queen City	\$4,837
Deaf Smith County	\$34,532	Quinlan	\$7,304
Dean	\$141	Quintana	\$492
Decatur	\$56,669	Quitaque	\$8
Deer Park	\$49,388	Quitman	\$15,619
Del Rio	\$59,056	Rains County	\$53,190
Dell City	\$15	Ralls	\$3,967
Delta County	\$30,584	Rancho Viejo	\$3,836
Denison	\$210,426	Randall County	\$278,126
Denton	\$458,334	Ranger	\$12,186
Denton County	\$1,132,298	Rankin	\$1,613
Denver City	\$2,104	Ransom Canyon	\$930
Deport	\$42	Ravenna	\$685
Detroit	\$965	Raymondville	\$7,466
Devers	\$191	Reagan County	\$25,215

Devine	\$4,354	Real County	\$5,073
Diboll	\$25,533	Red Lick	\$23
Dickens	\$71	Red Oak	\$26,843
Dickens County	\$1,873	Red River County	\$29,306
Dickinson	\$83,683	Redwater	\$1,058
Dilley	\$2,633	Reeves County	\$103,350
Dimmit County	\$33,294	Refugio	\$8,839
Dimmitt	\$1,012	Refugio County	\$46,216
Dodd City	\$1,211	Reklaw	\$1,136
Dodson	\$447	Reno	\$3,791
Domino	\$196	Reno	\$11,164
Donley County	\$22,370	Retreat	\$52
Donna	\$13,798	Rhome	\$12,285
Dorchester	\$231	Rice	\$1,972
Double Oak	\$4,765	Richardson	\$260,315
Douglassville	\$574	Richland	\$210
Dripping Springs	\$811	Richland Hills	\$24,438
Driscoll	\$39	Richland Springs	\$2,234
Dublin	\$14,478	Richmond	\$77,606
Dumas	\$26,229	Richwood	\$12,112
Duncanville	\$58,328	Riesel	\$1,118
Duval County	\$49,109	Rio Bravo	\$8,548
Eagle Lake	\$4,882	Rio Grande City	\$25,947
Eagle Pass	\$56,005	Rio Hondo	\$3,550
Early	\$14,838	Rio Vista	\$4,419
Earth	\$242	Rising Star	\$1,933
East Bernard	\$5,554	River Oaks	\$11,917
East Mountain	\$2,494	Riverside	\$858
East Tawakoni	\$2,723	Roanoke	\$275
Eastland	\$15,896	Roaring Springs	\$461
Eastland County	\$52,275	Robert Lee	\$85
Easton	\$329	Roberts County	\$547
Ector	\$1,108	Robertson County	\$44,642
Ector County	\$480,000	Robinson	\$18,002
Edcouch	\$4,101	Robstown	\$40,154
Eden	\$497	Roby	\$428
Edgecliff Village	\$2,232	Rochester	\$674
Edgewood	\$13,154	Rockdale	\$20,973
Edinburg	\$120,884	Rockport	\$54,253
Edmonson	\$136	Rocksprings	\$25

Edna	\$18,194	Rockwall	\$114,308
Edom	\$2,149	Rockwall County	\$168,820
Edwards County	\$975	Rocky Mound	\$280
El Campo	\$31,700	Rogers	\$3,818
El Cenizo	\$621	Rollingwood	\$4,754
El Lago	\$5,604	Roma	\$16,629
El Paso	\$1,224,371	Roman Forest	\$8,610
El Paso County	\$2,592,121	Ropesville	\$2,122
Eldorado	\$50	Roscoe	\$778
Electra	\$15,716	Rose City	\$4,012
Elgin	\$26,284	Rose Hill Acres	\$2,311
Elkhart	\$301	Rosebud	\$1,489
Ellis County	\$315,372	Rosenberg	\$126,593
Elmendorf	\$746	Ross	\$147
Elsa	\$7,720	Rosser	\$549
Emhouse	\$83	Rotan	\$1,493
Emory	\$3,878	Round Mountain	\$454
Enchanted Oaks	\$1,299	Round Rock	\$475,992
Encinal	\$1,515	Round Top	\$140
Ennis	\$81,839	Rowlett	\$99,963
Erath County	\$102,616	Roxton	\$47
Escobares	\$40	Royse City	\$23,494
Estelline	\$909	Rule	\$800
Euless	\$92,824	Runaway Bay	\$6,931
Eureka	\$334	Runge	\$255
Eustace	\$2,089	Runnels County	\$33,831
Evant	\$2,068	Rusk	\$17,991
Everman	\$7,692	Rusk County	\$151,390
Fair Oaks Ranch	\$8,077	Sabinal	\$1,811
Fairchilds	\$81	Sabine County	\$46,479
Fairfield	\$1,245	Sachse	\$23,400
Fairview	\$32,245	Sadler	\$925
Falfurrias	\$2,221	Saginaw	\$31,973
Falls City	\$41	Salado	\$3,210
Falls County	\$34,522	San Angelo	\$536,509
Fannin County	\$131,653	San Antonio	\$4,365,416
Farmers Branch	\$94,532	San Augustine	\$25,182
Farmersville	\$10,532	San Augustine County	\$37,854
Farwell	\$343	San Benito	\$40,015
Fate	\$3,473	San Diego	\$11,771

Fayette County	\$92,440	San Elizario	\$7,831
Fayetteville	\$391	San Felipe	\$1,498
Ferris	\$13,873	San Jacinto County	\$197,398
Fisher County	\$5,518	San Juan	\$28,845
Flatonia	\$5,661	San Leanna	\$36
Florence	\$3,949	San Marcos	\$325,688
Floresville	\$21,699	San Patricio	\$4,213
Flower Mound	\$215,256	San Patricio County	\$271,916
Floyd County	\$9,049	San Perlita	\$2,219
Floydada	\$6,357	San Saba	\$10,057
Foard County	\$5,764	San Saba County	\$17,562
Follett	\$212	Sanctuary	\$17
Forest Hill	\$26,132	Sandy Oaks	\$9,863
Forney	\$80,112	Sandy Point	\$1,637
Forsan	\$576	Sanford	\$308
Fort Bend County	\$1,506,719	Sanger	\$22,237
Fort Stockton	\$4,411	Sansom Park	\$223
Northlake	\$2,120,790	Santa Anna	\$329
Franklin	\$3,931	Santa Clara	\$87
Franklin County	\$25,783	Santa Fe	\$33,272
Frankston	\$274	Santa Rosa	\$2,138
Fredericksburg	\$56,486	Savoy	\$2,349
Freeport	\$72,973	Schertz	\$60,110
Freer	\$3,271	Schleicher County	\$5,695
Freestone County	\$50,495	Schulenburg	\$2,560
Friendswood	\$140,330	Scotland	\$148
Frio County	\$19,954	Scottsville	\$708
Friona	\$2,848	Scurry	\$1,110
Frisco	\$405,309	Scurry County	\$73,116
Fritch	\$4,548	Seabrook	\$30,270
Frost	\$321	Seadrift	\$991
Fruitvale	\$2,344	Seagoville	\$17,106
Fulshear	\$5,272	Seagraves	\$7,531
Fulton	\$1,602	Sealy	\$20,637
Gaines County	\$54,347	Seguin	\$376,538
Gainesville	\$153,980	Selma	\$22,429
Galena Park	\$13,093	Seminole	\$16,092
Gallatin	\$1,253	Seven Oaks	\$3,917
Galveston	\$488,187	Seven Points	\$7,452
Galveston County	\$1,124,093	Seymour	\$14,218

Ganado	\$5,510	Shackelford County	\$1,288
Garden Ridge	\$11,351	Shady Shores	\$594
Garland	\$420,244	Shallowater	\$1,907
Garrett	\$2,510	Shamrock	\$4,328
Garrison	\$3,555	Shavano Park	\$3,178
Gary City	\$450	Shelby County	\$109,925
Garza County	\$8,944	Shenandoah	\$47,122
Gatesville	\$26,994	Shepherd	\$147
George West	\$6,207	Sherman	\$330,585
Georgetown	\$225,896	Sherman County	\$7,930
Gholson	\$1,505	Shiner	\$4,042
Giddings	\$12,674	Shoreacres	\$958
Gillespie County	\$63,191	Silsbee	\$66,442
Gilmer	\$33,951	Silverton	\$14
Gladewater	\$24,638	Simonton	\$1,906
Glasscock County	\$1,000	Sinton	\$23,658
Glen Rose	\$540	Skellytown	\$400
Glenn Heights	\$16,593	Slaton	\$154
Godley	\$3,115	Smiley	\$655
Goldsmith	\$677	Smith County	\$758,961
Goldthwaite	\$1,225	Smithville	\$17,009
Goliad	\$3,563	Smyer	\$300
Goliad County	\$34,660	Snook	\$1,422
Golinda	\$100	Snyder	\$9,018
Gonzales	\$14,882	Socorro	\$11,125
Gonzales County	\$33,230	Somerset	\$1,527
Goodlow	\$221	Somervell County	\$57,076
Goodrich	\$9,643	Somerville	\$3,806
Gordon	\$365	Sonora	\$7,337
Goree	\$749	Sour Lake	\$17,856
Gorman	\$3,107	South Houston	\$25,620
Graford	\$23	South Mountain	\$154
Graham	\$235,428	South Padre Island	\$30,629
Granbury	\$71,735	Southlake	\$70,846
Grand Prairie	\$445,439	Southmayd	\$7,096
Grand Saline	\$36,413	Southside Place	\$885
Grandfalls	\$65	Spearman	\$14,000
Grandview	\$6,600	Splendora	\$7,756
Granger	\$2,741	Spofford	\$7
Granite Shoals	\$11,834	Spring Valley Village	\$16,404

Granjeno	\$43	Springlake	\$3
Grapeland	\$7,287	Springtown	\$14,244
Grapevine	\$129,195	Spur	\$427
Gray County	\$65,884	St. Hedwig	\$111
Grays Prairie	\$17	St. Jo	\$7,360
Grayson County	\$539,083	St. Paul	\$21
Greenville	\$203,112	Stafford	\$75,145
Gregg County	\$243,744	Stagecoach	\$3,036
Gregory	\$4,697	Stamford	\$398
Grey Forest	\$474	Stanton	\$3,838
Grimes County	\$94,878	Staples	\$19
Groesbeck	\$5,745	Star Harbor	\$151
Groom	\$965	Starr County	\$99,896
Groves	\$40,752	Stephens County	\$35,244
Groveton	\$8,827	Stephenville	\$83,472
Gruver	\$1,166	Sterling City	\$62
Guadalupe County	\$146,824	Sterling County	\$939
Gun Barrel City	\$36,302	Stinnett	\$4,097
Gunter	\$4,609	Stockdale	\$741
Gustine	\$34	Stonewall County	\$1,822
Hackberry	\$94	Stratford	\$8,378
Hale Center	\$6,042	Strawn	\$987
Hale County	\$79,150	Streetman	\$5
Hall County	\$8,933	Sudan	\$32
Hallettsville	\$6,895	Sugar Land	\$321,561
Hallsburg	\$272	Sullivan City	\$6,121
Hallsville	\$10,239	Sulphur Springs	\$124,603
Haltom City	\$71,800	Sun Valley	\$4
Hamilton	\$3,581	Sundown	\$2,592
Hamilton County	\$66,357	Sunnyvale	\$3,248
Hamlin	\$4,656	Sunray	\$2,571
Hansford County	\$16,416	Sunrise Beach Village	\$2,083
Happy	\$327	Sunset Valley	\$9,425
Hardeman County	\$15,219	Surfside Beach	\$6,530
Hardin	\$100	Sutton County	\$6,541
Hardin County	\$379,800	Sweeny	\$4,503
Harker Heights	\$113,681	Sweetwater	\$68,248
Harlingen	\$165,429	Swisher County	\$7,251
Harris County	\$14,966,202	Taft	\$5,861
Harrison County	\$185,910	Tahoka	\$430

Hart	\$86	Talco	\$372
Hartley County	\$786	Talty	\$9,124
Haskell	\$10,829	Tarrant County	\$6,171,159
Haskell County	\$22,011	Tatum	\$972
Haslet	\$1,908	Taylor	\$57,945
Hawk Cove	\$674	Taylor County	\$351,078
Hawkins	\$7,932	Taylor Lake Village	\$412
Hawley	\$931	Taylor Landing	\$153
Hays	\$506	Teague	\$1,714
Hays County	\$529,489	Tehuacana	\$12
Hearne	\$16,824	Temple	\$280,747
Heath	\$28,751	Tenaha	\$4,718
Hebron	\$687	Terrell	\$148,706
Hedley	\$70	Terrell County	\$5,737
Hedwig Village	\$13,067	Terrell Hills	\$9,858
Helotes	\$15,790	Terry County	\$25,423
Hemphill	\$8,035	Texarkana	\$192,094
Hemphill County	\$14,394	Texas City	\$298,702
Hempstead	\$21,240	Texhoma	\$156
Henderson	\$59,966	Texline	\$865
Henderson County	\$327,965	The Colony	\$114,297
Henrietta	\$2,720	The Hills	\$1,004
Hereford	\$20,423	Thompsons	\$1,897
Hewitt	\$19,776	Thorndale	\$1,595
Hickory Creek	\$16,510	Thornton	\$270
Hico	\$5,534	Thorntonville	\$87
Hidalgo	\$26,621	Thrall	\$825
Hidalgo County	\$1,253,103	Three Rivers	\$4,669
Hideaway	\$922	Throckmorton	\$29
Higgins	\$43	Throckmorton County	\$5,695
Highland Haven	\$320	Tiki Island	\$2,178
Highland Park	\$43,383	Timbercreek Canyon	\$369
Highland Village	\$50,315	Timpson	\$12,642
Hill Country Village	\$6,485	Tioga	\$2,390
Hill County	\$127,477	Tira	\$185
Hillcrest	\$5,345	Titus County	\$70,611
Hillsboro	\$46,609	Toco	\$4
Hilshire Village	\$859	Todd Mission	\$1,680
Hitchcock	\$28,796	Tolar	\$2,369
Hockley County	\$46,407	Tom Bean	\$2,293

Holiday Lakes	\$1,795	Tom Green County	\$282,427
Holland	\$77	Tomball	\$34,620
Holliday	\$5,910	Tool	\$14,787
Hollywood Park	\$9,424	Toyah	\$40
Hondo	\$115,288	Travis County	\$4,703,473
Honey Grove	\$7,196	Trent	\$63
Hood County	\$292,105	Trenton	\$3,089
Hooks	\$2,702	Trinidad	\$5,859
Hopkins County	\$149,518	Trinity	\$23,652
Horizon City	\$7,520	Trinity County	\$105,766
Horseshoe Bay	\$48,173	Trophy Club	\$29,370
Houston County	\$78,648	Troup	\$7,918
Houston	\$7,021,793	Troy	\$5,320
Howard County	\$89,330	Tulia	\$8,911
Howardwick	\$84	Turkey	\$737
Howe	\$9,177	Tuscola	\$138
Hubbard	\$3,635	Tye	\$1,766
Hudson	\$6,840	Tyler	\$723,829
Hudson Oaks	\$15,637	Tyler County	\$131,743
Hudspeth County	\$985	Uhland	\$1,545
Hughes Springs	\$4,442	Uncertain	\$185
Humble	\$73,952	Union Grove	\$994
Hunt County	\$309,851	Union Valley	\$666
Hunters Creek Village	\$14,708	Universal City	\$28,428
Huntington	\$8,792	University Park	\$50,833
Huntsville	\$80,373	Upshur County	\$128,300
Hurst	\$99,187	Upton County	\$8,499
Hutchins	\$9,551	Uvalde	\$18,439
Hutchinson County	\$74,630	Uvalde County	\$36,244
Hutto	\$38,346	Val Verde County	\$117,815
Huxley	\$738	Valentine	\$207
Idalou	\$1,999	Valley Mills	\$2,228
Impact	\$8	Valley View	\$1,824
Indian Lake	\$473	Van	\$6,206
Industry	\$604	Van Alstyne	\$43,749
Ingleside on the Bay	\$142	Van Horn	\$211
Ingleside	\$40,487	Van Zandt County	\$248,747
Ingram	\$5,243	Vega	\$974
Iola	\$3,164	Venus	\$9,792
Iowa Colony	\$4,090	Vernon	\$81,337

Iowa Park	\$23,487	Victoria	\$84,598
Iraan	\$56	Victoria County	\$520,886
Iredell	\$216	Vidor	\$95,620
Irion County	\$9,105	Vinton	\$622
Irving	\$427,818	Volente	\$333
Italy	\$5,349	Von Ormy	\$513
Itasca	\$8,694	Waco	\$512,007
Ivanhoe	\$26	Waelder	\$3,427
Jacinto City	\$14,141	Wake Village	\$174
Jack County	\$14,799	Walker County	\$184,624
Jacksboro	\$23,254	Waller County	\$126,206
Jackson County	\$37,984	Waller	\$11,295
Jacksonville	\$80,179	Wallis	\$2,698
Jamaica Beach	\$4,913	Walnut Springs	\$183
Jarrell	\$2,423	Ward County	\$67,920
Jasper	\$78,422	Warren City	\$66
Jasper County	\$248,855	Washington County	\$83,727
Jayton	\$63	Waskom	\$5,346
Jeff Davis County	\$8,500	Watauga	\$33,216
Jefferson	\$11,194	Waxahachie	\$152,094
Jefferson County	\$756,614	Weatherford	\$207,872
Jersey Village	\$36,347	Webb County	\$505,304
Jewett	\$9,338	Webberville	\$1,280
Jim Hogg County	\$12,718	Webster	\$53,202
Jim Wells County	\$166,539	Weimar	\$5,830
Joaquin	\$810	Weinert	\$234
Johnson City	\$3,581	Weir	\$443
Johnson County	\$408,692	Wellington	\$9,111
Jolly	\$26	Wellman	\$383
Jones County	\$22,001	Wells	\$1,357
Jones Creek	\$5,078	Weslaco	\$73,949
Jonestown	\$6,419	West	\$3,522
Josephine	\$881	West Columbia	\$17,958
Joshua	\$20,619	West Lake Hills	\$17,056
Jourdanton	\$9,600	West Orange	\$42,452
Junction	\$4,825	West Tawakoni	\$6,995
Justin	\$8,575	West University Place	\$34,672
Karnes City	\$11,632	Westbrook	\$43
Karnes County	\$35,249	Westlake	\$41,540
Katy	\$52,467	Weston	\$266

Kaufman	\$27,607	Weston Lakes	\$189
Kaufman County	\$353,047	Westover Hills	\$4,509
Keene	\$38,296	Westworth Village	\$7,842
Keller	\$79,189	Wharton	\$31,700
Kemah	\$28,325	Wharton County	\$72,887
Kemp	\$6,419	Wheeler	\$447
Kempner	\$330	Wheeler County	\$26,273
Kendall County	\$100,643	White Deer	\$1,273
Kendleton	\$13	White Oak	\$15,305
Kenedy	\$676	White Settlement	\$23,304
Kenedy County	\$1,000	Whiteface	\$155
Kenefick	\$416	Whitehouse	\$29,017
Kennard	\$132	Whitesboro	\$18,932
Kennedale	\$21,024	Whitewright	\$7,098
Kent County	\$939	Whitney	\$73
Kerens	\$1,924	Wichita County	\$552,371
Kermit	\$5,652	Wichita Falls	\$832,574
Kerr County	\$218,452	Wickett	\$87
Kerrville	\$190,357	Wilbarger County	\$55,124
Kilgore	\$105,583	Willacy County	\$24,581
Killeen	\$535,650	Williamson County	\$1,195,987
Kimble County	\$20,480	Willis	\$24,384
King County	\$1,000	Willow Park	\$26,737
Kingsville	\$20,083	Wills Point	\$43,765
Kinney County	\$2,142	Wilmer	\$426
Kirby	\$8,752	Wilson	\$12
Kirbyville	\$10,690	Wilson County	\$121,034
Kirvin	\$2	Wimberley	\$724
Kleberg County	\$124,109	Windcrest	\$12,908
Knollwood	\$1,160	Windom	\$1,087
Knox City	\$1,962	Windthorst	\$3,385
Knox County	\$11,730	Winfield	\$290
Kosse	\$2,468	Wink	\$120
Kountze	\$19,716	Winkler County	\$61,163
Kress	\$186	Winnsboro	\$28,791
Krugerville	\$1,508	Winona	\$319
Krum	\$9,661	Winters	\$6,229
Kurten	\$686	Wise County	\$289,074
Kyle	\$51,835	Wixon Valley	\$441
La Feria	\$10,381	Wolfe City	\$5,466

La Grange	\$9,623	Wolfforth	\$4,022
La Grulla	\$1,708	Wood County	\$267,048
La Joya	\$8,457	Woodbranch	\$9,617
La Marque	\$98,930	Woodcreek	\$358
La Porte	\$91,532	Woodloch	\$1,012
La Salle County	\$14,975	Woodsboro	\$1,130
La Vernia	\$3,217	Woodson	\$122
La Villa	\$572	Woodville	\$20,340
La Ward	\$321	Woodway	\$25,713
LaCoste	\$159	Wortham	\$376
Lacy-Lakeview	\$11,599	Wylie	\$114,708
Ladonia	\$2,011	Yantis	\$2,072
Lago Vista	\$13,768	Yoakum County	\$34,924
Laguna Vista	\$3,689	Yoakum	\$20,210
Lake Bridgeport	\$232	Yorktown	\$5,447
Lake City	\$2,918	Young County	\$44,120
Lake Dallas	\$25,314	Zapata County	\$56,480
Lake Jackson	\$75,781	Zavala County	\$38,147
Lake Tanglewood	\$613	Zavalla	\$1,088
Lake Worth	\$20,051		

EXHIBIT C

Exhibit C: TX Opioid Council & Health Care Region Allocations plus Administrative Costs
70% of Total (\$700 million)

Health Care Region Allocation*: \$693 million; Administrative Costs: \$7 million		
Region	Counties in Health Care Region	Allocation
1	Anderson, Bowie, Camp, Cass, Cherokee, Delta, Fannin, Franklin, Freestone, Gregg, Harrison, Henderson, Hopkins, Houston, Hunt, Lamar, Marion, Morris, Panola, Rains, Red, River, Rusk, Smith, Titus, Trinity, Upshur, Van, Zandt, Wood	\$38,223,336
2	Angelina, Brazoria, Galveston, Hardin, Jasper, Jefferson, Liberty, Nacogdoches, Newton, Orange, Polk, Sabine, San Augustine, San Jacinto, Shelby, Tyler	\$54,149,215
3	Austin, Calhoun, Chambers, Colorado, Fort Bend, Harris, Matagorda, Waller, Wharton	\$120,965,680
4	Aransas, Bee, Brooks, De Witt, Duval, Goliad, Gonzales, Jackson, Jim Wells, Karnes, Kenedy, Kleberg, Lavaca, Live Oak, Nueces, Refugio, San Patricio, Victoria	\$27,047,477
5	Cameron, Hidalgo, Starr, Willacy	\$17,619,875
6	Atascosa, Bandera, Bexar, Comal, Dimmit, Edwards, Frio, Gillespie, Guadalupe, Kendall, Kerr, Kinney, La Salle, McMullen, Medina, Real, Uvalde, Val Verde, Wilson, Zavala	\$68,228,047
7	Bastrop, Caldwell, Fayette, Hays, Lee, Travis	\$50,489,691
8	Bell, Blanco, Burnet, Lampasas, Llano, Milam, Mills, San Saba, Williamson	\$24,220,521
9	Dallas, Kaufman	\$66,492,094
10	Ellis, Erath, Hood, Johnson, Navarro, Parker, Somervell, Tarrant, Wise	\$65,538,414
11	Brown, Callahan, Comanche, Eastland, Fisher, Haskell, Jones, Knox, Mitchell, Nolan, Palo Pinto, Shackelford, Stephens, Stonewall, Taylor	\$9,509,818
12	Armstrong, Bailey, Borden, Briscoe, Carson, Castro, Childress, Cochran, Collingsworth, Cottle, Crosby, Dallam, Dawson, Deaf Smith, Dickens, Donley, Floyd, Gaines, Garza, Gray, Hale, Hall, Hansford, Hartley, Hemphill, Hockley, Hutchinson, Kent, King, Lamb, Lipscomb, Lubbock, Lynn, Moore, Motley, Ochiltree, Oldham, Parmer, Potter, Randall, Roberts, Scurry, Sherman, Swisher, Terry, Wheeler, Yoakum	\$23,498,027
13	Coke, Coleman, Concho, Crockett, Irion, Kimble, Mason, McCulloch, Menard, Pecos, Reagan, Runnels, Schleicher, Sterling, Sutton, Terrell, Tom Green	\$5,195,605
14	Andrews, Brewster, Crane, Culberson, Ector, Glasscock, Howard, Jeff Davis, Loving, Martin, Midland, Presidio, Reeves, Upton, Ward, Winkler	\$12,124,354
15	El Paso, Hudspeth	\$17,994,285
16	Bosque, Coryell, Falls, Hamilton, Hill, Limestone, McLennan	\$9,452,018
17	Brazos, Burleson, Grimes, Leon, Madison, Montgomery, Robertson, Walker, Washington	\$23,042,947
18	Collin, Denton, Grayson, Rockwall	\$39,787,684
19	Archer, Baylor, Clay, Cooke, Foard, Hardeman, Jack, Montague, Throckmorton, Wichita, Wilbarger, Young	\$12,665,268
20	Jim Hogg, Maverick, Webb, Zapata	\$6,755,656
	Administrative Costs	\$7,000,000

* Each Region shall reserve 25% of its allocation for Targeted Funds under the guidelines of Exhibit A.

NORTHLAKE MAYOR AND COUNCIL COMMUNICATION

DATE: DECEMBER 9, 2021

REF. DOC.: LOCAL GOVERNMENT CODE, SECTION 271, COOPERATIVE
PURCHASING AGREEMENTS

SUBJECT: DEVELOPMENT SERVICES FURNITURE PURCHASE



GOALS/OBJECTIVES:

- Effectively Manage Public Resources (Council Goal)
- Responsibility Manage Growth (Council Goal)

BACKGROUND INFORMATION:

- Fiscal Year 2021-2022 adopted budget for Development Services finish-out \$400,000
- Kreuger International (KI) provider of office equipment used in all Town's facilities
- Furniture priced through The Interlocal Purchasing Cooperative (TIPS)
- Quote per TIPS pricing sheet \$48,291

COUNCIL DIRECTION:

- Approve agreement for purchase of furniture from Kreuger International not to exceed \$50,000



Town of Northlake

1500 Commons Circle, Ste. 300
Northlake, TX 76226
(940) 648-3290

PURCHASE ORDER

P.O. Number: 4330

Date: 11/24/2021

This is a confirmation: ☐

This is an order: ☐

DELIVERY ADDRESS:

Town of Northlake Administrator
1500 Commons Circle
Suite 300
Northlake TX, 76226
Attn: Drew Corn

kI
1330 Bellevue Street
Green Bay WI, 54302

Delivery Date:

Vendor No.: 2038

Item Nbr	QTY	Description	Account Number	UOM	Unit Amount	Total Amount
1	1.00	Various Furniture Products	506-57100-99-00	EA	45,991.89	45,991.89
2	1.00	Estimated Materials and Commodity Surcharge	506-57100-99-00	EA	2,299.59	2,299.59
Conditions of Purchase						Grand Total: \$48,291.48

No C.O.D. Shipments of any character will be accepted.
Packing slips must accompany shipment.
Purchase Order Number must appear on all invoices and packing slips.
Submit invoices to Accounts Payable, 1500 Commons Circle, Ste. 300, Northlake, TX 76226.
The City of Northlake is tax exempt.
All information relating to any referenced bid documents apply to this purchase.

Purchasing Agent



TOWN OF NORTHLAKE, TEXAS
OFFICIAL RESOLUTION

NO. 21-40

A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF NORTHLAKE, TEXAS, APPROVING AND AUTHORIZING THE TOWN MANAGER TO ENTER INTO AN AGREEMENT FOR THE PURCHASE AND INSTALLATION OF FURNITURE FOR DEVELOPMENT SERVICES OFFICES

WHEREAS, the Town Council of the Town of Northlake, Texas, has determined that a public need and necessity exists for Development Services to have an expanded space; and

WHEREAS, the Town Council has determined that it is advisable and in the best interests of the Town to procure furniture from Kreuger International (KI) for the Development Services Department; and

WHEREAS, the Town is a member of the The Interlocal Purchasing Cooperative (TIPS) cooperative purchasing program which per Subchapter F of Section 271 of the Texas Local Government Code fulfills State purchasing requirements; and

WHEREAS, Kreuger International Inc (KI) has entered into an agreement with TIPS, contract 200301 which expires May 31, 2023, for furniture, furnishings, and services; and

WHEREAS, the office furniture will be purchased from KI through TIPS; and

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF NORTHLAKE, TEXAS:

SECTION 1. All of the above premises are true and correct legislative and factual findings of the Town Council, and they are hereby approved, ratified and incorporated into the body of this resolution as if copied in their entirety.

SECTION 2. That the Town Council hereby authorizes the Town Manager to enter into an agreement with Kreuger International, Inc. for the purchase of furniture for Development Services Offices, provided that the total amount to be expended pursuant to this grant of authority shall not, in total, exceed the sum of \$50,000.

SECTION 3. This Resolution is effective immediately upon passage.



TOWN OF NORTHLAKE, TEXAS
OFFICIAL RESOLUTION

PASSED AND APPROVED by the Town Council of the Town of Northlake, Texas, this 9th day of December 2021.

Town of Northlake, Texas

David Rettig, Mayor

Attest:

Zolaina Parker, Town Secretary

NORTHLAKE MAYOR AND COUNCIL COMMUNICATION

DATE: DECEMBER 9, 2021

REF. DOC. : TEXAS WATER CODE, SECTION 13.1394, STANDARDS OF EMERGENCY OPERATION

SUBJECT: NORTHLAKE WATER SYSTEM EMERGENCY PREPAREDNESS PLAN



STRATEGIC GOALS/OBJECTIVES:

- Systematically Invest in Infrastructure; Maintain a safe, reliable water system

BACKGROUND INFORMATION:

- Electric Reliability Council of Texas (ERCOT) provides electricity to North Texas
- ERCOT overseen by Texas Legislature and Public Utility Commission (PUC) Governor appointed
- February 2020 - Areas served by ERCOT experienced significant power outages
- Senate Bill 3 of 87th Legislature amended Water Code to require water systems to:
 - o Provide 20 pounds per square inch of water pressure during extended outage
 - o File critical load facilities with PUC, Denton County and Governor's Office of Emergency Management by November 1, 2020
 - o File Emergency Preparedness Plan (EPP) with Texas Commission on Environmental Quality (TCEQ) by March 1, 2021
 - o Implement TCEQ-approved plan by July 1, 2022
 - o Identify alternate power options, if required
- Under Town Manager authorization, critical load facilities filed with assistance from Halff Associates in amount of \$4,000
- Development of EPP also requires assistance from Halff in amount of \$14,000
- Identification of alternate power options in amount up to \$23,000, if required
- Total amount of all components of new requirements - \$41,000

COUNCIL DIRECTION:

- Authorize Town Manager to enter into contract with Halff and Associates for all aspects related to Texas Water Code Standards of Emergency Operations not to exceed \$41,000



November 23, 2021

Eric Tamayo
Town of Northlake
1500 Commons Circle, Suite 300
Northlake, Texas 76226

RE: Emergency Preparedness Plan Draft Scope

Dear Mr.. Tamayo:

HALFF ASSOCIATES, INC. (HALFF) is pleased to submit this proposal to the **Town of Northlake** to assist you in meeting the new TCEQ mandate to prepare an Emergency Preparedness Plan (EPP). The team we have assembled for this project builds our experience preparing your Risk & Resilience Assessment (RRA) and Emergency Response Plan (ERP) and offers expertise in the following areas:

- Direct experience with engineering design for similar sized water utilities
- First-hand knowledge of the challenges of operating your water utility
- Expertise in mitigation of natural and man-made hazards

Background:

In 2021, the Texas State Legislature passed SB3. This bill, which amends the State Water Code with the addition of Sec.13.1394, *Standards of Emergency Operations*, establishes the following requirement for the emergency operation of Water Utilities.

Under a weather emergency resulting in an extended power outage lasting for more than 24 hours, the emergency operation of a local water system must prepare an EPP to ensure that it is able to provide a minimum water pressure of 20 pounds per square inch, as soon as safe and practicable following the occurrence of a natural disaster.

To that end, Water Utilities in the State of Texas must now adopt and submit to the TCEQ for its approval an Emergency Preparedness Plan (EPP) that demonstrates the utility's ability to provide for emergency operations, and a timeline for implementing the EPP.

Scope of Work:

Building upon our work to prepare the Town's ERP, which will be completed and certified with the EPA prior to the deadline of December 30, 2021, we will provide the Town with an EPP, which consists of three components

- (1) Final plan to be submitted to the Texas Commission on Environmental Quality (TCEQ) by March 1, 2022
- (2) Plan implementation strategy for complying with requirements through July 1, 2022.

PHASE 1: EMERGENCY PREPAREDNESS PLAN

Halff Associates proposes to leverage the utility's efforts for the preparation of the federally required ERP (under AWIA) to facilitate the preparation of a new EPP for the water utility. The EPP must meet the objectives describe above. This Plan must be submitted to TCEQ in March 2022 .

Task 1: Describe existing water system

The first task will be to describe the water system and to evaluate the threats to the Utility's existing water assets and partner systems. To expedite this task, the Halff Team will consult with Utility staff to eliminate non-critical assets from any further assessment and leverage the ERP findings into this EPP document.

Primary assets to be evaluated will include:

- raw water intake pump stations,
- water treatment plants,
- potable water ground storage tanks and elevated storage tanks
- pump station, and pressure facility to provide water service to customers during emergencies

In order to prepare the EPP, Halff will also document the following aspects of the system. This will include only the equipment located in the Town's water system, unless two or more systems rely on each other for emergency purposes, and it is documented in a contract or written agreement.

- Source
- Treatment
- Distribution
- Pressure Planes
- System Demand & System Size
- Power Provider
- Electrical Schematic



The Halff team will incorporate the map of the Utility's critical assets from the RRA and review existing Water System Diagrams and maps to determine if any refinement of these documents is needed before submission to TCEQ as a part of this plan.

Task 2: Evaluation of Emergency Preparedness and Identification of Preparedness Strategies

At the conclusion of this initial description process, it will be determined whether the Utility has sufficient resources to meet the State's requirements, and if so, if the EPP can be completed without further effort. In consultation with the Utility, the Halff Team will prepare the EPP with detail on the options needed to meet state objectives for the resilience of local water service.

This evaluation will also consider the Utility's operating procedures and interrelationships with adjoining water systems. To meet the State's requirements, the Utility must complete an EPP that provides one or more of the following options to ensure that water service remains available during an extended power outage:

- (1) Permanently installed automatic starting auxiliary generator(s);
- (2) Sharing of auxiliary generator capacity with one or more affected utilities
 - (2a) Distribution only system may rely on provider;
 - (2b) Participation in a statewide mutual aid program (TxWarn);
- (3) Negotiation of leasing and contracting agreements;
 - (3a) Obtain a leasing or contract agreement for emergency power equipment and fuel;
 - (3b) Mutual aid agreement(s) with other water providers, exempt utilities, or providers or conveyors of potable or raw water service which provide for coordination with TDEM;
- (4) Use of portable generators capable of serving multiple facilities equipped with quick-connect systems;
- (5) Use of on-site electrical generation or distributed generation facilities;
- (6) Hardening the electric transmission and distribution system serving the water system;
- (7) Use and maintenance of direct engine or right angle drives (for existing facilities only);
- (8) Protection of power source
 - (8a) Designation of water system as a critical load facility
 - (8b) Recognition of the water system as having redundant/isolated/dedicated electrical feeds;
- (9) Provide sufficient water storage capabilities;
- (10) Supplemental water supply;
 - (10a) Water supplies delivered from outside the service area of the affected utility using an emergency interconnect;
 - (10b) Water supplies delivered from outside the service area of the affected utility using a water hauler;
- (11) Water system has the ability to provide water through artesian flows;
- (12) Redundant interconnectivity between pressure zones;
- (13) Emergency water demand rules to maintain emergency operations;

(14) Any other alternative determined by the commission to be acceptable.

Task 3: Emergency Communication

Complete the Emergency Communications segment of the EPP using information provided in the ERP as a starting point. Halff will provide copies of the pages in Section IV to post at your facility and/or for you to train your employees.

Task 4: Submission and Implementation of EPP

Upon completion of the EPP, Halff will provide a digital copy of the completed EPP form and additional documentation needed to the Texas Commission on Environmental Quality for review and approval to: PDWEPP@tceq.texas.gov. After the approval letter is received from TCEQ, Halff will update the EPP form with appropriate documentation of compliance with plan distribution requirements. In addition, a copy of the approved plan must be maintained by the “affected utility”, so that it can be easily accessed in the event of an emergency.

A digital copy of the approved Emergency Preparedness Plan and the TCEQ Approval Letter will be prepared for distributed by the Town to the entities outlined in the EPP form. Following the adoption of the plan, we will also prepare an implementation strategy that Northlake can use to document its steps toward implementation by the State’s July 1, 2021 deadline.

Additional Services, Only If Required

PHASE 2: IDENTIFICATION OF ALTERNATE POWER OPTIONS

If, following the review of the 14 options above, it is determined that the existing measures to provide for adequate power and pressure in the event of an emergency lasting more than 24 hours are not in place, then the evaluation of Alternate Power Options will be followed by a plan to develop one or more of these strategies for implementation in 2022.

Task 1: Alternate Power Options Selection

Halff will assist the Utility with the evaluation of potential options to meet future power needs and to comply with this legislation. This will include a meeting with Stakeholders to review the location and power supply needs of critical facilities and to identify which additional options are appropriate for system improvements. Options 1-6 listed above will be deemed adequate to serve these purposes. If options 7-14 are selected, the development of more than one option will be required.

Task 2: Alternate Power Option Implementation Plan

If power generation in the form of a new auxiliary power source is required, an analysis of the needs for alternate power will be conducted for each critical facility. The results of this analysis may include:

- One-Line Diagram of existing conditions
- Proposed One-Line Diagram of modifications for additional power sources
- Modeled calculations illustrating peak power in KW/ KVA, Voltage, Phase and Fuel Type by Critical Facility
- Automatic switching capacity
- Staffing SOPs
- Electrical distribution modifications requirements for each facility

The outcome of this assessment would include the preparation of specifications to implement the use of the proposed power sources, such as:

- Generator Information
- Alternate Power Options Details

If both phases are required, the project budget and deliverables would be as follows:

Budget and project deliverables

	Deliverable	Budget
Phase I Emergency Preparedness Plan		
<i>Task 1: Describe existing water system</i>	• Prepare complete description of existing water system based on ERP • Identify additional information required	\$2,500
<i>Task 2: Evaluation of Emergency Preparedness and Identification of Preparedness Strategies</i>	• Meeting with Utility • Assessment of preparedness and determination if additional action required	\$7,500
<i>Task 3: Complete Emergency Communications Strategy</i>	• Identify emergency contacts and procedures	\$1,000
<i>Task 4: Submission and Implementation of EPP</i>	• Complete EPP • Submit report to required entities • Revise report and prepare digital copy for distribution/implementation	\$3,000
Subtotal:		\$14,000
*Phase II Identification of Alternate Power Options		
<i>Task 1: Alternate Power Options Selection</i>	• Meeting with Utility staff • Evaluation of potential options to meet future power needs	
<i>Task 2: Alternate Power Option Implementation Plan</i>	• Preparation of Addenda • Alternate Power Option Implementation Plan, including sourcing	
<i>Task 3: Preparation of Alternate Power Options for Additional Critical Facilities</i>	• Power Options for additional facilities at a reduced rate, if needed.	
Subtotal:		\$23,000
Total, Not to Exceed:		\$37,000

**Phase II will only be completed if it is determined additional power sources are required.*

Schedule:

	Nov	Dec	Jan	Feb	Mar	April
Phase I						
Task 1						
Task 2						
Task 3						
Task 4						
Phase II (If needed)						
Task 1						
Task 2						
Task 3						

Thank you for the opportunity to assist Northlake with the preparation of this Emergency Preparedness Plan for submission to TCEQ. We look forward to working with the Town to ensure it is even better prepared to meet critical power needs during a winter freeze, a summer heat wave, or any other future hazards it may face.

Sincerely,

HALFF ASSOCIATES, INC.



Kirk Wilson, PLA
Team Leader



TOWN OF NORTHLAKE, TEXAS
OFFICIAL RESOLUTION

RESOLUTION NO. 21-41

A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF NORTHLAKE, TEXAS, AUTHORIZING THE TOWN MANAGER TO AMEND CONTRACT WITH HALFF AND ASSOCIATES FOR ENGINEERING DESIGN SERVICES FOR DEVELOPMENT OF EMERGENCY PREPAREDNESS PLAN AND IDENTIFICATION OF ALTERNATE POWER OPTIONS FOR NORTHLAKE UTILITY SYSTEM

WHEREAS, in February 2021 areas served by the Electric Reliability Council of Texas (ERCOT) experienced significant loss of electric service; and

WHEREAS, ERCOT is overseen by the Texas Legislature and by the Public Utility Commission of Texas (PUC), whose commissioners are appointed by the Governor of Texas; and

WHEREAS, ERCOT was unable to plan for and meet the electric needs of the area they serve which includes the Town of Northlake; and

WHEREAS, the Texas Legislature through Senate Bill 3 has amended the Water Code to require utility systems to prepare for emergency and the State's unreliable electric service; and

WHEREAS, the Town of Northlake must prepare an Emergency Preparedness Plan to be submitted to the Texas Commission on Environmental Quality by March 1, 2022 and implemented by July 1, 2022 to ensure 20 pounds per square inch of minimum water pressure is maintained in the event of a power outage lasting more than 24 hours; and

WHEREAS, Halff has already assisted the Town on the Environmental Protection Agency's (EPA) required Risk and Resilience Assessment and Emergency Response Plan; and

WHEREAS, Halff has also submitted the required filing of the water system description and critical load facilities to the PUC by November 1, 2021, for a fee of \$4,000; and

WHEREAS, the Town received a proposal from Halff Associates to perform engineering services for the development of the EPP and the identification of alternate power options, if required; and

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF NORTHLAKE, TEXAS:

SECTION 1. All of the above premises are true and correct legislative and factual findings of the Town Council, and they are hereby approved, ratified and incorporated into the body of this resolution as if copied in their entirety.



TOWN OF NORTHLAKE, TEXAS
OFFICIAL RESOLUTION

SECTION 2. The Town Manager is hereby authorized to finalize and enter into a contract amendment with Halff and Associates whereby the Town will contract for engineering design services in an amount not to exceed \$41,000 for the development of the State required emergency preparedness plan and the identification of alternate power options, if required, and any submissions.

PASSED AND APPROVED by the Town Council of the Town of Northlake, Texas, this 9th day of December 2021.

Town of Northlake, Texas

David Rettig, Mayor

Attest:

Zolaina Parker

NORTHLAKE MAYOR AND COUNCIL COMMUNICATION

DATE: DECEMBER 9, 2021

REF. DOC.: FISCAL YEAR 2021-2022 ADOPTED BUDGET

SUBJECT: PURCHASE OF POLICE COMMUNICATIONS EQUIPMENT



STRATEGIC GOALS/OBJECTIVES:

- Operate Efficiently and Effectively (Council Goal)

BACKGROUND INFORMATION:

- Ensure continuous operation and communication efforts as presented in FY 2022 Budget
 - o New radios for vehicles
 - o Portable radios for new employees
 - o Spare radios in case of repairs
- Radios allow communication with
 - o DCSO Communications Division (Dispatch)
 - o Surrounding communities
 - o Northlake Police Officers regarding calls for service, investigations, and traffic stops
- Police Department uses Motorola Solutions Inc. radios as a sole source provider

COUNCIL ACTION:

- Approve purchase of radios not to exceed recommended amount



TOWN OF NORTHLAKE, TEXAS
OFFICIAL RESOLUTION

NO. 21-42

A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF NORTHLAKE, TEXAS, APPROVING AND AUTHORIZING THE TOWN MANAGER TO ENTER INTO AN AGREEMENT FOR THE PURCHASE AND PROGRAMMING OF RADIO COMMUNICATIONS / EMERGENCY RESPONSE EQUIPMENT FOR THE POLICE DEPARTMENT

WHEREAS, the Town Council of the Town of Northlake, Texas, has determined that a public need and necessity exists for Police Officers to have police radios for communication; and

WHEREAS, the Town Council has determined that it is advisable and in the best interests of the Town to authorize the Town Manager to enter into agreement with Motorola Solutions Inc for the purchase and programming of three (3) mobile and five (5) portable police radios for the Police Department, not to exceed \$40,040.00; and

WHEREAS, the Town is a member of and can purchase products through the State of Texas, Department of Information Services as defined under Texas Government Code TGC 2054.003 (9) of the Texas Local Government Code, which fulfills State purchasing requirements; and

WHEREAS, Motorola Solutions Inc has entered into an agreement with the State of Texas, Department of Information Services, contract DIR-TSO-4101; and

WHEREAS, the mobile and portable radios will be purchased through Motorola Solutions Inc.; and

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF NORTHLAKE, TEXAS:

SECTION 1. All of the above premises are true and correct legislative and factual findings of the Town Council, and they are hereby approved, ratified and incorporated into the body of this resolution as if copied in their entirety.

SECTION 2. That the Town Council hereby authorizes the Town Manager to enter into an agreement with Motorola Solutions for the purchase of mobile and portable police radios for the Police Department, provided that the total amount to be expended pursuant to this grant of authority shall not, in total, exceed the sum of \$40,040.00.



TOWN OF NORTHLAKE, TEXAS
OFFICIAL RESOLUTION

PASSED AND APPROVED by the Town Council of the Town of Northlake, Texas, this 9th day of December 2021.

Town of Northlake, Texas

David Rettig, Mayor

Attest:

Zolaina Parker, Town Secretary

NORTHLAKE MAYOR AND COUNCIL COMMUNICATION

DATE: DECEMBER 9, 2021

REF. DOC.: LOCAL GOVERNMENT CODE, SECTION 252, SOLE SOURCE PURCHASE

SUBJECT: WATER METERS AND TRANSMITTERS PURCHASE FOR FY 2022



GOALS/OBJECTIVES:

- Effectively Manage Public Resources (Council Goal)
- Systematically Invest in Infrastructure; Maintain a safe, reliable water system (Council Goal)

BACKGROUND INFORMATION:

- Fiscal Year 2021-2022 adopted budget for water meters and transmitters \$600,000
- Atlas Utility Supply Company sole source provider of Badger Meter in North Texas
- Agreement provides ability to purchase meter and transmitter throughout fiscal year
- More efficient purchasing process
 - One-time Council approval for future purchases at not to exceed amount
 - Allows for flexibility in order quantity if demand decreases

COUNCIL DIRECTION:

- Approve agreement for contract price purchase of water meters and transmitters



TOWN OF NORTHLAKE, TEXAS
OFFICIAL RESOLUTION

NO. 21-43

A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF NORTHLAKE, TEXAS, APPROVING AND AUTHORIZING THE TOWN ADMINISTRATOR TO ENTER INTO AN AGREEMENT FOR THE PURCHASE OF WATER METERS AND TRANSMITTERS

WHEREAS, the Town Council of the Town of Northlake, Texas, has determined that a public need and necessity exists for the Town to acquire Water Meters and Transmitters; and

WHEREAS, the Town Council approved and budgeted for the expenditure of \$600,000 in the 2021-2022 budget year from the Water & Wastewater Fund for the purchase of Water Meters and Transmitters; and

WHEREAS, the Town Council has determined that it is advisable and in the best interests of the Town to authorize the Town Administrator to enter into an agreement to purchase water meters and transmitters in an amount deemed reasonable and appropriate, but not to exceed \$600,000; and

WHEREAS, vendors Atlas Utility Supply is the only authorized Badger Meter distributor in North Texas area and thus is the sole source provider, thus exempting it from the competitive bidding process Texas Local Government code 252.022(a)(7)(A) ; and

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF NORTHLAKE, TEXAS:

SECTION 1. All of the above premises are true and correct legislative and factual findings of the Town Council, and they are hereby approved, ratified and incorporated into the body of this resolution as if copied in their entirety.

SECTION 2. That the Town Council hereby authorizes the Town Manager to enter into an agreement for the purchase of equipment, provided that the total amount to be expended pursuant to this grant of authority shall not, in total, exceed the sum of \$600,000.

SECTION 3. This Resolution is effective immediately upon passage.



TOWN OF NORTHLAKE, TEXAS
OFFICIAL RESOLUTION

PASSED AND APPROVED by the Town Council of the Town of Northlake, Texas, this 9th day of December 2021.

Town of Northlake, Texas

David Rettig, Mayor

Attest:

Zolaina Parker, Town Secretary

TOWN OF NORTHLAKE COUNCIL ITEM NO. 5

DATE: DECEMBER 9, 2021

ITEM: ACTION ITEMS



NORTHLAKE MAYOR AND COUNCIL COMMUNICATION

DATE: DECEMBER 9, 2021

REF. DOC. : TEXAS TAX CODE, SECTION 6.03 APPRAISAL DISTRICT BOARD OF DIRECTORS

SUBJECT: DENTON CENTRAL APPRAISAL DISTRICT (DCAD) BOARD OF DIRECTORS VOTE



STRATEGIC GOALS/OBJECTIVES:

- Operate Efficiently and Effectively (Council Goal)

BACKGROUND INFORMATION:

- Taxing jurisdictions nominate then vote on five DCAD board members
- DCAD Board Members Guidelines:
 - o Term – two years beginning January 1, 2022
 - o Eligibility – reside in Denton County for at least two years
 - o Elected officials of taxing unit may serve, employees may not
- Northlake did not nominate any candidates
- DCAD staff provided nominations on October 28th
- Northlake's number of votes 8 out of 5,000 distributed to any combination of candidates
- Northlake to cast its vote by written resolution before December 15th

COUNCIL DIRECTION:

- Vote for nominated candidate(s) to DCAD Board of Directors



Denton Central Appraisal District
3911 Morse Street
Denton, TX 76208

(940) 349-3800
 www.dentoncad.com

M E M O

TO: Denton County, School Districts and Cities that Levy a Tax

FROM: Hope McClure, Chief Appraiser

SUBJECT: Request for Nominations for DCAD Board of Directors

DATE: August 13, 2021

It is time again for the taxing jurisdictions to select five individuals to serve as the DCAD Board of Directors. Each jurisdiction may nominate by written resolution up to five people to be considered for the DCAD Board of Directors. According to Section 6.03 of the Texas Property Tax Code, it is the chief appraiser's responsibility to initiate this process, which is the purpose of this memo.

Please note that a chief appraiser does not have the authority, or the duty, to investigate or judge the qualifications of the nominees. Further, a chief appraiser cannot extend the deadline for receiving nominations.

Please return your nomination(s) by written resolution before October 15, 2021.

Please provide the name and address of the nominee(s). The District will send a questionnaire to each nominee requesting additional information to assist the entities in the voting process.

CALENDAR FOR APPOINTMENTS:

1. Before October 1st - Each jurisdiction will be advised of the number of votes they are entitled to cast in the election of the board of directors (those numbers are included in this email).
2. Before October 15th - The governing body of each jurisdiction may nominate by written resolution up to five candidate(s) to the DCAD Board of Directors. (The number of votes that each jurisdiction has is not relevant in the initial nomination phase.)
3. Before October 30th - A comprehensive list of the nominees will be compiled and this information will be sent to the taxing jurisdictions in the form of a ballot.
4. Before December 15th - The taxing jurisdictions choose by written resolution the candidate, or candidates, of their choice. The jurisdictions then submit the names of their candidates and the votes they cast for each candidate before the December 15th deadline.
5. Before December 31st – A tabulation of the votes will be forwarded to the jurisdictions. The five candidates that have received the most votes become the Board of Directors as of January 1st.



Denton Central Appraisal District
3911 Morse Street
Denton, TX 76208

 (940) 349-3800
 www.dentoncad.com

Memo, Appointing Board of Directors, August 11, 2021

Page 2

SELECTING A NOMINEE

AUTHORITATIVE GUIDELINES - The selection process is set forth in Section 6.03 of the Property Tax Code. This process is not an "election" governed by the Texas Election Code. It is an independent procedure unique to the property tax system.

ELIGIBILITY - An appraisal district director must reside in Denton County for at least two years immediately preceding the date he or she takes office. Most residents are eligible to serve as a director. An individual that is serving on the governing body of a city, county, or school district is eligible to serve as an appraisal district's director.

An employee of a taxing unit served by the appraisal district is **not** eligible to serve as a director. However, if the employee is an elected official, he or she is eligible to serve.

A statute relevant to the Board selection process prohibits nepotism and conflict of interest for appraisal district directors and chief appraisers. In summary, the law states that:

..... "a person may not serve as director if closely related to anyone in the appraisal district or if related to anyone who represents owners in the district, or if the person has an interest in a business that contracts with the district or a taxing unit. A chief appraiser may not employ someone closely related to a member of the board of directors".

TERM OF OFFICE – Those elected to the Board of Directors will serve a two year term beginning January 1, 2022.

FREQUENCY OF MEETINGS - The applicable statutes require the board of directors to meet a minimum of once each calendar quarter.

DENTON CENTRAL APPRAISAL DISTRICT 2021 DISTRIBUTION OF VOTES

JURISDICTIONS		2020 LEVY	%OF TOTAL LEVIES	NUMBER OF VOTES
<u>SCHOOL DISTRICTS:</u>				
S01	ARGYLE ISD	39,211,263.47	1.7154%	85
S02	AUBREY ISD	19,686,703.81	0.8612%	42
S03	CARROLLTON-FB ISD	59,677,280.15	2.6107%	128
S04	CELINA ISD	486,214.26	0.0213%	1
S05	DENTON ISD	300,528,684.23	13.1471%	654
S15	ERA ISD	1,687.25	0.0001%	1
S06	FRISCO ISD	168,736,156.36	7.3816%	394
S07	KRUM ISD	12,760,715.66	0.5582%	27
S08	LAKE DALLAS ISD	35,082,643.50	1.5347%	76
S09	LEWISVILLE ISD	598,944,850.68	26.2018%	1325
S10	LITTLE ELM ISD	82,583,733.78	3.6128%	178
S11	NORTHWEST ISD	143,902,045.64	6.2952%	312
S12	PILOT POINT ISD	8,842,789.13	0.3868%	18
S13	PONDER ISD	10,459,467.11	0.4576%	22
S17	PROSPER ISD	23,463,503.40	1.0264%	50
S14	SANGER ISD	16,207,613.43	0.7090%	34
S16	SLIDELL ISD	463,687.64	0.0203%	1
SCHOOL DISTRICTS TOTALS		\$1,521,039,039.50	66.540%	3348
<u>COUNTY:</u>				
G01	DENTON COUNTY	\$259,814,593.05	11.37%	567
<u>CITIES:</u>				
C26	TOWN OF ARGYLE	3,068,953.12	0.1343%	6
C01	CITY OF AUBREY	2,336,792.11	0.1022%	4
C31	TOWN OF BARTONVILLE	849,568.70	0.0372%	2
C02	CITY OF CARROLLTON	53,858,677.12	2.3561%	115
C49	CITY OF CELINA	1,486,029.75	0.0650%	3
C03	CITY OF THE COLONY	37,377,039.45	1.6351%	81
C21	TOWN OF COPPELL	1,056,686.12	0.0462%	2
C27	TOWN OF COPPER CANYON	870,253.61	0.0381%	2
C04	CITY OF CORINTH	14,287,227.60	0.6250%	30
C20	CITY OF DALLAS	13,945,214.89	0.6101%	30
C05	CITY OF DENTON	79,144,970.51	3.4623%	170
C42	CITY OF DISH	150,602.62	0.0066%	1
C30	TOWN OF DOUBLE OAK	1,181,394.10	0.0517%	3
C47	TOWN OF CORRAL CITY	14,508.54	0.0006%	1
C07	TOWN OF FLOWER MOUND	54,069,728.62	2.3654%	115
C36	CITY OF FORT WORTH	22,013,466.18	0.9630%	47
C32	CITY OF FRISCO	55,852,464.79	2.4434%	119
C39	CITY OF GRAPEVINE	200.88	0.0000%	1
C22	TOWN OF HACKBERRY	173,998.12	0.0076%	1
C38	CITY OF HASLET	1,618.72	0.0001%	1
C19	TOWN OF HICKORY CREEK	2,132,828.57	0.0933%	5
C08	CITY OF HIGHLAND VILLAGE	13,667,598.50	0.5979%	29
C09	CITY OF JUSTIN	3,013,978.98	0.1319%	7
C18	CITY OF KRUGERVILLE	754,112.28	0.0330%	2
C10	CITY OF KRUM	2,806,666.66	0.1228%	6
C11	CITY OF LAKE DALLAS	3,500,738.06	0.1531%	8
C25	CITY OF LAKEWOOD VILLAGE	497,498.58	0.0218%	1
C12	CITY OF LEWISVILLE	55,532,778.10	2.4294%	118
C13	TOWN OF LITTLE ELM	30,065,520.30	1.3153%	65
C45	CITY OF NEW FAIRVIEW	45,578.69	0.0020%	1
C33	TOWN OF NORTHLAKE	3,668,108.80	0.1605%	8
C24	CITY OF OAK POINT	2,786,607.33	0.1219%	6
C14	CITY OF PILOT POINT	2,193,136.98	0.0959%	5
C29	CITY OF PLANO	6,239,891.59	0.2730%	13
C15	TOWN OF PONDER	1,367,589.48	0.0598%	3
C48	CITY OF PROSPER	5,180,168.58	0.2266%	11
C51	TOWN OF PROVIDENCE VILLAGE	4,562,351.92	0.1996%	10
C17	CITY OF ROANOKE	9,059,520.13	0.3963%	19
C16	CITY OF SANGER	5,380,837.91	0.2354%	12
C34	TOWN OF SHADY SHORES	1,117,288.68	0.0489%	2
C37	CITY OF SOUTHLAKE	509,818.25	0.0223%	1
C28	CITY OF TROPHY CLUB	9,194,185.92	0.4022%	19
C44	TOWN OF WESTLAKE	20,541.29	0.0009%	1
CITY TOTAL		\$505,036,741.13	22.09%	1085
TOTAL ALL JURISDICTIONS		\$2,285,890,373.68	100.00%	5000

Nominee Information
Denton Central Appraisal District Board of Directors

Your name has been submitted by a Denton County Entity as a candidate for the 2022-2023 Denton CAD Board of Directors. Please complete the following information and feel free to attach any additional information. **Please return this form by October 27, 2021.**

Roy T. Atwood

Name

[REDACTED]

Address/City/Zip

[REDACTED]

[REDACTED]

Cell Phone

E-mail

1. Are you a resident of Denton County? **Yes**
 - a. If yes, have you resided in Denton County for at least two years immediately preceding the beginning of this term? **Yes**
2. Are you, or have you ever been, an employee of a taxing unit (County, City, School, Special District) in Denton County? **No**
 - a. If yes, which taxing unit? _____
 - b. When? _____
3. Are you, or have you ever been an employee of Denton CAD? **No**
 - a. If yes, what years were you employed? _____
4. Are you currently, or have you ever served as a voting member of the Denton CAD Board of Directors? **Yes**
 - a. If yes, what years have you served? 2018-present
5. Do you directly or through a business entity have substantial interest in a contract with Denton CAD or a taxing unit that participates in the District? **No**
 - a. If yes, please list: _____
6. Have you engaged in the business of appraising property for compensation for use in proceedings under the Property Tax Code during the last three years? **No**
7. Have you ever been engaged in the business of representing property owners for compensation in the proceedings under the Property Tax Code in Denton County in the last three years? **No**

8. Are you directly related to any employee of the Denton CAD? **No**
a. If yes, please list the degree of relation. _____
9. Do you currently own property on which delinquent taxes have been owed to a taxing unit for more than 60 days or are part of a suit to collect the delinquent taxes that have been deferred or abated? **No**
10. Please give a brief statement on why you would be interested in serving on the Denton Central Appraisal District Board of Directors.

I have resided in Carrollton since 1991 and served on various Boards and Commissions in Carrollton over a period of twenty years. For the last 4 years, I have been privileged to served on the DCAD Board of Directors. I appreciate having the opportunity to serve the citizens of Denton County and do so, not with an agenda, but with a desire to see that the interests of the citizens and the taxing districts are well served by the Appraisal District. I would appreciate having the opportunity to continue my service to meet DCAD's changing needs.

11. Please list any additional information you believe would be beneficial for the Denton County Entities to know about you.

I have been a licensed attorney in Texas since 1988. I have found that my legal background has been beneficial to the DCAD Board over the term of my service. I also serve on the Board of Directors of My Possibilities, MP Residential and the Down Syndrome Guild of Dallas, all of which are focused on providing opportunities for those with disabilities to live inclusive and fulfilling lives. Community service is very important to me.

Return to:
Misty Baptiste - Denton Central Appraisal District
3911 Morse St.
Denton, TX 76208
misty.baptiste@dentoncad.com



Roy T. Atwood
Partner

Atwood Gameros LLP



royatwood@atwoodgameros.com



Roy Atwood is a trial lawyer with extensive experience in representing companies in complex litigation. He has represented clients in construction, toxic tort, and product liability litigation, as well as state and local tax, outsourcing, contract, environmental class action, and negotiable instrument litigation. He has tried cases in state and federal courts in Texas and across the country and represented clients in arbitration. Roy has served as national coordinating counsel for a group of Fortune 100 companies in lawsuits involving tens of thousands of plaintiffs in more than 20 jurisdictions. As national coordinating counsel, he has served in leadership roles on steering committees and in joint defense groups.

Roy recently represented The Brandt Companies LLC in a lawsuit relating to the construction of a large entertainment venue and in an arbitration relating to construction of a satellite antenna station south of Austin, Texas. He assisted Firestone Building Products with claims relating to damage to the Superdome sustained during Hurricane Katrina. He also represented an international soft drink bottler in litigation over an acquisition. In 2008, he represented at trial a refining company disputing its state income tax obligations in Alaska. In 2001 and 2002, Roy was a member of a team of lawyers who obtained defense verdicts for clients in toxic tort cases, each of which The National Law Journal recognized as one of the top 20 defense wins of the year. Roy was also part of a trial team that represented a municipal utility company in a five-month trial over the construction of a nuclear power plant.

In addition to winning at trial, Roy has successfully negotiated settlements for clients when settlement was the appropriate result, sometimes under very difficult circumstances. In one matter, Roy handled contentious negotiations for a client that lasted five days and were conducted entirely in the presence of a United States Magistrate Judge.

After 14 years as a partner at Jones Day, Roy retired from Jones Day at the end of 2012 and opened Atwood Gameros LLP. He made this move with the intent of providing clients with efficient and high-quality service at reasonable rates. This move also allowed him the opportunity to pursue a passion he has had for many years of counseling families of children and youth with disabilities.

Roy is a frequent speaker on litigation and special education related topics and teaches in trial skills programs. He served for many years on the board of the Trial Skills section of the Dallas Bar Association and is a member of the Dallas Bar Foundation and the Texas Bar Foundation. He is past president of the board of trustees of LaunchAbility, which helped people with developmental disabilities lead fulfilling lives. Roy now serves on the Board of Directors of My Possibilities, which merged with LaunchAbility in 2018. In 2011, LaunchAbility honored Roy with their Milton P. Levy Jr. Volunteer Award. Roy also currently serves as President of the Board of Directors of the Down Syndrome Guild of Dallas and

MP Residential. He has served on various boards and commissions in the city of Carrollton, Texas, including serving as a planning and zoning commissioner. Roy currently serves on the Board of the Denton County Appraisal District. Roy has also served as a Boy Scout leader and a member of the board of a church-sponsored children's weekday program. He also served for years as a teacher and mentor to students in the Student Ministry program at his church.

Roy has been recognized as a Best Lawyer in Dallas by D Magazine and has been recognized as a Texas SuperLawyer each year since 2009 and as a Best Lawyer in America each year since 2014. U.S. News and World Report has recognized Atwood Gameros, LLP as a Best Law Firm each year since 2014.

AREAS OF FOCUS

Business and Tort Litigation

Construction

Special Education Law

Product Liability Litigation

State & Local Taxation Disputes

Multidistrict Litigation

HONORS AND DISTINCTIONS

National Law Journal "Defense Verdicts of the Year" (2001 and 2002)

Texas Super Lawyers (annually since 2009)

Best Lawyers in America – Commercial Litigation (annually since 2014)

Best Law Firms in America (annually since 2014)

D Magazine Best Lawyers in Dallas (annually since 2014)

2011 Milton P. Levy Jr. Volunteer Award, LaunchAbility

Member, Dallas Bar Foundation

Member, Texas Bar Foundation

EDUCATION

Southern Methodist University (J.D. cum laude 1988; Order of the Coif; Editor-in-Chief, Journal of Air Law and Commerce; National Moot Court and Mock Trial Teams)

University of Illinois (B.S. 1979)

BAR ADMISSIONS

Texas

Federal Courts for the Northern, Eastern, Southern and Western Districts of Texas

Nominee Information
Denton Central Appraisal District Board of Directors

Your name has been submitted by a Denton County Entity as a candidate for the 2022-2023 Denton CAD Board of Directors. Please complete the following information and feel free to attach any additional information. **Please return this form by October 27, 2021.**

Name: **Alex Buck**

Home: [REDACTED]

Work: [REDACTED]

- 1) Are you a resident of Denton County? **Yes**
 - a. If yes, have you resided in Denton County for at least two years immediately preceding the beginning of this term? **Yes**
- 2) Are you, or have you ever been, an employee of a taxing unit (County, City, School, Special District) in Denton County? **No**
 - a) If yes, which taxing unit? _____
 - b) When? _____
- 3) Are you, or have you ever been an employee of Denton CAD? **No**
 - a. If yes, what years were you employed? _____
- 4) Are you currently, or have you ever served as a voting member of the Denton CAD Board of Directors? **No**
 - a. If yes, what years have you served? _____
- 5) Do you directly or through a business entity have substantial interest in a contract with Denton CAD or a taxing unit that participates in the District? **No**
 - a. If yes, please list: _____
- 6) Have you engaged in the business of appraising property for compensation for use in proceedings under the Property Tax Code during the last three years? **No**
- 7) Have you ever been engaged in the business of representing property owners for compensation in the proceedings under the Property Tax Code in Denton County in the last three years? **No**
- 8) Are you directly related to any employee of the Denton CAD? **No**
 - a) If yes, please list the degree of relation. _____
- 9) Do you currently own property on which delinquent taxes have been owed to a taxing unit for more than 60 days or are part of a suit to collect the delinquent taxes that have been deferred or abated? **No**

10) Please give a brief statement on why you would be interested in serving on the Denton Central Appraisal District Board of Directors.

Institutions are the backbone of every community. Well organized schools, cities and counties provide the identity that strengthen the intrinsic and real value of our homes and property. Ensuring that we have a fair and transparent system of allocating value is vital to those entities succeeding in their mission providing safe and prosperous neighborhood for families to thrive.

11) Please list any additional information you believe would be beneficial for the Denton County Entities to know about you.

I have been a resident of Highland Village for over 40 years and am a self-employed Real Estate Developer of incubator space for startup businesses. A few of the civic endeavors I have been involved with are:

**Past President/Chairman of
Lewisville Education Foundation
Lewisville Rotary
Denton County Homebuilders Association
Medical Center of Lewisville
Lewisville Economic Development Foundation**

**Lewisville Independent School District
Bond Election Treasurer 2005, 2008 and 2017
Bond Oversight Committee 2011 to 2013
School Finance Advisory Member 2018-2019**

For these and other activities I have been awarded Citizen of the Year for Lewisville and Lewisville High School Hall of Fame among others.

However, what you really need to know is I approach every endeavor with a serious mind, integrity, efficiency and open heart. Those traits are the backbone to create public confidence. If you find me a worthy candidate, I pledge to keep the welfare of all of Denton Counties citizens at the forefront of every decision that needs to be made. Thank you for your consideration.

Return to:
Misty Baptiste - Denton Central Appraisal District 3911 Morse St.
Denton, TX 76208 misty.baptiste@dentoncad.com

Nominee Information
Denton Central Appraisal District Board of Directors

Your name has been submitted by a Denton County Entity as a candidate for the 2022-2023 Denton CAD Board of Directors. Please complete the following information and feel free to attach any additional information. Please return this form by October 27, 2021.

DIRK DAHLKE
Name

[REDACTED]
Address/City/Zip

[REDACTED]
Cell Phone

[REDACTED]
E-mail

1. Are you a resident of Denton County? Yes/No
 - a. If yes, have you resided in Denton County for at least two years immediately preceding the beginning of this term? Yes/No
2. Are you, or have you ever been, an employee of a taxing unit (County, City, School, Special District) in Denton County? Yes/No
 - a. If yes, which taxing unit? _____
 - b. When? _____
3. Are you, or have you ever been an employee of Denton CAD? Yes/No
 - a. If yes, what years were you employed? _____
4. Are you currently, or have you ever served as a voting member of the Denton CAD Board of Directors? Yes/No
 - a. If yes, what years have you served? _____
5. Do you directly or through a business entity have substantial interest in a contract with Denton CAD or a taxing unit that participates in the District? Yes/No
 - a. If yes, please list: _____
6. Have you engaged in the business of appraising property for compensation for use in proceedings under the Property Tax Code during the last three years? Yes/No
7. Have you ever been engaged in the business of representing property owners for compensation in the proceedings under the Property Tax Code in Denton County in the last three years? Yes/No

8. Are you directly related to any employee of the Denton CAD? Yes ☒ No ☐
a. If yes, please list the degree of relation. _____
9. Do you currently own property on which delinquent taxes have been owed to a taxing unit for more than 60 days or are part of a suit to collect the delinquent taxes that have been deferred or abated? Yes ☒ No ☐
10. Please give a brief statement on why you would be interested in serving on the Denton Central Appraisal District Board of Directors.

As a property owner and active participant in local charitable and business organizations, I have a long-standing interest in the management and growth of Denton County. I would be honored to serve on this Board to help in any capacity possible.

11. Please list any additional information you believe would be beneficial for the Denton County Entities to know about you.

I have previously served as President of the Denton County Lake Cities Chamber of Commerce, Pres. of Lions Club, President of Lewisville Noon Rotary, Board Member of Boys + Girls Club, member of VIPs for Conroth Police Dept, Director of local HOA, and several other volunteer positions. My wife and I own American Realty.

Return to:
Misty Baptiste - Denton Central Appraisal District
3911 Morse St.
Denton, TX 76208
misty.baptiste@dentoncad.com

Nominee Information
Denton Central Appraisal District Board of Directors

Your name has been submitted by a Denton County Entity as a candidate for the 2022-2023 Denton CAD Board of Directors. Please complete the following information and feel free to attach any additional information. **Please return this form by October 27, 2021.**

Sharon Gentry
Name

Address/City/Zip

Cell Phone

E-mail

1. Are you a resident of Denton County? Yes/No
 - a. If yes, have you resided in Denton County for at least two years immediately preceding the beginning of this term? Yes/No
2. Are you, or have you ever been, an employee of a taxing unit (County, City, School, Special District) in Denton County? Yes/No
 - a. If yes, which taxing unit? _____
 - b. When? _____
3. Are you, or have you ever been an employee of Denton CAD? Yes/No
 - a. If yes, what years were you employed? _____
4. Are you currently, or have you ever served as a voting member of the Denton CAD Board of Directors? Yes/No
 - a. If yes, what years have you served? _____
5. Do you directly or through a business entity have substantial interest in a contract with Denton CAD or a taxing unit that participates in the District? Yes/No
 - a. If yes, please list: _____
6. Have you engaged in the business of appraising property for compensation for use in proceedings under the Property Tax Code during the last three years? Yes/No
7. Have you ever been engaged in the business of representing property owners for compensation in the proceedings under the Property Tax Code in Denton County in the last three years? Yes/No

8. Are you directly related to any employee of the Denton CAD? Yes/No
a. If yes, please list the degree of relation. _____
9. Do you currently own property on which delinquent taxes have been owed to a taxing unit for more than 60 days or are part of a suit to collect the delinquent taxes that have been deferred or abated? Yes/No
10. Please give a brief statement on why you would be interested in serving on the Denton Central Appraisal District Board of Directors.

My management experience directly applies to the requirements of the Board of Director that will hire the chief appraiser and set the budget. My experience with the Appraisal District gives me an understanding of the agricultural aspect of the district since purchasing the property in Flower Mound in the 1960's.

11. Please list any additional information you believe would be beneficial for the Denton County Entities to know about you.

As a graduate of the University of Texas at Arlington with a degree in Math and Computer Science, I spent 25 years with Texas Instruments (TI). When TI sold my division, I spent 14 more years working for that division in two other companies. My experience was as a Software Engineer and Manager. As a Manager, I interviewed and hired employees. As a Cost Center Manager, I managed a budget.

During those years, I also ran an Arabian Horse farm and am now a beekeeper with an Agricultural Exemption.

Return to:
Misty Baptiste - Denton Central Appraisal District
3911 Morse St.
Denton, TX 76208
misty.baptiste@dentoncad.com

Nominee Information
Denton Central Appraisal District Board of Directors

Your name has been submitted by a Denton County Entity as a candidate for the 2022-2023 Denton CAD Board of Directors. Please complete the following information and feel free to attach any additional information. Please return this form by October 27, 2021.

TOM NESLER

Name

Address/City/Zip

Cell Phone

E-mail

1. Are you a resident of Denton County? Yes/No
a. If yes, have you resided in Denton County for at least two years immediately preceding the beginning of this term? Yes/No
2. Are you, or have you ever been, an employee of a taxing unit (County, City, School, Special District) in Denton County? Yes/No
a. If yes, which taxing unit? _____
b. When? _____
3. Are you, or have you ever been an employee of Denton CAD? Yes/No
a. If yes, what years were you employed? _____
4. Are you currently, or have you ever served as a voting member of the Denton CAD Board of Directors? Yes/No
a. If yes, what years have you served? _____
5. Do you directly or through a business entity have substantial interest in a contract with Denton CAD or a taxing unit that participates in the District? Yes/No
a. If yes, please list: _____
6. Have you engaged in the business of appraising property for compensation for use in proceedings under the Property Tax Code during the last three years? Yes/No
7. Have you ever been engaged in the business of representing property owners for compensation in the proceedings under the Property Tax Code in Denton County in the last three years? Yes/No

8. Are you directly related to any employee of the Denton CAD? Yes/No
a. If yes, please list the degree of relation. _____
9. Do you currently own property on which delinquent taxes have been owed to a taxing unit for more than 60 days or are part of a suit to collect the delinquent taxes that have been deferred or abated? Yes/No
10. Please give a brief statement on why you would be interested in serving on the Denton Central Appraisal District Board of Directors.

COMMERCIAL BANKER FOR 40 YEARS. I WOULD
LIKE TO LEARN & UNDERSTAND THE COUNTY APPRAISE
PROCESS BETTER. I HAVE EXPERIENCE IN RESIDENTIAL
LENDING & LAND DEVELOPMENT AS WELL
I AM A CITY COUNCILMAN FOR THE CITY OF
HIGHLAND VILLAGE & HAVE BEEN A RESIDENT
SINCE 1991

11. Please list any additional information you believe would be beneficial for the Denton County Entities to know about you.

THE DESIRE TO SERVE & GIVE BACK

Return to:
Misty Baptiste - Denton Central Appraisal District
3911 Morse St.
Denton, TX 76208
misty.baptiste@dentoncad.com

Nominee Information
Denton Central Appraisal District Board of Directors

Your name has been submitted by a Denton County Entity as a candidate for the 2022-2023 Denton CAD Board of Directors. Please complete the following information and feel free to attach any additional information. Please return this form by October 27, 2021.

Nancy Koket
Name

Address/City/Zip

Cell Phone

E-mail

1. Are you a resident of Denton County? Yes/No
 - a. If yes, have you resided in Denton County for at least two years immediately preceding the beginning of this term? Yes/No
2. Are you, or have you ever been, an employee of a taxing unit (County, City, School, Special District) in Denton County? Yes/No
 - a. If yes, which taxing unit? _____
 - b. When? _____
3. Are you, or have you ever been an employee of Denton CAD? Yes/No
 - a. If yes, what years were you employed? _____
4. Are you currently, or have you ever served as a voting member of the Denton CAD Board of Directors? Yes/No
 - a. If yes, what years have you served? _____
5. Do you directly or through a business entity have substantial interest in a contract with Denton CAD or a taxing unit that participates in the District? Yes/No
 - a. If yes, please list: _____
6. Have you engaged in the business of appraising property for compensation for use in proceedings under the Property Tax Code during the last three years? Yes/No
7. Have you ever been engaged in the business of representing property owners for compensation in the proceedings under the Property Tax Code in Denton County in the last three years? Yes/No

8. Are you directly related to any employee of the Denton CAD? Yes/No ☒ No
a. If yes, please list the degree of relation. _____
9. Do you currently own property on which delinquent taxes have been owed to a taxing unit for more than 60 days or are part of a suit to collect the delinquent taxes that have been deferred or abated? Yes/No ☒ No
- 10.. Please give a brief statement on why you would be interested in serving on the Denton Central Appraisal District Board of Directors.

I have lived in Denton County for over 35 years and I feel passionate about our property values and being fair to all residents equally. I have been a residential Realtor for 17 years and I have knowledge and ongoing training in property values and how values can be analysed

11. Please list any additional information you believe would be beneficial for the Denton County Entities to know about you.

I have served on the Hickory Creek EDC Board for the past (approx.) 8 years. This has allowed me to gain insight in the value of our tax dollars and a better understanding of our state operating budget and transparency. I would be honored to serve on this board. I currently serve on my local

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misty.baptiste@dentoncad.com

MLS Board at The Greater Lewisville Assoc. of Realtors.

Nominee Information
Denton Central Appraisal District Board of Directors

Your name has been submitted by a Denton County Entity as a candidate for the 2022-2023 Denton CAD Board of Directors. Please complete the following information and feel free to attach any additional information. **Please return this form by October 27, 2021.**

John Lusk
Name

[Redacted]
Address/City/Zip

[Redacted] [Redacted]
Cell Phone E-mail

1. Are you a resident of Denton County? Yes/No
 - a. If yes, have you resided in Denton County for at least two years immediately preceding the beginning of this term? Yes/No
2. Are you, or have you ever been, an employee of a taxing unit (County, City, School, Special District) in Denton County? Yes/No
 - a. If yes, which taxing unit? not paid
 - b. When? City Council - Oak Point
3. Are you, or have you ever been an employee of Denton CAD? Yes/No
 - a. If yes, what years were you employed? _____
4. Are you currently, or have you ever served as a voting member of the Denton CAD Board of Directors? Yes/No
 - a. If yes, what years have you served? _____
5. Do you directly or through a business entity have substantial interest in a contract with Denton CAD or a taxing unit that participates in the District? Yes/No
 - a. If yes, please list: DP City Council
6. Have you engaged in the business of appraising property for compensation for use in proceedings under the Property Tax Code during the last three years? Yes/No
7. Have you ever been engaged in the business of representing property owners for compensation in the proceedings under the Property Tax Code in Denton County in the last three years? Yes/No

8. Are you directly related to any employee of the Denton CAD? Yes/No
a. If yes, please list the degree of relation. _____
9. Do you currently own property on which delinquent taxes have been owed to a taxing unit for more than 60 days or are part of a suit to collect the delinquent taxes that have been deferred or abated? Yes/No
10. Please give a brief statement on why you would be interested in serving on the Denton Central Appraisal District Board of Directors.

fresh look at appraisals & property taxes

retired and ready to volunteer

11. Please list any additional information you believe would be beneficial for the Denton County Entities to know about you.

- served on P & Z committee in O.P. 4 yrs
- currently serving on O.P. City Council, 5th year
- mayor pro-tem O.P.
- retired, with time & energy to work
- no old-boy-network here - instead, I will have a
fresh attitude towards the job.
- appoint me - you won't be sorry!

Return to:
Misty Baptiste - Denton Central Appraisal District
3911 Morse St.
Denton, TX 76208
misty.baptiste@dentoncad.com

Nominee Information
Denton Central Appraisal District Board of Directors

Your name has been submitted by a Denton County Entity as a candidate for the 2022-2023 Denton CAD Board of Directors. Please complete the following information and feel free to attach any additional information. **Please return this form by October 27, 2021.**

Howard Martin

Name

Address/City/Zip

Cell Phone

E-mail

1. Are you a resident of Denton County? Yes/No
 - a. If yes, have you resided in Denton County for at least two years immediately preceding the beginning of this term? Yes/No
2. Are you, or have you ever been, an employee of a taxing unit (County, City, School, Special District) in Denton County? Yes/No
 - a. If yes, which taxing unit? City of Denton
 - b. When? 1976 - 2017
3. Are you, or have you ever been an employee of Denton CAD? Yes/No
 - a. If yes, what years were you employed? _____
4. Are you currently, or have you ever served as a voting member of the Denton CAD Board of Directors? Yes/No
 - a. If yes, what years have you served? _____
5. Do you directly or through a business entity have substantial interest in a contract with Denton CAD or a taxing unit that participates in the District? Yes/No
 - a. If yes, please list: _____
6. Have you engaged in the business of appraising property for compensation for use in proceedings under the Property Tax Code during the last three years? Yes/No
7. Have you ever been engaged in the business of representing property owners for compensation in the proceedings under the Property Tax Code in Denton County in the last three years? Yes/No

8. Are you directly related to any employee of the Denton CAD? Yes/No
a. If yes, please list the degree of relation. _____
9. Do you currently own property on which delinquent taxes have been owed to a taxing unit for more than 60 days or are part of a suit to collect the delinquent taxes that have been deferred or abated? Yes/No
10. Please give a brief statement on why you would be interested in serving on the Denton Central Appraisal District Board of Directors.

I have been a public servant for 41 plus years with the City of Denton. I see this potential appointment as a continuation of that service to the public.

11. Please list any additional information you believe would be beneficial for the Denton County Entities to know about you.

I graduated from UNT in 1975. My career with the City of Denton has been in all aspects of utilities: electric, water, wastewater and solid waste. I have also been responsible for managing streets, traffic control, drainage, planning, libraries, and park operations. As an Assistant City Manager, I also served three different times as Interim City Manager.

Return to:
Misty Baptiste - Denton Central Appraisal District
3911 Morse St.
Denton, TX 76208
misty.baptiste@dentoncad.com

Nominee Information
Denton Central Appraisal District Board of Directors

Your name has been submitted by a Denton County Entity as a candidate for the 2022-2023 Denton CAD Board of Directors. Please complete the following information and feel free to attach any additional information. **Please return this form by October 27, 2021.**

Name _____

ANN POMYKAL

Address/City/Zip _____

Cell Phone _____

E-mail _____

1. Are you a resident of Denton County? ☒ Yes ☐ No
 - a. If yes, have you resided in Denton County for at least two years immediately preceding the beginning of this term? ☒ Yes ☐ No
2. Are you, or have you ever been, an employee of a taxing unit (County, City, School, Special District) in Denton County? ☐ Yes ☒ No
 - a. If yes, which taxing unit? _____
 - b. When? _____
3. Are you, or have you ever been an employee of Denton CAD? ☐ Yes ☒ No
 - a. If yes, what years were you employed? _____
4. Are you currently, or have you ever served as a voting member of the Denton CAD Board of Directors? ☐ Yes ☒ No
 - a. If yes, what years have you served? _____
5. Do you directly or through a business entity have substantial interest in a contract with Denton CAD or a taxing unit that participates in the District? ☐ Yes ☒ No
 - a. If yes, please list: _____
6. Have you engaged in the business of appraising property for compensation for use in proceedings under the Property Tax Code during the last three years? ☐ Yes ☒ No
7. Have you ever been engaged in the business of representing property owners for compensation in the proceedings under the Property Tax Code in Denton County in the last three years? ☐ Yes ☒ No

8. Are you directly related to any employee of the Denton CAD? Yes/No
a. If yes, please list the degree of relation. _____

9. Do you currently own property on which delinquent taxes have been owed to a taxing unit for more than 60 days or are part of a suit to collect the delinquent taxes that have been deferred or abated? Yes/No

10. Please give a brief statement on why you would be interested in serving on the Denton Central Appraisal District Board of Directors.

I will bring to the Denton County Appraisal District Board the following;

1. Strong business experience - 27 years at Texas Instruments in key leadership roles, last 7 years as Executive Director TI Foundation
2. Proven track record of board Leadership across the metro plex.
Serving now on the Executive Board of United Way of Denton County.
3. Strong ties to Denton County - I grew up in Denton, raised children in Lewisville and grand children were raised in Highland Village
4. Strong commitment to learning

11. Please list any additional information you believe would be beneficial for the Denton County Entities to know about you.

I commit myself 100% to any project I take on.

My past commitments to education, health and human services and having served in public office including Mayor gave me a broad view of using data and other resources to make decisions.

Being Director of Corporate Citizenship at Texas Instruments and the TI foundation has given me a strong financial and business base for this opportunity.

My highest priority is my family and being outdoors.

Return to:
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Denton, TX 76208

misty.baptiste@dentoncad.org

Nominee Information
Denton Central Appraisal District Board of Directors

Your name has been submitted by a Denton County Entity as a candidate for the 2022-2023 Denton CAD Board of Directors. Please complete the following information and feel free to attach any additional information. **Please return this form by October 27, 2021.**

Name

Address/City/Zip

Cell Phone

E-mail

1. Are you a resident of Denton County?
a. If yes, have you resided in Denton County for at least two years immediately preceding the beginning of this term?

Yes/No
Yes/No
2. Are you, or have you ever been, an employee of a taxing unit (County, City, School, Special District) in Denton County?
a. If yes, which taxing unit? _____
b. When? _____

Yes/No
3. Are you, or have you ever been an employee of Denton CAD?
a. If yes, what years were you employed? _____

Yes/No
4. Are you currently, or have you ever served as a voting member of the Denton CAD Board of Directors?
a. If yes, what years have you served? 8 years

Yes/No
5. Do you directly or through a business entity have substantial interest in a contract with Denton CAD or a taxing unit that participates in the District?
a. If yes, please list: _____

Yes/No
6. Have you engaged in the business of appraising property for compensation for use in proceedings under the Property Tax Code during the last three years?

Yes/No
7. Have you ever been engaged in the business of representing property owners for compensation in the proceedings under the Property Tax Code in Denton County in the last three years?

Yes/No

8. Are you directly related to any employee of the Denton CAD? Yes/No
a. If yes, please list the degree of relation. _____

9. Do you currently own property on which delinquent taxes have been owed to a taxing unit for more than 60 days or are part of a suit to collect the delinquent taxes that have been deferred or abated? Yes/No

10. Please give a brief statement on why you would be interested in serving on the Denton Central Appraisal District Board of Directors.

I have previously served four terms on the
DCAD Board of Directors and if re-elected
this will be my fifth one. In our last 2019 DCAD
Election there were 20 candidates of which I
received the highest vote total of 1,505. I am currently
serving as Vice Chairman of the DCAD Board.
I am in my fourth term on The Colony City Council
having received a record 86% of the final vote in last year's
election.

11. Please list any additional information you believe would be beneficial for the Denton County Entities to know about you.

I believe I bring great experience to the
Board of Directors and will commit to attend
all meetings and continue making meaningful
contributions as a DCAD Board Member.
Please see attached resume for additional
information.

Return to:
Misty Baptiste - Denton Central Appraisal District
3911 Morse St.
Denton, TX 76208
misty.baptiste@dentoncad.com

David Terre



OBJECTIVE

If elected to a fifth term, I will continue to work hard, be organized, use common sense, and always apply the golden rule. This approach has enabled me to make significant contributions during my previous four terms.

EDUCATION

Drake University/ Moberly Community College
BS-Business Administration and a Minor in economics

EMPLOYMENT HISTORY

Vice President of Sales | Wilson Sporting Goods
Retired

Successfully retired after a wonderful 46 year career where I rose through the ranks to become Vice President of Sales responsible for all domestic sales.

- Directed European Sales Operations while living in Germany
- Experience in Marketing
- Achieved successful coordination of new product introductions
- Managed West Coast Distribution Operations

LEADERSHIP

The Colony City Council

2011-Present

- 2011 - Received the honor of being elected Mayor Pro Tem during my first term on City Council and most recently was again re-elected Mayor Pro Tem in 2020
- 2012 - Appointed to the Local Development Corporation Board of Directors to oversee new Grandscape (Nebraska Furniture Mart) Development
- 2013 - First Council Member from The Colony, Texas to be elected and serve on the Denton County Tax Appraisal District Board of Directors
- 2021 - Re-elected to a fourth term on City Council receiving 86% of total votes

The Colony Planning & Zoning Commission

2008-2011

- Served as Vice Chair

HONORS

- 1982 – Drake University Basketball Hall of Fame
- 1994 – Moberly Community College Basketball Hall of Fame
- 1995-2003 – Three-time Senior Olympics Gold Medal Winner for USA Basketball Team
- 1999 – Wilson Wall of Fame Honor
- 2007- Moberly Community College Outstanding Alumni of the year
- 2013 –Washington High School Hall of Fame
- 2018 –Roaring Lambs Hall of Fame

DCAD ACCOMPLISHMENTS

I have worked with my fellow Board Members to achieve the following meaningful results:

- Ensure a Quorum is established by being present at each meeting while achieving perfect attendance record.
- Make informed decisions doing the necessary preparation prior to each meeting
- Assisted in developing an Annual Operating Budget to ensure spending stays within budgeted funds while always looking for opportunities to reduce expenses
- Participate in the development and evaluation of the Chief Appraisal Officer each year
- Developed a Management Plan for time periods of six months, two years, and five years to be updated annually
- Completed cross training of all individuals and teams
- Initiated an Incentive Program for Innovated Efficiency
- Committed to making DCAD a leading star in the industry

Nominee Information
Denton Central Appraisal District Board of Directors

Your name has been submitted by a Denton County Entity as a candidate for the 2022-2023 Denton CAD Board of Directors. Please complete the following information and feel free to attach any additional information. Please return this form by October 27, 2021.

Tom Washington
Name

Address/City/Zip

Cell Phone

E-mail

1. Are you a resident of Denton County? Yes/No
a. If yes, have you resided in Denton County for at least two years immediately preceding the beginning of this term? Yes/No
2. Are you, or have you ever been, an employee of a taxing unit (County, City, School, Special District) in Denton County? Yes/No
a. If yes, which taxing unit? _____
b. When? _____
3. Are you, or have you ever been an employee of Denton CAD? Yes/No
a. If yes, what years were you employed? _____
4. Are you currently, or have you ever served as a voting member of the Denton CAD Board of Directors? Yes/No
a. If yes, what years have you served? 2012/2013
5. Do you directly or through a business entity have substantial interest in a contract with Denton CAD or a taxing unit that participates in the District? Yes/No
a. If yes, please list: _____
6. Have you engaged in the business of appraising property for compensation for use in proceedings under the Property Tax Code during the last three years? Yes/No
7. Have you ever been engaged in the business of representing property owners for compensation in the proceedings under the Property Tax Code in Denton County in the last three years? Yes/No

8. Are you directly related to any employee of the Denton CAD? Yes ☒ No
a. If yes, please list the degree of relation. _____
9. Do you currently own property on which delinquent taxes have been owed to a taxing unit for more than 60 days or are part of a suit to collect the delinquent taxes that have been deferred or abated? Yes ☒ No
10. Please give a brief statement on why you would be interested in serving on the Denton Central Appraisal District Board of Directors.

Bring fresh leadership to the DCAD Board
Increase transparency for the taxing jurisdictions
Evaluate Chief Appraiser performance
Examine and evaluate effectiveness of DCAD

11. Please list any additional information you believe would be beneficial for the Denton County Entities to know about you.
- Please see Attachment for details.
- Prior DCAD Board Secretary 2012-2013
 - Served in multiple Denton County leadership positions
 - Texas Certified Public Accountant
 - 42 years of business experience.
 - Denton County property taxpayer.
 - Held multiple volunteer leadership positions
 - Available to serve.

Return to:
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3911 Morse St.
Denton, TX 76208
misty.baptiste@dentoncad.com

Thomas R Washington CPA, Real Estate Broker

Personal:

Married 39 years with 2 children who attended LISD schools.
Denton County Homeowner since 1984. Live in Carrollton, Texas

Professional:

Commercial Real Estate experience since 1984 (Licensed Broker, since 1987).
Certified Public Accountant (Licensed, since 1982)
BBA Public Accounting, University of Wisconsin, 1979 Cum Laude Honors
Completed all work except exam for NAR Certified Commercial Investment Manager (CCIM).
National Partner in Strategic Financial Consulting Firm since 2017. - I work every day with multiple business owners to increase the effectiveness and efficiency of their companies.
Successfully owned, managed and sold multiple businesses in Denton County for more than 20 years.
Dallas 100 Award, Top Ten Winner, 1997. Fast Tech 50 Award Winner, 1997.

Public Service:

Denton County Appraisal Board of Directors, Secretary 2012-2013.
Denton County MHMR Board of Trustees, Secretary.
Denton County Special Condemnation Commissioner, Current.
Co-Chair, 2005 Lewisville ISD Bond Election.
Carrollton Rotary Club, Member.
Vice Chair, Denton County Republican Party 2004-2010.
State Executive Republican Committee, Member 2010-2014.
Treasurer, Republican Party of Texas 2015-2017.
National Treasurer, The National Society of Washington Family Descendants, Inc. (501c3 public charity).
Business Navigators (service organization), Member.

Denton Central Appraisal District:

Key Goals:

Bring fresh leadership to the DCAD Board of Directors.
Examine and evaluate effectiveness of current operations in meeting required DCAD duties.
Evaluate new Chief Appraiser.
Increase transparency for the taxing jurisdictions.

Nominee Information
Denton Central Appraisal District Board of Directors

Your name has been submitted by a Denton County Entity as a candidate for the 2022-2023 Denton CAD Board of Directors. Please complete the following information and feel free to attach any additional information. Please return this form by October 27, 2021.

RICHARD M. WEIR

Name _____

Address/City/Zip _____

Cell Phone _____

E-mail _____

1. Are you a resident of Denton County? Yes/No
 - a. If yes, have you resided in Denton County for at least two years immediately preceding the beginning of this term? Yes/No
2. Are you, or have you ever been, an employee of a taxing unit (County, City, School, Special District) in Denton County? Yes/No
 - a. If yes, which taxing unit? _____
 - b. When? _____
3. Are you, or have you ever been an employee of Denton CAD? Yes/No
 - a. If yes, what years were you employed? _____
4. Are you currently, or have you ever served as a voting member of the Denton CAD Board of Directors? Yes/No
 - a. If yes, what years have you served? _____
5. Do you directly or through a business entity have substantial interest in a contract with Denton CAD or a taxing unit that participates in the District? Yes/No
 - a. If yes, please list: _____
6. Have you engaged in the business of appraising property for compensation for use in proceedings under the Property Tax Code during the last three years? Yes/No
7. Have you ever been engaged in the business of representing property owners for compensation in the proceedings under the Property Tax Code in Denton County in the last three years? Yes/No

8. Are you directly related to any employee of the Denton CAD? Yes/No
a. If yes, please list the degree of relation. _____
9. Do you currently own property on which delinquent taxes have been owed to a taxing unit for more than 60 days or are part of a suit to collect the delinquent taxes that have been deferred or abated? Yes/No
10. Please give a brief statement on why you would be interested in serving on the Denton Central Appraisal District Board of Directors.

PROPERTY TAXES ARE A SUBSTANTIAL EXPENDITURE FOR MOST DENTON COUNTY HOMEOWNERS AND BUSINESSES. FOR ME PERSONALLY THEY ARE 2ND ONLY TO FOOD IN MY ANNUAL BUDGET. AS A MEMBER OF THE DCAD BOARD OF DIRECTORS I WOULD BE IN POSITION TO ENSURE THE APPRAISAL PROCESS IS ACCURATE AND FAIRLY IMPLEMENTED FOR ALL STAKE HOLDERS.

11. Please list any additional information you believe would be beneficial for the Denton County Entities to know about you.

I HAVE AN ACCOUNTING DEGREE FROM THE UNIVERSITY OF CINCINNATI AND A TEXAS CPA CERTIFICATE. PRIOR TO RETIREMENT I WAS EMPLOYED FOR 30 YEARS AS AN ACCOUNTANT IN THE TEXAS OIL INDUSTRY. MOST OF THAT WORK WAS IN FINANCE, INTERNAL AUDITING, AND CONTRACT COMPLIANCE.

Return to:
Misty Baptiste - Denton Central Appraisal District
3911 Morse St.
Denton, TX 76208
misty.baptiste@dentoncad.com



TOWN OF NORTHLAKE, TEXAS
OFFICIAL RESOLUTION

RESOLUTION NO. 21-44

WHEREAS, the Town of Northlake, Texas, has joined in the formation of a Denton Central Appraisal District; and

WHEREAS, the Denton County Chief Appraiser has notified each taxing entity that voting is in order for five seats on this board; and

WHEREAS, the Denton County Chief Appraisal has notified the Town of its voting entitlement of eight (8) votes;

**NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE
TOWN OF NORTHLAKE, TEXAS:**

That the Town of Northlake hereby cast its eight (8) votes for the following candidate(s) to serve on the Board of the Denton Central Appraisal District Board of Directors:

Passed and approved by the Town Council of the Town of Northlake, Texas, on this the 9th day of December 2021

Town of Northlake, Texas

David Rettig, Mayor

ATTEST:

Zolania Parker, Town Secretary

NORTHLAKE MAYOR AND COUNCIL COMMUNICATION

DATE: DECEMBER 9, 2021

REF. DOC. : NORTHLAKE HOME RULE CHARTER

SUBJECT: PLANNING AND ZONING COMMISSION VACANCY AND
APPOINTMENT



STRATEGIC GOALS/OBJECTIVES:

- Promote Public Involvement (Council Goal)

BACKGROUND INFORMATION:

- May 13, 2020, Council created Planning and Zoning Commission per Home Rule Charter
- Planning and Zoning Commission (P&Z)
 - Seven (7) members, removal discretionary, Councilors cannot serve
 - Duties include reviewing and recommending development activities
 - Powers include final approval of certain plats and some plans
- Board member requirements per Charter
 - Registered voter and Northlake resident
 - Equitable representation of areas and neighborhoods of Town
 - Chair selected by specific board
- With recent resignation, vacancy exists on P&Z leaving six members (quorum four)

COUNCIL ACTION:

- Review applicants and appoint member

Mary Kayser

From: noreply@civicplus.com
Sent: Tuesday, November 30, 2021 5:26 PM
To: Town Secretary
Subject: Online Form Submittal: Board, Commission and Advisory Group Application

Board, Commission and Advisory Group Application

Board, Commission, and
Advisory Group Form PDF

[Board, Commission, and Advisory Group Form PDF](#)

Name	Lance Honeycutt
Address	
City	Northlake
State	Tx
Zip Code	
Home Phone	
Work Phone	Field not completed.
Email Address	
Occupation, Experience, Degrees Held	Construction Superintendent
Explain why you would like to serve on this board, commission or advisory group.	I would like to serve on this board for a few reasons.. 1) being able to be involved in helping to develop a growing community 2) serve the interests of the people in the community I live in 3) Gain a better knowledge and understanding of processes in land development and zoning 4) personal growth, opportunities and experiences that lie ahead if said position was to be held
Do you have any potential conflicts of interest?	None
Explain any related experience you may have.	I have a construction background in home building and have had slight experience in working with regulations from developers and building. I also have a strong urge to serve and

holding a board position would be the best interest for me to do so.

What do you feel you have to offer this group?

I am a strong leader, knowledge and witt, bold, plenty of ideas and overall great character

Indicate your interest by checking one of the following:

Northlake Community Development Corporation (CDC),
Northlake Economic Development Corporation (EDC),
Northlake Board of Adjustments, Northlake Planning and
Zoning Commission, Other Advisory Groups (as needed)

Email not displaying correctly? [View it in your browser.](#)

Mary Kayser

From: noreply@civicplus.com
Sent: Tuesday, November 30, 2021 5:40 PM
To: Town Secretary
Subject: Online Form Submittal: Board, Commission and Advisory Group Application

Board, Commission and Advisory Group Application

Board, Commission, and
Advisory Group Form PDF

[Board, Commission, and Advisory Group Form PDF](#)

Name Maryann Shaft

Address

City Northlake

State TX

Zip Code

Home Phone

Work Phone

Email Address

Occupation, Experience,
Degrees Held United States Navy Retired Senior Chief
Educator 16 years
MBA & M Ed.

Explain why you would like
to serve on this board,
commission or advisory
group. To have a voice in the future of our growing community.

Do you have any potential
conflicts of interest? No

Explain any related
experience you may have. I have lived in many growing areas across the country over the
years and Have always been a part of our community's HOA
boards.

What do you feel you have
to offer this group? Various perspectives and an open mind.

Indicate your interest by checking one of the following:

Northlake Planning and Zoning Commission, Other Advisory Groups (as needed)

Email not displaying correctly? [View it in your browser.](#)

Mary Kayser

From: noreply@civicplus.com
Sent: Wednesday, December 01, 2021 2:29 PM
To: Town Secretary
Subject: Online Form Submittal: Board, Commission and Advisory Group Application

Board, Commission and Advisory Group Application

Board, Commission, and
Advisory Group Form PDF

[Board, Commission, and Advisory Group Form PDF](#)

Name Stephen Rhone

Address

City Northlake

State TX

Zip Code

Home Phone

Work Phone

Email Address

Occupation, Experience,
Degrees Held

GIS Analyst for 20 years (currently employed at Interstate
Batteries since 2015)
Certified GIS Professional (GISP)
BS, Texas A&M, Geography, 2001

Explain why you would like
to serve on this board,
commission or advisory
group.

I would like to be a more engaged citizen in Northlake, and
believe I have experience that would be useful.

Do you have any potential
conflicts of interest?

Field not completed.

Explain any related
experience you may have.

I worked as a GIS Analyst for the City of Fort Worth from 2004
to 2012, and during that time my responsibilities included
updating the city's GIS base layers, including new plats and
replats, as well as zoning changes. While I was not directly
involved in the platting and zoning process, I kept the city's

online maps updated consistently once decisions were made, and am very familiar with plats and zoning dockets.

What do you feel you have to offer this group?

I worked with plats and zoning for many years at the City of Fort Worth, and feel that my experience would be useful to the Town of Northlake.

Indicate your interest by checking one of the following:

Northlake Planning and Zoning Commission

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Mary Kayser

From: noreply@civicplus.com
Sent: Wednesday, December 01, 2021 8:06 PM
To: Town Secretary
Subject: Online Form Submittal: Board, Commission and Advisory Group Application

Board, Commission and Advisory Group Application

Board, Commission, and
Advisory Group Form PDF

[Board, Commission, and Advisory Group Form PDF](#)

Name	Lisa Ford
Address	[REDACTED]
City	Northlake
State	TX
Zip Code	[REDACTED]
Home Phone	[REDACTED]
Work Phone	Field not completed.
Email Address	Lisafordmba@gmail.com
Occupation, Experience, Degrees Held	Learning Specialist, AS Radiology, BS Radiology Management, BS Magnetic Resonance Imaging, MBA
Explain why you would like to serve on this board, commission or advisory group.	I would like to be an active contributor toward the beatification of my town, while maintaining the small town feel that attracted me here.
Do you have any potential conflicts of interest?	No
Explain any related experience you may have.	Project management,
What do you feel you have to offer this group?	I have experience simplifying complex thoughts to easily understandable terms for a wide variety of audiences
Indicate your interest by checking one of the following:	Northlake Planning and Zoning Commission

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Mary Kayser

From: noreply@civicplus.com
Sent: Wednesday, December 01, 2021 8:13 PM
To: Town Secretary
Subject: Online Form Submittal: Board, Commission and Advisory Group Application

Board, Commission and Advisory Group Application

Board, Commission, and
Advisory Group Form PDF

[Board, Commission, and Advisory Group Form PDF](#)

Name	Jimmy Ford
Address	
City	Northlake
State	Texas
Zip Code	
Home Phone	
Work Phone	Field not completed.
Email Address	
Occupation, Experience, Degrees Held	Masters Information Assurance, Security Architect
Explain why you would like to serve on this board, commission or advisory group.	Technology Enthusiast with eye towards a future technological improvements in community living
Do you have any potential conflicts of interest?	No
Explain any related experience you may have.	Boys state so understanding in legislation
What do you feel you have to offer this group?	Technology, understanding the future secure living and how it will change how we work and live
Indicate your interest by checking one of the following:	Northlake Community Development Corporation (CDC), Northlake Economic Development Corporation (EDC), Northlake Planning and Zoning Commission

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Mary Kayser

From: noreply@civicplus.com
Sent: Wednesday, December 01, 2021 8:27 AM
To: Town Secretary
Subject: Online Form Submittal: Board, Commission and Advisory Group Application

Board, Commission and Advisory Group Application

Board, Commission, and
Advisory Group Form PDF

[Board, Commission, and Advisory Group Form PDF](#)

Name	Tiffany Hodge
Address	[REDACTED]
City	Northlake
State	TEXAS
Zip Code	[REDACTED]
Home Phone	Field not completed.
Work Phone	[REDACTED]
Email Address	[REDACTED]
Occupation, Experience, Degrees Held	Occupation: REALTOR at Ebby Halliday Realtors in Southlake Education: Bachelor in Science at Texas Tech University studying Communications & Creative Media. Graduated in May of 2019
Explain why you would like to serve on this board, commission or advisory group.	I am interested in serving on the Planning and Zoning Commission because I believe that getting involved is the best way to make a difference. I am confident that my Real Estate knowledge and my degree in communication will make me a great asset to the commission.
Do you have any potential conflicts of interest?	No
Explain any related experience you may have.	I do not have any related experience besides two years in Residential Real Estate, but I am eager to learn, dedicated, and loyal.

What do you feel you have to offer this group?

Being in my mid-20s I feel that I could offer a fresh perspective to the commission, Northlake is booming with young couples and young families. I believe I would represent this demographic well.

Indicate your interest by checking one of the following:

Northlake Planning and Zoning Commission

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NORTHLAKE MAYOR AND COUNCIL COMMUNICATION

DATE: DECEMBER 9, 2021

REF. DOC.: LOCAL GOVERNMENT CODE, CHAPTER 395, FINANCING CAPITAL IMPROVEMENTS REQUIRED BY NEW DEVELOPMENT

SUBJECT: CALL PUBLIC HEARING ON MASTER THOROUGHFARE PLAN AND ROADWAY IMPACT FEE



GOALS/OBJECTIVES:

- Systematically Invest in Infrastructure; Maintain and improve public roadways (Council Goal)
- Responsibly Manage Growth; Adhere to the Comprehensive Plan (Council Goal)

BACKGROUND INFORMATION:

- In 2016, Town Council adopted a Roadway Impact Fee ordinance per Chapter 395 of LGC
- Updates of Master Thoroughfare Plan and roadway impact fees required every five years
- Land use assumptions (LUA) and capital improvement plans (CIP) reviewed by Capital Improvements Advisory Committee (CIAC) with written comments provided to Town Council
- Planning and Zoning Commission to serve as CIAC per Council decision as allowed by statute
- Council contracted with Halff Associates to update LUA, CIP and impact fees with P&Z input
- Next steps:
 - o P&Z reviewing LUA, CIP and roadway impact fees, and will provide written comments
 - o Public hearing on LUA, CIP and roadway impact fees will be held
 - o Council will act on proposed LUA, CIP and roadway impact fee schedule

COUNCIL ACTION:

- Call Public Hearing to hear comments on MTP and Roadway Impact Fees for January 27, 2022



TOWN OF NORTHLAKE, TEXAS
OFFICIAL RESOLUTION

Resolution No. 21-45

A RESOLUTION OF THE TOWN OF NORTHLAKE, TEXAS PURSUANT TO SECTION 395.042, TEXAS LOCAL GOVERNMENT CODE, SETTING A PUBLIC HEARING TO CONSIDER AMENDING THE MASTER THROUGHFARE PLAN, LAND USE ASSUMPTIONS, CAPITAL IMPROVEMENTS PLAN AND ROADWAY IMPACT FEES AND PROVIDING FOR PUBLICATION OF THIRTY (30) DAYS NOTICE OF SUCH PUBLIC HEARING.

WHEREAS, pursuant to Chapter 395, Texas Local Government Code, the Town Council desires to amend the roadway impact fees on new development adequate to fund or recoup the costs of capital improvements or facility expansions necessitated by and attributable to the new development; and

WHEREAS, Chapter 395, Texas Local Government Code, requires certain notices, hearings, and processes for such impact fees adoption; and

WHEREAS, The Town Council has determined that it is in the best interest of the health, safety and welfare of the citizens of the Town to update the roadway impact fees pursuant to Chapter 395, Texas Local Government Code.

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF NORTHLAKE, TEXAS THAT:

Section 1.

A public hearing shall be held on the 27th day of January, 2022, at 5:30 p.m. in the Town Council Chambers, Town of Northlake Town Hall, to consider amendment of the Master Thoroughfare Plan, Land Use Assumptions and a Capital Improvements Plan and roadway impact fees.



TOWN OF NORTHLAKE, TEXAS
OFFICIAL RESOLUTION

Section 2.

Notice of such hearing in the following format shall be posted before the 30th day prior to the date of such public hearing:

“NOTICE OF PUBLIC HEARING ON AMENDMENT OF IMPACT FEES

A hearing shall be held at 5:30 p.m., Thursday, January 27, 2022, in the Town Council Chambers, Town of Northlake Town Hall, 1500 Commons Circle, Ste. 300, Northlake, Texas, 76226. The purpose of the hearing is to consider the amendment of the Master Throughfare Plan, Land use Assumptions and a Capital Improvements Plan and the imposition of an impact fee.

Any member of the public has the right to appear at the hearing and present evidence for or against the update.”

Section 3.

The Master Throughfare Plan, Capital Improvements Plan and Land Use Assumptions used to formulate the roadway impact fees to be considered shall be made available to the public on or before the date of the first publication of the notice of hearing related to the Capital Improvements Plan and Land Use Assumptions and shall be provided to the Capital Improvements Advisory Committee.

Section 4

The Capital Improvements Advisory Committee shall review such fees and provide its written comments on the proposed amendments to the land use assumptions, capital improvements plan and impact fees before the fifth business day before such public hearing.

Section 5

This resolution is effective immediately upon passage.



TOWN OF NORTHLAKE, TEXAS
OFFICIAL RESOLUTION

PASSED AND APPROVED by the Town Council of the Town of Northlake, Texas, this 9th day of December 2021.

Town of Northlake, Texas

David Rettig, Mayor

Attest:

Zolaina Parker, Town Secretary

NORTHLAKE MAYOR AND COUNCIL COMMUNICATION

DATE: DECEMBER 9, 2021

REF. DOC.: TOWN OF NORTHLAKE FISCAL YEAR 2021-2022 ADOPTED BUDGET

SUBJECT: SERIES 2021 CERTIFICATES OF OBLIGATION ISSUANCE, \$7,500,000



GOALS/OBJECTIVES:

- Operate Efficiently and Effectively (Council Goal)
- Systematically Invest in Infrastructure (Council Goal)

BACKGROUND INFORMATION:

- June 24, 2021 – Council adopted Resolution 21-20 expressing intent to reimburse design costs for wastewater collection system from Series 2021 Certificates of Obligation (C.O.s)
- July 22, 2021 – Council approved contract with Halff Associates to design line
- August 26, 2021 – Council adopted Fiscal Year 2021-2022 Budget which included issuance of \$7,500,000 in C.O.s for Catherine Branch Phase 2 wastewater collection system
- October 14, 2021 – Council issued notice of intent to issue debt and published notice as follows:
 - o Denton Record Chronicle on October 16, 2021, and October 23, 2021
 - o Town website beginning October 15, 2021, and ending December 10, 2021

COUNCIL DIRECTION:

- Adopt ordinance authorizing issuance of Series 2021 Certificates of Obligation, \$7,500,000

RatingsDirect®

Summary:

Town of Northlake, Texas; General Obligation

Primary Credit Analyst:

Alex Louie, Centennial + 1 (303) 721 4559; alex.louie@spglobal.com

Secondary Contact:

Calix Sholander, New York + 1 (303) 721 4255; calix.sholander@spglobal.com

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Related Research

Summary:

Town of Northlake, Texas; General Obligation

Credit Profile

US\$6.8 mil comb tax & ltd surplus rev certs of oblig ser 2021 due 02/15/2041

<i>Long Term Rating</i>	AA/Stable	New
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Town of Northlake comb tax and assess rev certs of oblig ser 2014A due 08/15/2034

<i>Unenhanced Rating</i>	AA(SPUR)/Stable	Upgraded
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Town of Northlake comb tax and ltd surplus rev certs of oblig

<i>Long Term Rating</i>	AA/Stable	Upgraded
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Town of Northlake GO rfdg bnds ser 2016 dtd 09/01/2016 due 08/15/2025

<i>Long Term Rating</i>	AA/Stable	Upgraded
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Town of Northlake GO (BAM)

<i>Unenhanced Rating</i>	AA(SPUR)/Stable	Upgraded
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Twn of Northlake GO (MAC)

<i>Unenhanced Rating</i>	AA(SPUR)/Stable	Upgraded
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Many issues are enhanced by bond insurance.

Rating Action

S&P Global Ratings raised its long-term rating to 'AA' from 'AA-' on the Town of Northlake, Texas' general obligation (GO) and certificates of obligation debt. At the same time, we assigned our 'AA' long-term rating to the town's series 2021 combination tax and limited surplus revenue certificates of obligation (\$6.8 million). The outlook is stable.

The upgrade is due to material economic growth combined with a decline in top 10 taxpayer concentration, as well as the improvement of our view of the town's financial management practices to good from standard.

The GO bonds are direct obligations of the town, payable from an annual ad valorem tax levied against all taxable property in the town, within the limits prescribed by law. The 2014B, 2016, and 2021 certificates are additionally secured by a pledge of the surplus revenues of the town's waterworks and sewer system not to exceed \$1,000. Given the limitation of the net utility system revenue pledge, the certificates are rated based on the town's ad valorem tax pledge. Given the size of the pledge, we rate these bonds to the town's ad valorem pledge. Northlake also has 2014A certificates of obligation outstanding that are additionally secured by special assessment levied on property within the Highlands Public Improvement District. We do not have sufficient information to rate the special assessment pledge, so we rate these bonds to the town's ad valorem pledge. Officials plan on using the proceeds for water and sewer improvements.

The maximum allowable ad valorem tax rate in Texas is \$2.50 per \$100 of assessed value (AV) for all purposes, with the portion dedicated to debt service limited to \$1.50. The town's total tax rate is well below the maximum, at 29.50 cents, 12.83 cents of which is dedicated to debt service. The ad valorem taxes are not levied on a narrower or

distinctly different tax base, and there are no limitations on the fungibility of resources available for the payment of debt service. Therefore, we view the limited-tax pledge to be on par with the issuer credit rating, which reflects the town's general creditworthiness. Proceeds from the GO bonds will refund Northlake's series 2011 and 2012 certificates of obligations. The proceeds from the certificates of obligation will fund various street improvements.

Credit overview

Northlake has seen rapid growth, with AV increasing more than 600% in the past seven years. Despite this growth, management has reported strong surpluses in the past two years, increasing reserves to nearly 70% of expenditures. Although we believe the town will have to face continued capital pressure from rapid growth, we believe that management's conservative assumptions towards growth related revenues will allow Northlake to maintain reserves above their reserve target. The town's high debt burden likely precludes it from a higher rating for an extended period of time as Northlake continues to grow.

The rating reflects our view of the town's:

- Good financial management practices;
- Rapidly growing economy and property tax base in the Dallas-Fort Worth metroplex;
- Very weak debt burden; and
- Very strong reserves, with two strong surpluses in the past two years, and an expected surplus in fiscal 2021.

Environmental, social, and governance

We have analyzed the town's environmental and governance factors and we do not consider these risks outside of the sector standard. We consider the rapid population and property tax base growth as an opportunity, as the town has seen rapidly growing revenues due to housing expansion.

Stable Outlook

Upside scenario

We could take a positive rating action if the Northlake's economic metrics grow to levels commensurate with those of higher-rated peers, the town maintains current budgetary performance trends, and if it moderates its debt burden.

Downside scenario

We could lower the rating if the town materially spends down reserves.

Credit Opinion

Rapidly growing economy, with declining top 10 taxpayer concentration, expected to continue for at least five years

Northlake's local economy grew rapidly, with AV increasing to \$1.5 million in 2021 from \$241 million in 2014, with the property base growing 600% in seven years. This growth is driven mostly by single-family residential as housing demand grew in the Dallas-Fort Worth metroplex. The town is connecting more than two new water connections a day, and management estimates 900-1,000 new homes in 2021. Officials expect this build out will continue for at least

five years, as there is ample land for development. According to management, state roads currently hinder development, and as the state improves transportation infrastructure in the area, officials believe housing will continue to grow. This growth is evident in sales tax revenue growth in Northlake. Officials state that the pandemic did not have a significant effect on local economic revenues, and the Texas state comptroller reports that year-to-date sales tax revenues are 75% higher than at this time last year. Officials indicate that some of this growth is due to a Walgreens fulfillment center and pharmacy logistics, and management is treating this additional revenue as one time.

Northlake also serves as a logistics hub, with distribution warehouses and associated manufacturing leading the city's commercial properties. As residential properties have come to Northlake, concentration has declined. In addition, top 10 taxpayer concentration declined in the same period, with concentration dropping under 30% in 2021, from over 40% in 2017. This removed a negative economic factor adjustment, improving our local economy score in Northlake. Officials state that additional commercial development is also underway, with approximately seven million square feet of business park of projects under construction or in planning.

Strong management, with a comprehensive capital plan to assist with managing the town's rapid growth

We have changed our assessment of Northlake's Financial Management Assessment due to the town's capital planning and reserve policies.

The town uses extensive planning and analysis to devise revenue and expenditure assumptions based on historical trend analysis, and it reviews the growth trends of other fast-growing small cities and towns. Key financial management practices include quarterly reporting of the budget-to-actual results and investment performance to the governing body. Procedures for budget adjustments are in place if needed. Northlake's formal reserve goal is to maintain at least 120 days of operating expenditures in reserve. The town does not conduct long-term financial planning or have a debt management policy, but it is currently working on both documents. Since our previous review, Northlake instituted a comprehensive five-year capital plan, with sources for funding and single-page descriptions of each project. This plan is included in the budget and is updated annually.

Strong budgetary performance, adding to very strong reserves

In the past two years, Northlake has seen large surpluses, as management has taken a conservative approach to revenues from housing growth in the city. A significant portion of the city's revenues comes from building permits and associated fees (40%), and these revenues, along with sales taxes (15%) drove strong performance. However, given the cyclical nature of building permit revenues, we have adjusted our performance score. Management considers most of these as one-time revenues.

In 2019 Northlake posted a large surplus of \$1.3 million, due to an unexpected surge of development in the summer of 2019. Management took a conservative approach to these revenues ever since the financial crisis of 2008 and intends to conservatively budget these revenues given their exposure to market forces. In fiscal 2020, development activity again outpaced expectations leading to another surplus as the housing market made available properties scarce. Officials stated that they intend to treat these revenues as one time, and they have communicated to council their intention with development-related revenues.

For fiscal years 2021 and 2022, Northlake expects surplus revenues again, but it could spend some reserves on

one-time projects across the town such as a new town hall. There are no plans to reduce reserves below their reserve target of 120 days. In our view, management's approach to development-related fees is prudent, but we see potentially challenges in the future as the town continues to grow.

Northlake has historically maintained very strong reserves, well in excess of 30% of expenditures and recent performance has only increased the town's fund balance to 66%. The town has no plans to reduce its current fund balance below its formal target of 120 days of expenditures, but it could make various one-time transfers to support its debt service fund and to finance other capital needs from surplus revenues. As a result, we believe the town's fund balance will remain very strong, and in excess of 30% of its annual operating expenditures.

The town privately placed tax notes in 2020 for capital improvements. The bond resolution notes that in the event of a default, any additional payments after will be subject to a 4.4% rate—3.0% higher than the notes' 1.1% interest rate. The bond ordinance explicitly states that acceleration is not an available remedy. Although the higher interest rate is a slight concern, given Northlake's overall financial performance, and the lack of acceleration, we do not consider this obligation an immediate contingent liability.

Very weak debt profile, partially offset by minimal pension and other postemployment benefits (OPEB) liabilities

While Northlake faces significant growth, the town does not anticipate issuing debt until November 2023. The town plans to coordinate the issuance with Denton County and officials early estimates are \$15 million.

We do not consider the town's pension costs a current credit risk given the small size of the liabilities.

The town participates in the following plans:

- Texas Municipal Retirement System (TMRS), funded at 90.8% with a net proportional pension liability of \$365,000.
- TMRS OPEB, unfunded with a total liability of \$50,898.

Given that TMRS is an agent plan, assets are jointly managed. Currently, Northlake is making 100% of its required contribution, but it's not meeting our actual minimum funding or actual static funding calculations. With a closed, 27-year amortization period on a level-percent basis, we believe that the town will make progress towards funding its liabilities, but that contributions will likely increase, especially since the amortization is on a level-percent-of-payroll basis. The plan uses certain assumptions that could increase contribution volatility, including a 6.75% discount rate, although there are offsetting factors. For more information, see "Pension Spotlight: Texas" published on RatingsDirect Feb. 25, 2020.

Strong institutional framework

The institutional framework score for Texas municipalities is strong.

Northlake, Texas--Key Credit Metrics				
	Most recent	Historical information		
		2020	2019	2018
Very strong economy				
Projected per capita EBI % of U.S.	134.5			

Northlake, Texas--Key Credit Metrics (cont.)				
	Most recent	Historical information		
		2020	2019	2018
Market value per capita (\$)	158,537			
Population		4,930		
County unemployment rate(%)		6.5		
Market value (\$000)	1,506,098	860,584		
Ten largest taxpayers % of taxable value	29.7			
Strong budgetary performance				
Operating fund result % of expenditures		9.8	25.6	(0.7)
Total governmental fund result % of expenditures		33.3	48.1	32.0
Very strong budgetary flexibility				
Available reserves % of operating expenditures		66.7	64.0	46.8
Total available reserves (\$000)		3,595	3,075	1,831
Very strong liquidity				
Total government cash % of governmental fund expenditures		150.0	169.4	252.9
Total government cash % of governmental fund debt service		1,032.4	865.9	2,592.4
Strong management				
Financial Management Assessment	Good			
Very weak debt & long-term liabilities				
Debt service % of governmental fund expenditures		14.5	19.6	9.8
Net direct debt % of governmental fund revenue	283			
Overall net debt % of market value	9.3			
Direct debt 10-year amortization (%)	61.0			
Required pension contribution % of governmental fund expenditures		3.1		
OPEB actual contribution % of governmental fund expenditures		0.1		
Strong institutional framework				

Data points and ratios may reflect analytical adjustments. EBI--Effective buying income. OPEB--Other postemployment benefits.

Related Research

- Credit Conditions: U.S. Regions' Economies Perk Up As The Pandemic's Impact Ebbs, April 16, 2021
- Alternative Financing: Disclosure Is Critical To Credit Analysis In Public Finance, Feb. 18, 2014
- Criteria Guidance: Assessing U.S. Public Finance Pension And Other Postemployment Obligations For GO Debt, Local Government GO Ratings, And State Ratings, Oct. 7, 2019
- Through The ESG Lens 2.0: A Deeper Dive Into U.S. Public Finance Credit Factors, April 28, 2020
- 2020 Update Of Institutional Framework For U.S. Local Governments

Certain terms used in this report, particularly certain adjectives used to express our view on rating relevant factors, have specific meanings ascribed

Summary: Town of Northlake, Texas; General Obligation

to them in our criteria, and should therefore be read in conjunction with such criteria. Please see Ratings Criteria at www.standardandpoors.com for further information. Complete ratings information is available to subscribers of RatingsDirect at www.capitaliq.com. All ratings affected by this rating action can be found on S&P Global Ratings' public website at www.standardandpoors.com. Use the Ratings search box located in the left column.

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ORDINANCE 21-1209A

AN ORDINANCE AUTHORIZING THE ISSUANCE AND SALE OF TOWN OF NORTHLAKE, TEXAS, COMBINATION TAX AND LIMITED SURPLUS REVENUE CERTIFICATES OF OBLIGATION, SERIES 2021; LEVYING AN ANNUAL AD VALOREM TAX AND PROVIDING FOR THE SECURITY FOR AND PAYMENT OF SAID CERTIFICATES; APPROVING AN OFFICIAL STATEMENT; PROVIDING AN EFFECTIVE DATE; AND ENACTING OTHER PROVISIONS RELATING TO THE SUBJECT

THE STATE OF TEXAS §
COUNTY OF DENTON §
TOWN OF NORTHLAKE §

WHEREAS, the Town Council (the “Council”) of the Town of Northlake, Texas (the “Town” or “Issuer”), deems it advisable to issue it “Town of Northlake, Texas, Combination Tax and Limited Surplus Revenue Certificates of Obligation, Series 2021” (the “Certificates”) in the amount of \$_____ for the purposes hereinafter set forth; and

WHEREAS, the Certificates hereinafter authorized and designated are to be issued and delivered for cash pursuant to Subchapter C of Chapter 271, Local Government Code; and Chapter 1502 Texas Government Code; and

WHEREAS, the Council has heretofore passed a resolution authorizing and directing the Town Secretary to give notice of the Town’s intention to issue the Certificates, and the notice has been duly published in a newspaper of general circulation in the Town, said newspaper being a “newspaper” as defined in Section 2051.044, Texas Government Code; and

WHEREAS, the Town received no petition from the qualified electors of the Town protesting the issuance of the Certificates; and

WHEREAS, during the preceding three years, the Issuer has not submitted a bond proposition to authorize the issuance of bonds for any of the purposes for which the Certificates are hereby being issued and which proposition was disapproved by voters; and

WHEREAS, it is considered to be to the best interest of the Town that said interest-bearing Certificates be issued; and

WHEREAS, it is officially found, determined, and declared that the meeting at which this Ordinance has been adopted was open to the public and public notice of the time, place and subject matter of the public business to be considered and acted upon at said meeting, including this Ordinance, was given, all as required by the applicable provisions of Texas Government Code, Chapter 551;

NOW, THEREFORE, BE IT ORDAINED BY THE TOWN COUNCIL OF THE TOWN OF NORTHLAKE, TEXAS:

Section 1. RECITALS, AMOUNT AND PURPOSE OF THE CERTIFICATES. The recitals set forth in the preamble hereof are incorporated herein and shall have the same force and effect as if set forth in this Section. The Certificates are hereby authorized to be issued and delivered in the aggregate principal amount of \$_____ for paying all or a portion of the Issuer’s contractual obligations incurred in connection with: (i) acquiring, constructing, installing and equipping additions, improvements, extensions and equipment for the Town’s waterworks and sewer system and the acquisition of land and rights-of-way therefor and (ii) paying legal, fiscal and engineering fees in connection with such projects (collectively, the “Project”).

Section 2. DESIGNATION, DATE, DENOMINATIONS, NUMBERS, AND MATURITIES AND INTEREST RATES OF CERTIFICATES; REDEMPTION PROVISIONS.

(a) Each certificate issued pursuant to this Ordinance shall be designated: "TOWN OF NORTHLAKE, TEXAS, COMBINATION TAX AND LIMITED SURPLUS REVENUE CERTIFICATE OF OBLIGATION, SERIES 2021," and initially there shall be issued, sold and delivered hereunder one fully registered certificate, without interest coupons, dated January 6, 2022, in the principal amount stated above and in the denominations hereinafter stated, numbered T-1, with certificates issued in replacement thereof being in the denominations and principal amounts hereinafter stated and numbered consecutively from R-1 upward, payable to the respective Registered Owners thereof (with the initial Certificate being made payable to the Purchaser (defined herein) as described herein), or to the registered assignee or assignees of said Certificates or any portion or portions thereof (in each case, the "Registered Owner"), and said Certificates shall mature and be payable on February 15 in each of the years and in the principal amounts, respectively, and shall bear interest from the date set forth in the FORM OF CERTIFICATE set forth in **Exhibit A** of this Ordinance to their respective dates of maturity or redemption prior to maturity at the rates per annum, as set forth in the schedule included in the FORM OF CERTIFICATE set forth in **Exhibit A** hereto.

The term "Certificates" as used in this Ordinance shall mean and include collectively the certificates initially issued and delivered pursuant to this Ordinance and all substitute certificates exchanged therefor, as well as all other substitute certificates and replacement certificates issued pursuant hereto, and the term "Certificate" shall mean any of the Certificates.

(b) The Certificates shall be subject to redemption prior to maturity as set forth in the FORM OF CERTIFICATE attached hereto as **Exhibit A**.

Section 3. CHARACTERISTICS OF THE CERTIFICATES.

(a) Registration, Transfer, Conversion and Exchange; Authentication. The Issuer shall keep or cause to be kept at the principal corporate trust office of Zions Bancorporation, National Association, Houston, Texas (the "Paying Agent/Registrar") books or records for the registration of the transfer, conversion and exchange of the Certificates (the "Registration Books"), and the Issuer hereby appoints the Paying Agent/Registrar as its registrar and transfer agent to keep such books or records and make such registrations of transfers, conversions and exchanges under such reasonable regulations as the Issuer and Paying Agent/Registrar may prescribe; and the Paying Agent/Registrar shall make such registrations, transfers, conversions and exchanges as herein provided. The Paying Agent/Registrar Agreement in the form presented at the meeting at which this Ordinance is adopted is hereby approved. The Paying Agent/Registrar shall obtain and record in the Registration Books the address of the registered owner of each Certificate to which payments with respect to the Certificates shall be mailed, as herein provided; but it shall be the duty of each registered owner to notify the Paying Agent/Registrar in writing of the address to which payments shall be mailed, and such interest payments shall not be mailed unless such notice has been given. The Issuer shall have the right to inspect the Registration Books during regular business hours of the Paying Agent/Registrar, but otherwise the Paying Agent/Registrar shall keep the Registration Books confidential and, unless otherwise required by law, shall not permit their inspection by any other entity. The Issuer shall pay the Paying Agent/Registrar's standard or customary fees and charges for making such registration, transfer, conversion, exchange and delivery of a substitute Certificate or Certificates. Registration of assignments, transfers, conversions and exchanges of Certificates shall be made in the manner provided and with the effect stated in the FORM OF CERTIFICATE set forth in this Ordinance. Each substitute Certificate shall bear a letter and/or number to distinguish it from each other Certificate.

(b) Except as provided in Section 3(d) of this Ordinance, an authorized representative of the Paying Agent/Registrar shall, before the delivery of any such Certificate, date and manually sign said Certificate, and no such Certificate shall be deemed to be issued or outstanding unless such Certificate is so executed. The Paying Agent/Registrar promptly shall cancel all paid Certificates and Certificates surrendered for conversion and exchange. No additional ordinances, orders, or resolutions need be passed or adopted by the governing body of the Issuer or any other body or person so as to accomplish the foregoing conversion and exchange of any Certificate or portion thereof, and the Paying Agent/Registrar shall provide for the printing, execution, and delivery of the substitute Certificates in the manner prescribed herein, and said Certificates shall be printed or typed on paper of customary weight and strength. Pursuant to Chapter 1201, Government Code, as amended, the duty of conversion and exchange of Certificates as aforesaid is hereby imposed upon the Paying Agent/Registrar, and, upon the execution of said Certificate, the converted and exchanged Certificate shall be valid, incontestable, and enforceable in the same manner and with the same effect as the Certificates that initially were issued and delivered pursuant to this Ordinance, approved by the Attorney General (the "Attorney General") of the State of Texas (the "State") and registered by the Comptroller of Public Accounts of the State (the "Comptroller").

(c) Payment of Certificates and Interest. The Issuer hereby further appoints the Paying Agent/Registrar to act as the paying agent for paying the principal of and interest on the Certificates, all as provided in this Ordinance. The Paying Agent/Registrar shall keep proper records of all payments made by the Issuer and the Paying Agent/Registrar with respect to the Certificates, and of all conversions and exchanges of Certificates, and all replacements of Certificates, as provided in this Ordinance. However, in the event of a nonpayment of interest on a scheduled payment date, and for thirty (30) days thereafter, a new record date for such interest payment (a "Special Record Date") will be established by the Paying Agent/Registrar, if and when funds for the payment of such interest have been received from the Issuer. Notice of the past due interest shall be sent at least five (5) business days prior to the Special Record Date by United States mail, first-class postage prepaid, to the address of each registered owner appearing on the Registration Books at the close of business on the last business day next preceding the date of mailing of such notice.

(d) In General. The Certificates (i) shall be issued in fully registered form, without interest coupons, with the principal of and interest on such Certificates to be payable only to the registered owners thereof, (ii) may be redeemed prior to their scheduled maturities, (iii) may be converted and exchanged for other Certificates, (iv) may be transferred and assigned, (v) shall have the characteristics, (vi) shall be signed, sealed, executed and authenticated, (vii) the principal of and interest on the Certificates shall be payable, and (viii) shall be administered and the Paying Agent/Registrar and the Issuer shall have certain duties and responsibilities with respect to the Certificates, all as provided, and in the manner and to the effect as required or indicated, in the FORM OF CERTIFICATE set forth in this Ordinance. The Certificate initially issued and delivered pursuant to this Ordinance is not required to be, and shall not be, authenticated by the Paying Agent/Registrar, but on each substitute Certificate issued in conversion of and exchange for any Certificate or Certificates issued under this Ordinance the Paying Agent/Registrar shall execute the PAYING AGENT/REGISTRAR'S AUTHENTICATION CERTIFICATE, in the form set forth in the FORM OF CERTIFICATE.

(e) The Issuer covenants with the registered owners of the Certificates that at all times while the Certificates are outstanding the Issuer will provide a competent and legally qualified bank, trust company, financial institution, or other entity to act as and perform the services of Paying Agent/Registrar for the Certificates under this Ordinance, and that the Paying Agent/Registrar will be one entity. The Issuer reserves the right to, and may, at its option, change the Paying Agent/Registrar upon not less than 120 days written notice to the Paying Agent/Registrar, to be effective not later than 60 days prior to the next principal or interest payment date after such notice. In the event that the entity at any time acting as Paying Agent/Registrar (or its successor by merger, acquisition, or other method) should resign or otherwise cease to act as such, the Issuer covenants that promptly it will appoint a competent and legally qualified bank,

trust company, financial institution, or other agency to act as Paying Agent/Registrar under this Ordinance. Upon any change in the Paying Agent/Registrar, the previous Paying Agent/Registrar promptly shall transfer and deliver the Registration Books (or a copy thereof), along with all other pertinent books and records relating to the Certificates, to the new Paying Agent/Registrar designated and appointed by the Issuer. Upon any change in the Paying Agent/Registrar, the Issuer promptly will cause a written notice thereof to be sent by the new Paying Agent/Registrar to each Registered Owner of the Certificates, by United States mail, first-class postage prepaid, which notice also shall give the address of the new Paying Agent/Registrar. By accepting the position and performing as such, each Paying Agent/Registrar shall be deemed to have agreed to the provisions of this Ordinance, and a certified copy of this Ordinance shall be delivered to each Paying Agent/Registrar.

(f) Except as provided below, no Certificate shall be valid or obligatory for any purpose or be entitled to any security or benefit of this Ordinance unless and until there appears thereon the Certificate of Paying Agent/Registrar substantially in the form provided in this Ordinance, duly authenticated by manual execution of the Paying Agent/Registrar. It shall not be required that the same authorized representative of the Paying Agent/Registrar sign the Certificate of Paying Agent/Registrar on all of the Certificates. In lieu of the executed Certificate of Paying Agent/Registrar described above, the initial Certificate delivered on the closing date shall have attached thereto the Comptroller's Registration Certificate substantially in the form provided in this Ordinance, manually executed by the Comptroller or by his duly authorized agent, which certificate shall be evidence that the initial Certificate has been duly approved by the Attorney General and that it is a valid and binding obligation of the Issuer, and has been registered by the Comptroller.

(g) Book-Entry Only System. The Certificates issued in exchange for the Certificate initially issued to the Purchaser or its designee shall be initially issued in the form of a separate single fully registered Certificate for each of the maturities thereof. Upon initial issuance, the ownership of each such Certificate shall be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"), and except as provided in subsection (f) hereof, all of the outstanding Certificates shall be registered in the name of Cede & Co., as nominee of DTC. With respect to Certificates registered in the name of Cede & Co., as nominee of DTC, the Issuer and the Paying Agent/Registrar shall have no responsibility or obligation to any securities brokers and dealers, banks, trust companies, clearing corporations and certain other organizations on whose behalf DTC was created ("DTC Participant") to hold securities to facilitate the clearance and settlement of securities transactions among DTC Participants or to any person on behalf of whom such a DTC Participant holds an interest in the Certificates. Without limiting the immediately preceding sentence, the Issuer and the Paying Agent/Registrar shall have no responsibility or obligation with respect to (i) the accuracy of the records of DTC, Cede & Co. or any DTC Participant with respect to any ownership interest in the Certificates, (ii) the delivery to any DTC Participant or any other person, other than a Registered Owner of Certificates, as shown on the Registration Books, of any notice with respect to the Certificates, or (iii) the payment to any DTC Participant or any other person, other than a Registered Owner of Certificates, as shown in the Registration Books of any amount with respect to principal of or interest on the Certificates. Notwithstanding any other provision of this Ordinance to the contrary, the Issuer and the Paying Agent/Registrar shall be entitled to treat and consider the person in whose name each Certificate is registered in the Registration Books as the absolute owner of such Certificate for the purpose of payment of principal and interest with respect to such Certificate, for the purpose of registering transfers with respect to such Certificate, and for all other purposes whatsoever. The Paying Agent/Registrar shall pay all principal of and interest on the Certificates only to or upon the order of the Registered Owners, as shown in the Registration Books as provided in this Ordinance, or their respective attorneys duly authorized in writing, and all such payments shall be valid and effective to fully satisfy and discharge the Issuer's obligations with respect to payment of principal of and interest on the Certificates to the extent of the sum or sums so paid. No person other than a Registered Owner, as shown in the Registration Books, shall receive a Certificate evidencing the obligation of the Issuer to make payments of principal and interest pursuant to this Ordinance. Upon delivery by DTC to the Paying

Agent/Registrar of written notice to the effect that DTC has determined to substitute a new nominee in place of Cede & Co., and subject to the provisions in this Ordinance with respect to interest checks being mailed to the Registered Owner at the close of business on the Record date, the words "Cede & Co." in this Ordinance shall refer to such new nominee of DTC. The previous execution and delivery of the Blanket Letter of Representations with respect to obligations of the Issuer is hereby ratified and confirmed; and the provisions thereof shall be fully applicable to the Certificates.

(h) Successor Securities Depository; Transfers Outside Book-Entry Only System. In the event that the Issuer determines that DTC is incapable of discharging its responsibilities described herein and in the representations letter of the Issuer to DTC or that it is in the best interest of the beneficial owners of the Certificates that they be able to obtain certificated Certificates, the Issuer shall (i) appoint a successor securities depository, qualified to act as such under Section 17A of the Securities and Exchange Act of 1934, as amended, notify DTC and DTC Participants of the appointment of such successor securities depository and transfer one or more separate Certificates to such successor securities depository or (ii) notify DTC and DTC Participants of the availability through DTC of Certificates and transfer one or more separate certificated Certificates to DTC Participants having Certificates credited to their DTC accounts. In such event, the Certificates shall no longer be restricted to being registered in the Registration Books in the name of Cede & Co., as nominee of DTC, but may be registered in the name of the successor securities depository, or its nominee, or in whatever name or names Registered Owners transferring or exchanging Certificates shall designate, in accordance with the provisions of this Ordinance.

(i) Payments to Cede & Co. Notwithstanding any other provision of this Ordinance to the contrary, so long as any Certificate is registered in the name of Cede & Co., as nominee of DTC, all payments with respect to principal of and interest on such Certificate and all notices with respect to such Certificate shall be made and given, respectively, in the manner provided in the representations letter of the Issuer to DTC.

(j) Cancellation of Initial Certificate. On the closing date, one initial Certificate representing the entire principal amount of the Certificates, payable in stated installments to the Purchaser or its designee, executed by manual or facsimile signature of the Mayor or Mayor Pro Tem and Town Secretary of the Issuer, approved by the Attorney General, and registered and manually signed by the Comptroller, will be delivered to the Purchaser or its designee. Upon payment for the initial Certificate, the Paying Agent/Registrar shall cancel the initial Certificate and deliver to the Depository Trust Company on behalf of the Purchaser one registered definitive Certificate for each year of maturity of the Certificates, in the aggregate principal amount of all of the Certificates for such maturity.

(k) Conditional Notice of Redemption. With respect to any optional redemption of the Certificates, unless certain prerequisites to such redemption required by this Ordinance have been met and money sufficient to pay the principal of and premium, if any, and interest on the Certificates to be redeemed will have been received by the Paying Agent/Registrar prior to the giving of such notice of redemption, such notice may state that said redemption may, at the option of the Issuer, be conditional upon the satisfaction of such prerequisites and receipt of such money by the Paying Agent/Registrar on or prior to the date fixed for such redemption or upon any prerequisite set forth in such notice of redemption. If a conditional notice of redemption is given and such prerequisites to the redemption are not fulfilled, such notice will be of no force and effect, the Issuer will not redeem such Certificates, and the Paying Agent/Registrar will give notice in the manner in which the notice of redemption was given, to the effect that such Certificates have not been redeemed.

Section 4. FORM OF CERTIFICATES. The form of the Certificates, including the form of Paying Agent/Registrar's Authentication Certificate, the form of Assignment and the form of Registration Certificate of the Comptroller of Public Accounts of the State of Texas to be attached to the Certificates initially issued and delivered pursuant to this Ordinance, shall be substantially in the form provided in

Exhibit A, with such appropriate variations, omissions or insertions as are permitted or required by this Ordinance.

Section 5. INTEREST AND SINKING FUND; SURPLUS REVENUES.

(a) A special "Interest and Sinking Fund" is hereby created and shall be established and maintained by the Issuer at an official depository bank of said Issuer. Said Interest and Sinking Fund shall be kept separate and apart from all other funds and accounts of said Issuer, and shall be used only for paying the interest on and principal of said Certificates. All amounts received from the sale of the Certificates as accrued interest shall be deposited upon receipt to the Interest and Sinking Fund, and all ad valorem taxes levied and collected for and on account of said Certificates shall be deposited, as collected, to the credit of said Interest and Sinking Fund. During each year while any of said Certificates are outstanding and unpaid, the governing body of said Issuer shall compute and ascertain a rate and amount of ad valorem tax that will be sufficient to raise and produce the money required to pay the interest on said Certificates as such interest comes due, and to provide and maintain a sinking fund adequate to pay the principal of said Certificates as such principal matures (but never less than 2% of the original amount of said Certificates as a sinking fund each year); and said tax shall be based on the latest approved tax rolls of said Issuer, with full allowances being made for tax delinquencies and the cost of tax collection. Said rate and amount of ad valorem tax is hereby levied, and is hereby ordered to be levied, against all taxable property in said Issuer, for each year while any of said Certificates are outstanding and unpaid, and said tax shall be assessed and collected each such year and deposited to the credit of the aforesaid Interest and Sinking Fund. Said ad valorem taxes sufficient to provide for the payment of the interest on and principal of said Certificates, as such interest comes due and such principal matures, are hereby pledged for such payment, within the limit prescribed by law.

(b) The Certificates are additionally secured by a limited pledge of \$1,000 of the revenues of the System that remain after the payment of all maintenance and operation expenses thereof, and all debt service, reserve and other requirements in connection with all of the Issuer's revenue obligations (now or hereafter outstanding) that are secured by a lien on all or any part of the net revenues of the System, constituting "Surplus Revenues". The Issuer shall deposit such limited Surplus Revenues to the credit of the Interest and Sinking Fund created pursuant to this Section, to the extent necessary to pay the principal and interest on the Certificates. Notwithstanding the requirements of this Section, if revenues are actually on deposit or budgeted for deposit in the Interest and Sinking Fund in advance of the time when ad valorem taxes are scheduled to be levied for any year, then the amount of taxes which otherwise would have been required to be levied pursuant to this Section may be reduced to the extent and by the amount of the revenues then on deposit in the Interest and Sinking Fund or budgeted for deposit therein.

(c) Article 1208, Government Code, applies to the issuance of the Certificates and the pledge of the taxes and Surplus Revenues granted by the Issuer hereunder, and is therefore valid, effective and perfected. Should State law be amended at any time while the Certificates are outstanding and unpaid, the result of such amendment being that the pledge of the taxes and Surplus Revenues granted by the Issuer hereunder is to be subject to the filing requirements of Chapter 9, Business and Commerce Code, in order to preserve to the registered owners of the Certificates a security interest in said pledge, the Issuer agrees to take such measures as it determines are reasonable and necessary under State law to comply with the applicable provisions of Chapter 9, Business and Commerce Code and enable a filing of a security interest in said pledge to occur.

Section 6. DEFEASANCE OF CERTIFICATES.

(a) Any Certificate and the interest thereon shall be deemed to be paid, retired and no longer outstanding (a "Defeased Certificate") within the meaning of this Ordinance, except to the extent provided in subsection (d) of this Section, when payment of the principal of such Certificate, plus interest thereon to

the due date (whether such due date be by reason of maturity or otherwise) either (i) shall have been made or caused to be made in accordance with the terms thereof, or (ii) shall have been provided for on or before such due date by irrevocably depositing with or making available to the Paying Agent/Registrar in accordance with an escrow agreement or other instrument (the "Future Escrow Agreement") for such payment (1) lawful money of the United States of America sufficient to make such payment or (2) Defeasance Securities that mature as to principal and interest in such amounts and at such times as will insure the availability, without reinvestment, of sufficient money to provide for such payment, and when proper arrangements have been made by the Issuer with the Paying Agent/Registrar for the payment of its services until all Defeased Certificates shall have become due and payable. At such time as a Certificate shall be deemed to be a Defeased Certificate hereunder, as aforesaid, such Certificate and the interest thereon shall no longer be secured by, payable from, or entitled to the benefits of, the ad valorem taxes herein levied and pledged or the pledge of Surplus Revenues as provided in this Ordinance, and such principal and interest shall be payable solely from such money or Defeasance Securities. Notwithstanding any other provision of this Ordinance to the contrary, it is hereby provided that any determination not to redeem Defeased Certificates that is made in conjunction with the payment arrangements specified in subsection 6(a)(i) or (ii) shall not be irrevocable, provided that: (1) in the proceedings providing for such payment arrangements, the Issuer expressly reserves the right to call the Defeased Certificates for redemption; (2) gives notice of the reservation of that right to the owners of the Defeased Certificates immediately following the making of the payment arrangements; and (3) directs that notice of the reservation be included in any redemption notices that it authorizes.

(b) Any moneys so deposited with the Paying Agent/Registrar may at the written direction of the Issuer be invested in Defeasance Securities, maturing in the amounts and times as hereinbefore set forth, and all income from such Defeasance Securities received by the Paying Agent/Registrar that is not required for the payment of the Certificates and interest thereon, with respect to which such money has been so deposited, shall be turned over to the Issuer, or deposited as directed in writing by the Issuer. Any Future Escrow Agreement pursuant to which the money and/or Defeasance Securities are held for the payment of Defeased Certificates may contain provisions permitting the investment or reinvestment of such moneys in Defeasance Securities or the substitution of other Defeasance Securities upon the satisfaction of the requirements specified in subsection 6(a)(i) or (ii). All income from such Defeasance Securities received by the Paying Agent/Registrar which is not required for the payment of the Defeased Certificates, with respect to which such money has been so deposited, shall be remitted to the Issuer or deposited as directed in writing by the Issuer.

(c) The term "Defeasance Securities" means any securities and obligations now or hereafter authorized by State law that are eligible to refund, retire or otherwise discharge obligations such as the Certificates.

(d) Until all Defeased Certificates shall have become due and payable, the Paying Agent/Registrar shall perform the services of Paying Agent/Registrar for such Defeased Certificates the same as if they had not been defeased, and the Issuer shall make proper arrangements to provide and pay for such services as required by this Ordinance.

(e) In the event that the Issuer elects to defease less than all of the principal amount of Certificates of a maturity, the Paying Agent/Registrar shall select, or cause to be selected, such amount of Certificates by such random method as it deems fair and appropriate.

Section 7. DAMAGED, MUTILATED, LOST, STOLEN, OR DESTROYED CERTIFICATES.

(a) Replacement Certificates. In the event any outstanding Certificate is damaged, mutilated, lost, stolen or destroyed, the Paying Agent/Registrar shall cause to be printed, executed and delivered, a

new certificate of the same principal amount, maturity and interest rate, as the damaged, mutilated, lost, stolen or destroyed Certificate, in replacement for such Certificate in the manner hereinafter provided.

(b) Application for Replacement Certificates. Application for replacement of damaged, mutilated, lost, stolen or destroyed Certificates shall be made by the registered owner thereof to the Paying Agent/Registrar. In every case of loss, theft or destruction of a Certificate, the registered owner applying for a replacement certificate shall furnish to the Issuer and to the Paying Agent/Registrar such security or indemnity as may be required by them to save each of them harmless from any loss or damage with respect thereto. Also, in every case of loss, theft or destruction of a Certificate, the registered owner shall furnish to the Issuer and to the Paying Agent/Registrar evidence to their satisfaction of the loss, theft or destruction of such Certificate, as the case may be. In every case of damage or mutilation of a Certificate, the registered owner shall surrender to the Paying Agent/Registrar for cancellation the Certificate so damaged or mutilated.

(c) No Default Occurred. Notwithstanding the foregoing provisions of this Ordinance, in the event any such Certificate shall have matured, and no default has occurred that is then continuing in the payment of the principal of, redemption premium, if any, or interest on the Certificate, the Issuer may authorize the payment of the same (without surrender thereof except in the case of a damaged or mutilated Certificate) instead of issuing a replacement Certificate, provided security or indemnity is furnished as above provided in this Section.

(d) Charge for Issuing Replacement Certificates. Prior to the issuance of any replacement certificate, the Paying Agent/Registrar shall charge the registered owner of such Certificate with all legal, printing, and other expenses in connection therewith. Every replacement certificate issued pursuant to the provisions of this Section by virtue of the fact that any Certificate is lost, stolen or destroyed shall constitute a contractual obligation of the Issuer whether or not the lost, stolen or destroyed Certificate shall be found at any time, or be enforceable by anyone, and shall be entitled to all the benefits of this Ordinance equally and proportionately with any and all other Certificates duly issued under this Ordinance.

(e) Authority for Issuing Replacement Certificates. In accordance with Section 1206.022, Government Code, this Section shall constitute authority for the issuance of any such replacement certificate without necessity of further action by the governing body of the Issuer or any other body or person, and the duty of the replacement of such certificates is hereby authorized and imposed upon the Paying Agent/Registrar, and the Paying Agent/Registrar shall authenticate and deliver such Certificates in the form and manner and with the effect, as provided in Section 3(a) of this Ordinance for Certificates issued in conversion and exchange for other Certificates.

Section 8. CUSTODY, APPROVAL, AND REGISTRATION OF CERTIFICATES; BOND COUNSEL'S OPINION; CUSIP NUMBERS AND CONTINGENT INSURANCE PROVISION, IF OBTAINED; ENGAGEMENT OF BOND COUNSEL.

(a) The Mayor and Mayor Pro Tem of the Issuer are hereby authorized to have control of the Certificates initially issued and delivered hereunder and all necessary records and proceedings pertaining to the Certificates pending their delivery and their investigation, examination, and approval by the Attorney General, and their registration by the Comptroller. Upon registration of the Certificates the Comptroller (or a deputy designated in writing to act for the Comptroller) shall manually sign the Comptroller's Registration Certificate attached to such Certificates, and the seal of the Comptroller shall be impressed, or placed in facsimile, on such Certificate. The approving legal opinion of the Issuer's Bond Counsel and the assigned CUSIP numbers may, at the option of the Issuer, be printed on the Certificates issued and delivered under this Ordinance, but neither shall have any legal effect, and shall be solely for the convenience and information of the registered owners of the Certificates. In addition, if bond insurance is obtained, the

payment of the insurance premium is hereby approved and the Certificates may bear an appropriate legend as provided by the insurer.

(b) The obligation of the Purchaser to accept delivery of the Certificates is subject to the Purchaser being furnished with the final, approving opinion of McCall, Parkhurst & Horton L.L.P., bond counsel to the Issuer, which opinion shall be dated as of and delivered on the date of initial delivery of the Certificates to the Purchaser. The engagement of such firm as bond counsel to the Issuer in connection with issuance, sale and delivery of the Certificates is hereby approved and confirmed.

Section 9. COVENANTS REGARDING TAX EXEMPTION OF INTEREST ON THE CERTIFICATES.

(a) Covenants. The Issuer covenants to take any action necessary to assure, or refrain from any action which would adversely affect, the treatment of the Certificates as obligations described in section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), the interest on which is not includable in the "gross income" of the holder for purposes of federal income taxation. In furtherance thereof, the Issuer covenants as follows:

(1) to take any action to assure that no more than 10 percent of the proceeds of the Certificates or the projects financed therewith (less amounts deposited to a reserve fund, if any) are used for any "private business use," as defined in section 141(b)(6) of the Code or, if more than 10 percent of the proceeds or the projects financed therewith are so used, such amounts, whether or not received by the Issuer, with respect to such private business use, do not, under the terms of this Ordinance or any underlying arrangement, directly or indirectly, secure or provide for the payment of more than 10 percent of the debt service on the Certificates, in contravention of section 141(b)(2) of the Code;

(2) to take any action to assure that in the event that the "private business use" described in subsection (1) hereof exceeds 5 percent of the proceeds of the Certificates or the projects financed therewith (less amounts deposited into a reserve fund, if any) then the amount in excess of 5 percent is used for a "private business use" which is "related" and not "disproportionate," within the meaning of section 141(b)(3) of the Code, to the governmental use;

(3) to take any action to assure that no amount which is greater than the lesser of \$5,000,000, or 5 percent of the proceeds of the Certificates (less amounts deposited into a reserve fund, if any) is directly or indirectly used to finance loans to persons, other than state or local governmental units, in contravention of section 141(c) of the Code;

(4) to refrain from taking any action which would otherwise result in the Certificates being treated as "private activity bonds" within the meaning of section 141(b) of the Code;

(5) to refrain from taking any action that would result in the Certificates being "federally guaranteed" within the meaning of section 149(b) of the Code;

(6) to refrain from using any portion of the proceeds of the Certificates, directly or indirectly, to acquire or to replace funds which were used, directly or indirectly, to acquire investment property (as defined in section 148(b)(2) of the Code) which produces a materially higher yield over the term of the Certificates, other than investment property acquired with B

(A) proceeds of the Certificates invested for a reasonable temporary period of 3 years or less or, in the case of a refunding bond, for a period of 90 days or less until such proceeds are needed for the purpose for which the bonds are issued,

(B) amounts invested in a bona fide debt service fund, within the meaning of section 1.148 1(b) of the Treasury Regulations, and

(C) amounts deposited in any reasonably required reserve or replacement fund to the extent such amounts do not exceed 10 percent of the proceeds of the Certificates;

(7) to otherwise restrict the use of the proceeds of the Certificates or amounts treated as proceeds of the Certificates, as may be necessary, so that the Certificates do not otherwise contravene the requirements of section 148 of the Code (relating to arbitrage);

(8) to refrain from using the proceeds of the Certificates or proceeds of any prior bonds to pay debt service on another issue more than 90 days after the date of issue of the Certificates in contravention of the requirements of section 149(d) of the Code (relating to advance refundings);

(9) to pay to the United States of America at least once during each five-year period (beginning on the date of delivery of the Certificates) an amount that is at least equal to 90 percent of the "Excess Earnings," within the meaning of section 148(f) of the Code and to pay to the United States of America, not later than 60 days after the Certificates have been paid in full, 100 percent of the amount then required to be paid as a result of Excess Earnings under section 148(f) of the Code; and

(10) to assure that the proceeds of the Certificates will be used solely for new money projects.

(b) Rebate Fund. In order to facilitate compliance with the above covenant (8), a "Rebate Fund" is hereby established by the Issuer for the sole benefit of the United States of America, and such fund shall not be subject to the claim of any other person, including without limitation the bondholders. The Rebate Fund is established for the additional purpose of compliance with section 148 of the Code.

(c) Use of Proceeds. The Issuer understands that the term "proceeds" includes "disposition proceeds" as defined in the Treasury Regulations and, in the case of refunding bonds, transferred proceeds (if any) and proceeds of the refunded bonds expended prior to the date of issuance of the Certificates. It is the understanding of the Issuer that the covenants contained herein are intended to assure compliance with the Code and any regulations or rulings promulgated by the U.S. Department of the Treasury pursuant thereto. In the event that regulations or rulings are hereafter promulgated which modify or expand provisions of the Code, as applicable to the Certificates, the Issuer will not be required to comply with any covenant contained herein to the extent that such failure to comply, in the opinion of nationally recognized bond counsel, will not adversely affect the exemption from federal income taxation of interest on the Certificates under section 103 of the Code. In the event that regulations or rulings are hereafter promulgated which impose additional requirements which are applicable to the Certificates, the Issuer agrees to comply with the additional requirements to the extent necessary, in the opinion of nationally recognized bond counsel, to preserve the exemption from federal income taxation of interest on the Certificates under section 103 of the Code. In furtherance of such intention, the Issuer hereby authorizes and directs the Mayor, the Mayor Pro Tem, the Town Administrator, the Finance Director and the Town Secretary to execute any documents, certificates or reports required by the Code and to make such elections, on behalf of the Issuer, which may be permitted by the Code as are consistent with the purpose for the issuance of the Certificates.

(d) Allocation of, and Limitation on, Expenditures for the Project. The Issuer covenants to account for the expenditure of sale proceeds and investment earnings to be used for the Project on its books and records in accordance with the requirements of the Code. The Issuer recognizes that in order for the proceeds to be considered used for the reimbursement of costs, the proceeds must be allocated to

expenditures within 18 months of the later of the date that (1) the expenditure is made, or (2) the Project is completed; but in no event later than three years after the date on which the original expenditure is paid. The foregoing notwithstanding, the Issuer recognizes that in order for proceeds to be expended under the Code, the sale proceeds or investment earnings must be expended no more than 60 days after the earlier of (1) the fifth anniversary of the delivery of the Certificates, or (2) the date the Certificates are retired. The Issuer agrees to obtain the advice of nationally-recognized bond counsel if such expenditure fails to comply with the foregoing to assure that such expenditure will not adversely affect the tax-exempt status of the Certificates. For purposes hereof, the issuer shall not be obligated to comply with this covenant if it obtains an opinion that such failure to comply will not adversely affect the excludability for federal income tax purposes from gross income of the interest.

(e) Disposition of the Project. The Issuer covenants that the property constituting the Project will not be sold or otherwise disposed in a transaction resulting in the receipt by the Issuer of cash or other compensation, unless any action taken in connection with such disposition will not adversely affect the tax-exempt status of the Certificates. For purpose of the foregoing, the Issuer may rely on an opinion of nationally-recognized bond counsel that the action taken in connection with such sale or other disposition will not adversely affect the tax-exempt status of the Certificates. For purposes of the foregoing, the portion of the property comprising personal property and disposed in the ordinary course shall not be treated as a transaction resulting in the receipt of cash or other compensation. For purposes hereof, the Issuer shall not be obligated to comply with this covenant if it obtains an opinion that such failure to comply will not adversely affect the excludability for federal income tax purposes from gross income of the interest.

(f) Designation as Qualified Tax-Exempt Obligations. The Issuer hereby designates the Certificates as “qualified tax-exempt obligations” as defined in section 265(b)(3) of the Code. In furtherance of such designation, the Issuer represents, covenants and warrants the following: (a) that during the calendar year in which the Certificates are issued, the Issuer (including any subordinate entities) has not designated nor will designate bonds, which when aggregated with the Certificates, will result in more than \$10,000,000 of “qualified tax-exempt obligations” being issued; (b) that the Issuer reasonably anticipates that the amount of tax-exempt obligations issued, during the calendar year in which the Certificates are issued, by the Issuer (or any subordinate entities) will not exceed \$10,000,000; and, (c) that the Issuer will take such action or refrain from such action as necessary, and as more particularly set forth in this Section, in order that the Certificates will not be considered “private activity bonds” within the meaning of section 141 of the Code.

Section 10. SALE OF CERTIFICATES AND APPROVAL OF OFFICIAL STATEMENT; FURTHER PROCEDURES.

(a) The Certificates are hereby sold and shall be delivered to _____ (the “Purchaser”) for the purchase price of \$_____ (representing the aggregate principal amount of the Certificates, plus a [net] reoffering premium of \$_____, less an underwriter’s discount of \$_____). The Certificates shall initially be registered in the name of the Purchaser or its designee. It is hereby officially found, determined and declared that the terms of this sale are the most advantageous reasonably obtainable.

(b) It is hereby officially found, determined and declared that the Certificates have been sold at public sale to the bidder offering the lowest interest cost, after receiving sealed bids pursuant to an Official Notice of Sale and Bidding Instructions. It is further officially found, determined and declared that the Certificates have been offered pursuant to a Preliminary Official Statement prepared and distributed in connection with the sale of the Certificates. Said Preliminary Official Statement, the Official Statement, and any addenda, supplement or amendment thereto, have been and are hereby approved by the governing body of the Issuer, and its use in the offer and sale of the Certificates is hereby approved. It is further officially found, determined and declared that the statements and representations contained in said Official Statement are true and correct in all material respects, to the best knowledge and belief of the Council.

(c) The Mayor, the Mayor Pro Tem, the Town Administrator, the Finance Director and the Town Secretary, individually or jointly, shall be and they are hereby expressly authorized, empowered and directed from time to time and at any time to do and perform all such acts and things and to execute, acknowledge and deliver in the name and under the corporate seal and on behalf of the Issuer such documents, certificates and instruments, whether or not herein mentioned, as may be necessary or desirable in order to carry out the terms and provisions of this Ordinance, the Letter of Representations, the Certificates and the sale of the Certificates. In addition, prior to the delivery of the Certificates, the Mayor, the Mayor Pro Tem, the Town Administrator, the Finance Director and the Town Secretary are each hereby authorized and directed to approve any changes or corrections to this Ordinance or to any of the documents authorized and approved by this Ordinance: (i) in order to cure any ambiguity, formal defect, or omission in this Ordinance or such other document, or (ii) as requested by the Attorney General or his representative to obtain the approval of the Certificates by the Attorney General. In case any officer whose signature shall appear on any Certificate shall cease to be such officer before the delivery of such Certificate, such signature shall nevertheless be valid and sufficient for all purposes the same as if such officer had remained in office until such delivery.

Section 11. INTEREST EARNINGS ON CERTIFICATE PROCEEDS. Interest earnings derived from the investment of proceeds from the sale of the Certificates shall be used along with other Certificate proceeds for the Project; provided that after completion of such purpose, if any of such interest earnings remain on hand, such interest earnings shall be deposited in the Interest and Sinking Fund. It is further provided, however, that any interest earnings on certificate proceeds that are required to be rebated to the United States of America pursuant to the provisions hereof in order to prevent the Certificates from being arbitrage bonds shall be so rebated and not considered as interest earnings for the purposes of this Section.

Section 12. CONSTRUCTION FUND.

(a) The Issuer hereby creates and establishes and shall maintain on the books of the Issuer a separate fund to be entitled the "Series 2021 Certificate of Obligation Construction Fund" (the "Construction Fund") for use by the Issuer for payment of all lawful costs associated with the Project as hereinbefore provided. Proceeds of the Certificates in the amount of \$_____ (representing the par amount of the Certificates plus premium in the amount of \$_____) shall be deposited into the Construction Fund. The remaining amounts of Certificate proceeds shall be used to pay the costs of issuance of the Certificates. Upon payment of all such Project costs, any moneys remaining on deposit in said Fund shall be transferred to the Interest and Sinking Fund. Amounts so deposited to the Interest and Sinking Fund shall be used in the manner described herein.

(b) The Issuer may place proceeds of the Certificates (including investment earnings thereon) and amounts deposited into the Interest and Sinking Fund in investments authorized by the Public Funds Investment Act, Chapter 2256, Texas Government Code, as amended; provided, however, that the Issuer hereby covenants that the proceeds of the sale of the Certificates will be used as soon as practicable for the purposes for which the Certificates are issued.

(c) All deposits authorized or required by this Ordinance shall be secured to the fullest extent required by law for the security of public funds.

Section 13. COMPLIANCE WITH RULE 15c2-12.

(a) Definitions. As used in this Section, the following terms have the meanings ascribed to such terms below:

“Financial Obligation” means a: (a) debt obligation; (b) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation; or (c) a guarantee of the foregoing (a) and (b). The term Financial Obligation does not include any municipal securities as to which a final official statement has been provided to the Municipal Securities Rulemaking Board consistent with the Rule.

“MSRB” means the Municipal Securities Rulemaking Board.

“Rule” means SEC Rule 15c2-12, as amended from time to time.

“SEC” means the United States Securities and Exchange Commission.

(b) Annual Reports.

(i) The Issuer shall provide annually to the MSRB, in the electronic format prescribed by the MSRB certain updated financial information and operating data pertaining to the Issuer, consisting of the following: (1) the quantitative financial information and operating data of the type included in Tables 1 through 6 and 8 through 16 of the Official Statement and (2) the Issuer’s comprehensive annual financial report. The Issuer will update and provide the information in the numbered tables within six months after the end of each fiscal year ending in and after 2021 and, if not submitted as part of such annual financial information, the Issuer will provide its audited financial statements when and if available, and in any event, within 12 months after the end of each fiscal year ending in and after 2021. If the audit of such financial statements is not complete within 12 months after any such fiscal year end, then the Issuer will file unaudited financial statements within such 12-month period and audited financial statements for the applicable fiscal year, when and if the audit report on such statements becomes available. Any such financial statements will be prepared in accordance with the accounting principles described in Appendix B to the Official Statement or such other accounting principles as the Issuer may be required to employ from time to time pursuant to State law or regulation.

(ii) Any financial information so to be provided shall be (i) prepared in accordance with the accounting principles described in the financial statements of the Issuer appended to the Official Statement, or such other accounting principles as the Issuer may be required to employ from time to time pursuant to state law or regulation, and (ii) audited, if the Issuer commissions an audit of such statements and the audit is completed within the period during which they must be provided.

(iii) If the Issuer changes its fiscal year, it will notify the MSRB of the change (and of the date of the new fiscal year end) prior to the next date by which the Issuer otherwise would be required to provide financial information and operating data pursuant to this Section. The financial information and operating data to be provided pursuant to this Section may be set forth in full in one or more documents or may be included by specific reference to any document that is available to the public on the MSRB’s internet website or filed with the SEC. All documents provided to the MSRB pursuant to this Section shall be accompanied by identifying information as prescribed by the MSRB.

(c) Event Notices.

(i) The Issuer shall notify the MSRB, in a timely manner not in excess of ten business days after the occurrence of the event, of any of the following events with respect to the Certificates:

- (1) Principal and interest payment delinquencies;
- (2) Non-payment related defaults, if material;
- (3) Unscheduled draws on debt service reserves reflecting financial difficulties;
- (4) Unscheduled draws on credit enhancements reflecting financial difficulties;
- (5) Substitution of credit or liquidity providers, or their failure to perform;

- (6) Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB), or other material notices or determinations with respect to the tax status of the Certificates, or other material events affecting the tax status of the Certificates;
- (7) Modifications to rights of holders of the Certificates, if material;
- (8) Certificate calls, if material, and tender offers;
- (9) Defeasances;
- (10) Release, substitution, or sale of property securing repayment of the Certificates, if material;
- (11) Rating changes;
- (12) Bankruptcy, insolvency, receivership, or similar event of the Issuer;
- (13) The consummation of a merger, consolidation, or acquisition involving the Issuer or the sale of all or substantially all of the assets of the Issuer, other than in the ordinary course of business, the entry into of a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material;
- (14) Appointment of a successor or additional paying agent/registrar or the change of name of a paying agent/registrar, if material;
- (15) Incurrence of a Financial Obligation of the Issuer, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a Financial Obligation of the Issuer, any of which affect security holders, if material; and
- (16) Default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a Financial Obligation of the Issuer, any of which reflect financial difficulties.

For these purposes, (a) any event described in the immediately preceding paragraph (12) is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent, or similar officer for the Issuer in a proceeding under the United States Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the Issuer, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers of the Issuer in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement, or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the Issuer, and (b) the Issuer intends the words used in the immediately preceding paragraphs (15) and (16) and the definition of Financial Obligation in this Section to have the same meanings as when they are used in the Rule, as evidenced by SEC Release No. 34-83885, dated August 20, 2018.

(d) Limitations, Disclaimers, and Amendments.

(i) The Issuer shall be obligated to observe and perform the covenants specified in this Section for so long as, but only for so long as, the Issuer remains an “obligated person” with respect to the Certificates within the meaning of the Rule, except that the Issuer in any event will give notice of any deposit made in accordance with this Ordinance or applicable law that causes Certificates no longer to be outstanding.

(ii) The provisions of this Section are for the sole benefit of the registered owners and beneficial owners of the Certificates, and nothing in this Section, express or implied, shall give any benefit or any legal or equitable right, remedy, or claim hereunder to any other person. The Issuer undertakes to provide only the financial information, operating data, financial statements, and notices which it has expressly agreed to provide pursuant to this Section and does not hereby undertake to provide any other information that may be relevant or material to a complete presentation of the Issuer’s financial results,

condition, or prospects or hereby undertake to update any information provided in accordance with this Section or otherwise, except as expressly provided herein. The Issuer does not make any representation or warranty concerning such information or its usefulness to a decision to invest in or sell Certificates at any future date.

(iii) UNDER NO CIRCUMSTANCES SHALL THE ISSUER BE LIABLE TO THE REGISTERED OWNER OR BENEFICIAL OWNER OF ANY CERTIFICATE OR ANY OTHER PERSON, IN CONTRACT OR TORT, FOR DAMAGES RESULTING IN WHOLE OR IN PART FROM ANY BREACH BY THE ISSUER, WHETHER NEGLIGENT OR WITHOUT FAULT ON ITS PART, OF ANY COVENANT SPECIFIED IN THIS SECTION, BUT EVERY RIGHT AND REMEDY OF ANY SUCH PERSON, IN CONTRACT OR TORT, FOR OR ON ACCOUNT OF ANY SUCH BREACH SHALL BE LIMITED TO AN ACTION FOR MANDAMUS OR SPECIFIC PERFORMANCE.

(iv) No default by the Issuer in observing or performing its obligations under this Section shall comprise a breach of or default under this Ordinance for purposes of any other provision of this Ordinance. Nothing in this Section is intended or shall act to disclaim, waive, or otherwise limit the duties of the Issuer under federal and state securities laws.

(v) Should the Rule be amended to obligate the Issuer to make filings with or provide notices to entities other than the MSRB, the Issuer hereby agrees to undertake such obligation with respect to the Certificates in accordance with the Rule as amended. The provisions of this Section may be amended by the Issuer from time to time to adapt to changed circumstances that arise from a change in legal requirements, a change in law, or a change in the identity, nature, status, or type of operations of the Issuer, but only if (1) the provisions of this Section, as so amended, would have permitted an underwriter to purchase or sell Certificates in the primary offering of the Certificates in compliance with the Rule, taking into account any amendments or interpretations of the Rule since such offering as well as such changed circumstances and (2) either (a) the registered owners of a majority in aggregate principal amount (or any greater amount required by any other provision of this Ordinance that authorizes such an amendment) of the outstanding Certificates consent to such amendment or (b) a person that is unaffiliated with the Issuer (such as nationally recognized 1 counsel) determined that such amendment will not materially impair the interest of the registered owners and beneficial owners of the Certificates. If the Issuer so amends the provisions of this Section, it shall include with any amended financial information or operating data next provided in accordance with subsection (b) of this Section an explanation, in narrative form, of the reason for the amendment and of the impact of any change in the type of financial information or operating data so provided. The Issuer may also amend or repeal the provisions of this continuing disclosure agreement if the SEC amends or repeals the applicable provision of the Rule or a court of final jurisdiction enters judgment that such provisions of the Rule are invalid, but only if and to the extent that the provisions of this sentence would not prevent an underwriter from lawfully purchasing or selling Certificates in the primary offering of the Certificates.

Section 14. METHOD OF AMENDMENT. The Issuer hereby reserves the right to amend this Ordinance subject to the following terms and conditions, to-wit:

(a) The Issuer may from time to time, without the consent of any holder, except as otherwise required by paragraph (b) below, amend or supplement this Ordinance in order to (i) cure any ambiguity, defect or omission in this Ordinance that does not materially adversely affect the interests of the holders, (ii) grant additional rights or security for the benefit of the holders, (iii) add events of default as shall not be inconsistent with the provisions of this Ordinance and that shall not materially adversely affect the interests of the holders, (iv) qualify this Ordinance under the Trust Indenture Act of 1939, as amended, or corresponding provisions of federal laws from time to time in effect, or (v) make such other provisions in regard to matters or questions arising under this Ordinance as shall not be inconsistent with the provisions of this Ordinance and that shall not in the opinion of the Issuer's Bond Counsel materially adversely affect the interests of the holders.

(b) Except as provided in paragraph (a) above, the holders of Certificates aggregating a majority of the aggregate principal amount of then outstanding Certificates that are the subject of a proposed amendment shall have the right from time to time to approve any amendment hereto that may be deemed necessary or desirable by the Issuer; provided, however, that without the consent of 100% of the holders in aggregate principal amount of the then outstanding Certificates, nothing herein contained shall permit or be construed to permit amendment of the terms and conditions of this Ordinance or in any of the Certificates so as to:

- (1) Make any change in the maturity of any of the outstanding Certificates;
- (2) Reduce the rate of interest borne by any of the outstanding Certificates;
- (3) Reduce the amount of the principal of, or redemption premium, if any, payable on any outstanding Certificates;
- (4) Modify the terms of payment of principal or of interest or redemption premium on outstanding Certificates or any of them or impose any condition with respect to such payment; or
- (5) Change the minimum percentage of the principal amount of any series of Certificates necessary for consent to such amendment.

(c) If at any time the Issuer shall desire to amend this Ordinance under subsection (b) of this Section, the Issuer shall send by U.S. mail to each registered owner of the affected Certificates a copy of the proposed amendment.

(d) Whenever at any time within one year from the date of mailing of such notice the Issuer shall receive an instrument or instruments executed by the holders of at least a majority in aggregate principal amount of all of the Certificates then outstanding that are required for the amendment, which instrument or instruments shall refer to the proposed amendment and that shall specifically consent to and approve such amendment, the Issuer may adopt the amendment in substantially the same form.

(e) Upon the adoption of any amendatory Ordinance pursuant to the provisions of this Section, this Ordinance shall be deemed to be modified and amended in accordance with such amendatory Ordinance, and the respective rights, duties, and obligations of the Issuer and all holders of such affected Certificates shall thereafter be determined, exercised, and enforced, subject in all respects to such amendment.

(f) Any consent given by the holder of a Certificate pursuant to the provisions of this Section shall be irrevocable for a period of six months from the date of the mailing of the notice provided for in this Section, and shall be conclusive and binding upon all future holders of the same Certificate during such period. Such consent may be revoked at any time after six months from the date of the mailing of said notice by the holder who gave such consent, or by a successor in title, by filing notice with the Issuer, but such revocation shall not be effective if the holders of a majority in aggregate principal amount of the affected Certificates then outstanding, have, prior to the attempted revocation, consented to and approved the amendment.

(g) For the purposes of establishing ownership of the Certificates, the Issuer shall rely solely upon the registration of the ownership of such Certificates on the registration books kept by the Paying Agent/Registrar.

Section 15. DEFAULT AND REMEDIES

(a) Events of Default. Each of the following occurrences or events for the purpose of this Ordinance is hereby declared to be an Event of Default:

(i) the failure to make payment of the principal of or interest on any of the Certificates when the same becomes due and payable; or

(ii) default in the performance or observance of any other covenant, agreement or obligation of the Town, the failure to perform which materially, adversely affects the rights of the registered owners of the Certificates, including, but not limited to, their prospect or ability to be repaid in accordance with this Ordinance, and the continuation thereof for a period of 60 days after notice of such default is given by any Registered Owner to the Town.

(b) Remedies for Default.

(i) Upon the happening of any Event of Default, then and in every case, any Registered Owner or an authorized representative thereof, including, but not limited to, a trustee or trustees therefor, may proceed against the Town for the purpose of protecting and enforcing the rights of the Registered Owners under this Ordinance, by mandamus or other suit, action or special proceeding in equity or at law, in any court of competent jurisdiction, for any relief permitted by law, including the specific performance of any covenant or agreement contained herein, or thereby to enjoin any act or thing that may be unlawful or in violation of any right of the Registered Owners hereunder or any combination of such remedies.

(ii) It is provided that all such proceedings shall be instituted and maintained for the equal benefit of all Registered Owners of Certificates then outstanding.

(c) Remedies Not Exclusive.

(i) No remedy herein conferred or reserved is intended to be exclusive of any other available remedy or remedies, but each and every such remedy shall be cumulative and shall be in addition to every other remedy given hereunder or under the Certificates or now or hereafter existing at law or in equity; provided, however, that notwithstanding any other provision of this Ordinance, the right to accelerate the debt evidenced by the Certificates shall not be available as a remedy under this Ordinance.

(ii) The exercise of any remedy herein conferred or reserved shall not be deemed a waiver of any other available remedy.

(iii) By accepting the delivery of a Certificate authorized under this Ordinance, such Registered Owner agrees that the certifications required to effectuate any covenants or representations

contained in this Ordinance do not and shall never constitute or give rise to a personal or pecuniary liability or charge against the officers, employees or trustees of the Town or the Council.

Section 16. APPLICATION OF PREMIUM FROM SALE OF CERTIFICATES. The Certificates have a net aggregate premium of \$_____ which shall be allocated as follows:

(i) the amount of \$_____ shall be applied to pay costs of issuance of the Certificates, including underwriter's discount, with any surplus premium not used to pay such costs of issuance to be deposited into the Interest and Sinking Fund; and

(ii) the amount of \$_____ shall be deposited into the Construction Fund.

Section 17. EFFECTIVE DATE. In accordance with the provisions of Texas Government Code, Section 1201.028, this Ordinance shall be effective immediately upon its adoption by the Council.

Section 18. SEVERABILITY. If any section, article, paragraph, sentence, clause, phrase or word in this Ordinance, or application thereof to any persons or circumstances is held invalid or unconstitutional by a court of competent jurisdiction, such holding shall not affect the validity of the remaining portion of this Ordinance, despite such invalidity, which remaining portions shall remain in full force and effect.

Section 19. APPROPRIATION. To pay the debt service coming due on the Certificates, if any, prior to receipt of the taxes levied to pay such debt service, there is hereby appropriated from current funds on hand, which are hereby certified to be on hand and available for such purpose, an amount sufficient to pay such debt service, and such amount shall be used for no other purpose.

Exhibit A

FORM OF CERTIFICATES

(a) The form of the Certificates, including the form of Paying Agent/Registrar's Authentication Certificate, the form of Assignment and the form of Registration Certificate of the Comptroller of Public Accounts of the State of Texas to be attached to the Certificates initially issued and delivered pursuant to this Ordinance, shall be, respectively, substantially as follows, with such appropriate variations, omissions or insertions as are permitted or required by this Ordinance.

NO. R-__	UNITED STATES OF AMERICA STATE OF TEXAS TOWN OF NORTHLAKE, TEXAS, COMBINATION TAX AND LIMITED SURPLUS REVENUE CERTIFICATE OF OBLIGATION, SERIES 2021	PRINCIPAL AMOUNT \$_____
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Interest Rate	Issuance Date	Maturity Date	CUSIP No.
_____%	January 6, 2022	February 15, 20__	

REGISTERED OWNER:

PRINCIPAL AMOUNT:

ON THE MATURITY DATE specified above, the Town of Northlake, in Denton County, Texas (the "Issuer"), being a political subdivision and municipal corporation of the State of Texas, hereby promises to pay to the Registered Owner specified above, or registered assigns (hereinafter called the "Registered Owner"), the Principal Amount specified above. The Issuer promises to pay interest on the unpaid principal amount hereof (calculated on the basis of a 360-day year of twelve 30-day months) from the Issuance Date above at the Interest Rate per annum specified above. Interest is payable on February 15, 2022 and semiannually on each August 15 and February 15 thereafter to the Maturity Date specified above, or the date of redemption prior to maturity; except, if this Certificate is required to be authenticated and the date of its authentication is later than the first Record Date (hereinafter defined), such Principal Amount shall bear interest from the interest payment date next preceding the date of authentication, unless such date of authentication is after any Record Date but on or before the next following interest payment date, in which case such principal amount shall bear interest from such next following interest payment date; provided, however, that if on the date of authentication hereof the interest on the Certificate or Certificates, if any, for which this Certificate is being exchanged is due but has not been paid, then this Certificate shall bear interest from the date to which such interest has been paid in full.

THE PRINCIPAL OF AND INTEREST ON this Certificate are payable in lawful money of the United States of America, without exchange or collection charges. The principal of this Certificate shall be paid to the registered owner hereof upon presentation and surrender of this Certificate at maturity, or upon the date fixed for its redemption prior to maturity, at the principal corporate trust office of Zions Bancorporation, National Association, Houston, Texas, which is the "Paying Agent/Registrar" for this Certificate. The payment of interest on this Certificate shall be made by the Paying Agent/Registrar to the registered owner hereof on each interest payment date by check or draft, dated as of such interest payment date, drawn by the Paying Agent/Registrar on, and payable solely from, funds of the Issuer required by the ordinance authorizing the issuance of this Certificate (the "Certificate Ordinance") to be on deposit with the Paying Agent/Registrar for such purpose as hereinafter provided; and such check or draft shall be sent by the Paying Agent/Registrar by United States mail, first-class postage prepaid, on each such interest

payment date, to the registered owner hereof, at its address as it appeared on the last business day of the month preceding each such date (the "Record Date") on the Registration Books kept by the Paying Agent/Registrar, as hereinafter described. In addition, interest may be paid by such other method, acceptable to the Paying Agent/Registrar, requested by, and at the risk and expense of, the registered owner. In the event of a non-payment of interest on a scheduled payment date, and for 30 days thereafter, a new record date for such interest payment (a "Special Record Date") will be established by the Paying Agent/Registrar, if and when funds for the payment of such interest have been received from the Issuer. Notice of the Special Record Date and of the scheduled payment date of the past due interest (which shall be 15 days after the Special Record Date) shall be sent at least five business days prior to the Special Record Date by United States mail, first-class postage prepaid, to the address of each owner of a Certificate appearing on the Registration Books at the close of business on the last business day next preceding the date of mailing of such notice.

ANY ACCRUED INTEREST due at maturity or upon the redemption of this Certificate prior to maturity as provided herein shall be paid to the registered owner upon presentation and surrender of this Certificate for redemption and payment at the principal corporate trust office of the Paying Agent/Registrar. The Issuer covenants with the registered owner of this Certificate that on or before each principal payment date, interest payment date, and accrued interest payment date for this Certificate it will make available to the Paying Agent/Registrar, from the "Interest and Sinking Fund" created by the Certificate Ordinance, the amounts required to provide for the payment, in immediately available funds, of all principal of and interest on the Certificates, when due.

IF THE DATE for the payment of the principal of or interest on this Certificate shall be a Saturday, Sunday, a legal holiday or a day on which banking institutions in the city where the principal corporate trust office of the Paying Agent/Registrar is located are authorized by law or executive order to close, then the date for such payment shall be the next succeeding day that is not such a Saturday, Sunday, legal holiday or day on which banking institutions are authorized to close; and payment on such date shall have the same force and effect as if made on the original date payment was due.

THIS CERTIFICATE is dated January 6, 2022, authorized in accordance with the Constitution and laws of the State of Texas in the principal amount of \$_____ for paying all or a portion of the Issuer's contractual obligations incurred in connection with (i) acquiring, constructing, installing and equipping additions, improvements, extensions and equipment for the Town's waterworks and sewer system and the acquisition of land and rights-of-way therefor and (ii) paying legal, fiscal and engineering fees in connection with such projects (collectively, the "Project").

ON FEBRUARY 15, 2030, or any date thereafter, the Certificates of this series may be redeemed prior to their scheduled maturities, at the option of the Issuer, with funds derived from any available and lawful source, as a whole, or in part, and, if in part, the particular Certificates, or portions thereof, to be redeemed shall be selected and designated by the Issuer (provided that a portion of a Certificate may be redeemed only in an integral multiple of \$5,000), at a redemption price equal to the principal amount to be redeemed plus accrued interest to the date fixed for redemption.

AT LEAST THIRTY days prior to the date fixed for any redemption of Certificates or portions thereof prior to maturity a written notice of such redemption shall be sent by the Paying Agent/Registrar by United States mail, first-class postage prepaid to the registered owner of each Certificate to be redeemed at its address as it appeared on the 45th day prior to such redemption date; provided, however, that the failure of the registered owner to receive such notice, or any defect therein or in the sending or mailing thereof, shall not affect the validity or effectiveness of the proceedings for the redemption of any Certificate. By the date fixed for any such redemption due provision shall be made with the Paying Agent/Registrar for the payment of the required redemption price for the Certificates or portions thereof that are to be so redeemed. If such written notice of redemption is sent and if due provision for such payment is made, all as provided above, the Certificates or portions thereof that are to be so redeemed thereby automatically shall be treated

as redeemed prior to their scheduled maturities, and they shall not bear interest after the date fixed for redemption, and they shall not be regarded as being outstanding except for the right of the registered owner to receive the redemption price from the Paying Agent/Registrar out of the funds provided for such payment. If a portion of any Certificate shall be redeemed, a substitute Certificate or Certificates having the same maturity date, bearing interest at the same rate, in any denomination or denominations in any integral multiple of \$5,000, at the written request of the registered owner, and in aggregate principal amount equal to the unredeemed portion thereof, will be issued to the registered owner upon the surrender thereof for cancellation, at the expense of the Issuer, all as provided in the Certificate Ordinance.

WITH RESPECT TO ANY OPTIONAL REDEMPTION OF THE CERTIFICATES, unless certain prerequisites to such redemption required by the Certificate Ordinance have been met and money sufficient to pay the principal of and premium, if any, and interest on the Certificates to be redeemed will have been received by the Paying Agent/Registrar prior to the giving of such notice of redemption, such notice may state that said redemption may, at the option of the Issuer, be conditional upon the satisfaction of such prerequisites and receipt of such money by the Paying Agent/Registrar on or prior to the date fixed for such redemption or upon any prerequisite set forth in such notice of redemption. If a conditional notice of redemption is given and such prerequisites to the redemption are not fulfilled, such notice will be of no force and effect, the Issuer will not redeem such Certificates, and the Paying Agent/Registrar will give notice in the manner in which the notice of redemption was given, to the effect that such Certificates have not been redeemed.

ALL CERTIFICATES OF THIS SERIES are issuable solely as fully registered certificates, without interest coupons, in the principal denomination of any integral multiple of \$5,000. As provided in the Certificate Ordinance, this Certificate may, at the request of the registered owner or the assignee or assignees hereof, be assigned, transferred, converted into and exchanged for a like aggregate principal amount of fully registered certificates, without interest coupons, payable to the appropriate registered owner, assignee or assignees, as the case may be, having the same denomination or denominations in any integral multiple of \$5,000 as requested in writing by the appropriate registered owner, assignee or assignees, as the case may be, upon surrender of this Certificate to the Paying Agent/Registrar for cancellation, all in accordance with the form and procedures set forth in the Certificate Ordinance. Among other requirements for such assignment and transfer, this Certificate must be presented and surrendered to the Paying Agent/Registrar, together with proper instruments of assignment, in form and with guarantee of signatures satisfactory to the Paying Agent/Registrar, evidencing assignment of this Certificate or any portion or portions hereof in any integral multiple of \$5,000 to the assignee or assignees in whose name or names this Certificate or any such portion or portions hereof is or are to be registered. The form of Assignment printed or endorsed on this Certificate may be executed by the registered owner to evidence the assignment hereof, but such method is not exclusive, and other instruments of assignment satisfactory to the Paying Agent/Registrar may be used to evidence the assignment of this Certificate or any portion or portions hereof from time to time by the registered owner. The Paying Agent/Registrar's reasonable standard or customary fees and charges for assigning, transferring, converting and exchanging any Certificate or portion thereof will be paid by the Issuer. In any circumstance, any taxes or governmental charges required to be paid with respect thereto shall be paid by the one requesting such assignment, transfer, conversion or exchange, as a condition precedent to the exercise of such privilege. The Paying Agent/Registrar shall not be required to make any such transfer, conversion or exchange of any Certificates during the period commencing with the close of business on any Record Date and ending with the opening of business on the next following principal or interest payment date or, with respect to any Certificate or any portion thereof called for redemption prior to maturity, within 45 days prior to its redemption date; provided, however, such limitation on transfer shall not be applicable to an exchange by the registered owner of the uncalled balance of a Certificate called for redemption in part.

IN THE EVENT any Paying Agent/Registrar for the Certificates is changed by the Issuer, resigns, or otherwise ceases to act as such, the Issuer has covenanted in the Certificate Ordinance that it promptly

will appoint a competent and legally qualified substitute therefor, and cause written notice thereof to be mailed to the registered owners of the Certificates.

IT IS HEREBY certified, recited and covenanted that this Certificate has been duly and validly authorized, issued and delivered; that all acts, conditions and things required or proper to be performed, exist and be done precedent to or in the authorization, issuance and delivery of this Certificate have been performed, existed and been done in accordance with law; that annual ad valorem taxes sufficient to provide for the payment of the interest on and principal of this Certificate, as such interest comes due and such principal matures, have been levied and ordered to be levied against all taxable property in said Issuer, and have been pledged for such payment, within the limit prescribed by law, and that this Certificate is additionally secured by and payable from a limited pledge of the Surplus Revenues of the System remaining after payment of all operation and maintenance expenses thereof, and all debt service, reserve, and other requirements in connection with all of the Issuer's revenue bonds or other obligations (now or hereafter outstanding) which are payable from all or any part of the net revenues of the System, all as provided in the Certificate Ordinance.

THE ISSUER HAS RESERVED THE RIGHT to amend the Certificate Ordinance as provided therein, and under some (but not all) circumstances amendments thereto must be approved by the registered owners of a majority in aggregate principal amount of the outstanding Certificates.

BY BECOMING the registered owner of this Certificate, the registered owner thereby acknowledges all of the terms and provisions of the Certificate Ordinance, agrees to be bound by such terms and provisions, acknowledges that the Certificate Ordinance is duly recorded and available for inspection in the official minutes and records of the governing body of the Issuer, and agrees that the terms and provisions of this Certificate and the Certificate Ordinance constitute a contract between each registered owner hereof and the Issuer.

IN WITNESS WHEREOF, the Issuer has caused this Certificate to be signed with the manual or facsimile signature of the Mayor Pro Tem of the Issuer and countersigned with the manual or facsimile signature of the Town Secretary of said Issuer, and has caused the official seal of the Issuer to be duly impressed, or placed in facsimile, on this Certificate.

Town Secretary
Town of Northlake, Texas

Mayor Pro Tem
Town of Northlake, Texas

(Town Seal)

PAYING AGENT/REGISTRAR'S AUTHENTICATION CERTIFICATE
(To be executed if this Certificate is not accompanied by an executed Registration
Certificate of the Comptroller of Public Accounts of the State of Texas)

It is hereby certified that this Certificate has been issued under the provisions of the Certificate Ordinance described in the text of this Certificate; and that this Certificate has been issued in conversion or replacement of, or in exchange for, a certificate, certificates, or a portion of a certificate or certificates of a series that originally was approved by the Attorney General of the State of Texas and registered by the Comptroller of Public Accounts of the State of Texas.

Dated: _____.

ZIONS BANCORPORATION, NATIONAL
ASSOCIATION,
Houston, Texas
Paying Agent/Registrar

By: _____
Authorized Representative

ASSIGNMENT

For value received, the undersigned hereby sells, assigns and transfers unto:

Please insert Social Security or Taxpayer Identification Number of Transferee

Please print or type name and address, including zip code of Transferee

the within Certificate and all rights thereunder, and hereby irrevocably constitutes and appoints: _____, attorney, to register the transfer of the within Certificate on the books kept for registration thereof, with full power of substitution in the premises.

Dated: _____.

Signature Guaranteed:

NOTICE: Signature(s) must be guaranteed by an eligible guarantor institution participating in a securities transfer association recognized signature guarantee program.

NOTICE: The signature above must correspond with the name of the registered owner as it appears upon the front of this Certificate in every particular, without alteration or enlargement or any change whatsoever.

COMPTROLLER'S REGISTRATION CERTIFICATE: REGISTER NO. _____

I hereby certify that this Certificate has been examined, certified as to validity and approved by the Attorney General of the State of Texas, and that this Certificate has been registered by the Comptroller of Public Accounts of the State of Texas.

Witness my signature and seal this _____.

Comptroller of Public Accounts of the State of Texas

(COMPTROLLER'S SEAL)

(b) Initial Certificate Insertions.

(i) The initial Certificate shall be in the form set forth in paragraph (a) of this Section, except that:

- A. immediately under the name of the Certificate, the headings "Interest Rate" and "Maturity Date" shall both be completed with the words "As shown below" and "CUSIP No. ____" shall be deleted.
- B. the first paragraph shall be deleted and the following will be inserted:

"THE TOWN OF NORTHLAKE, TEXAS, in Denton County, Texas (the "Issuer"), being a political subdivision and municipal corporation of the State of Texas, hereby promises to pay to the Registered Owner specified above, or registered assigns (hereinafter called the "Registered Owner"), on

February 15 in each of the years, in the principal amounts and bearing interest at the per annum rates set forth in the following schedule

<u>Years</u>	<u>Principal Amount</u>	<u>Interest Rates</u>	<u>Years</u>	<u>Principal Amount</u>	<u>Interest Rates</u>
2022			2032		
2023			2033		
2024			2034		
2025			2035		
2026			2036		
2027			2037		
2028			2038		
2029			2039		
2030			2040		
2031			2041		

The Issuer promises to pay interest on the unpaid principal amount hereof (calculated on the basis of a 360-day year of twelve 30-day months) from the Issuance Date above, at the respective Interest Rate per annum specified above. Interest is payable on February 15, 2022 and semiannually on each August 15 and February 15 thereafter to the date of payment of the principal installment specified above, or the date of redemption prior to maturity; except, that if this Certificate is required to be authenticated and the date of its authentication is later than the first Record Date (hereinafter defined), such Principal Amount shall bear interest from the interest payment date next preceding the date of authentication, unless such date of authentication is after any Record Date but on or before the next following interest payment date, in which case such principal amount shall bear interest from such next following interest payment date; provided, however, that if on the date of authentication hereof the interest on the Certificate or Certificates, if any, for which this Certificate is being exchanged is due but has not been paid, then this Certificate shall bear interest from the date to which such interest has been paid in full.”

C. The initial Certificate shall be numbered “T-1.”

NORTHLAKE MAYOR AND COUNCIL COMMUNICATION

DATE: DECEMBER 9, 2021

REF. DOC.: DEVELOPMENT AGREEMENT WITH REALTY CAPITAL

SUBJECT: ALTERNATIVES TO EXTENSION OF FLORANCE ROAD THROUGH
THE HIGHLANDS PROJECT



GOALS/OBJECTIVES:

- Systematically Invest in Infrastructure; Maintain and improve public roadways (Council Goal)

BACKGROUND INFORMATION:

- Realty Capital, developer of The Highlands, proposed revisions to development agreement
- Original development agreement for The Highlands includes following road sections:
 - o Partial continuation of Florance Road south of FM 407 to connect to existing Mulkey
 - Road not required to connect to FM 407
 - Only two of ultimate four lanes required
 - Ultimate road section rural, four-lane divided, concrete
 - o Asphalt overlay of existing Mulkey from Northwest Crossing to Mulkey Road
 - Town responsible for stabilization of subgrade
 - Developer improvements constructed with contiguous phase
 - o Chip-seal of Mulkey Road from edge of property to future Florance Road
- Request to provide developer contribution in lieu of construction of roadway
- Options for Town Council to consider:
 - o Pave with concrete Florance per development agreement - \$385,981 (developer responsibility)
 - o Pave Mulkey as part of Phase 3 construction - \$111,675 total
 - Cement stabilization - \$56,475 (town responsibility)
 - Asphalt overlay - \$55,200 (developer responsibility)
 - o Chip-seal Mulkey along southern boundary - \$55,890 (developer responsibility)
 - o Pave Mulkey along southern boundary - \$200,985
 - Apply \$55,890 in lieu of chip-seal (developer responsibility)
 - Remaining \$145,095 (town responsibility)
 - o Continue pavement of 2 of 4 lanes of Florance to FM 407 ~ \$300,000 (town responsibility)
 - o Pave additional 2 lanes and 4 lanes extension to FM 407 ~ \$1,000,000 (town responsibility)
 - o Pave Northwest Crossing from Florance to FM 407 ~ \$1,700,000 (town responsibility)

COUNCIL ACTION:

- Amend development agreement to reflect Council chosen options

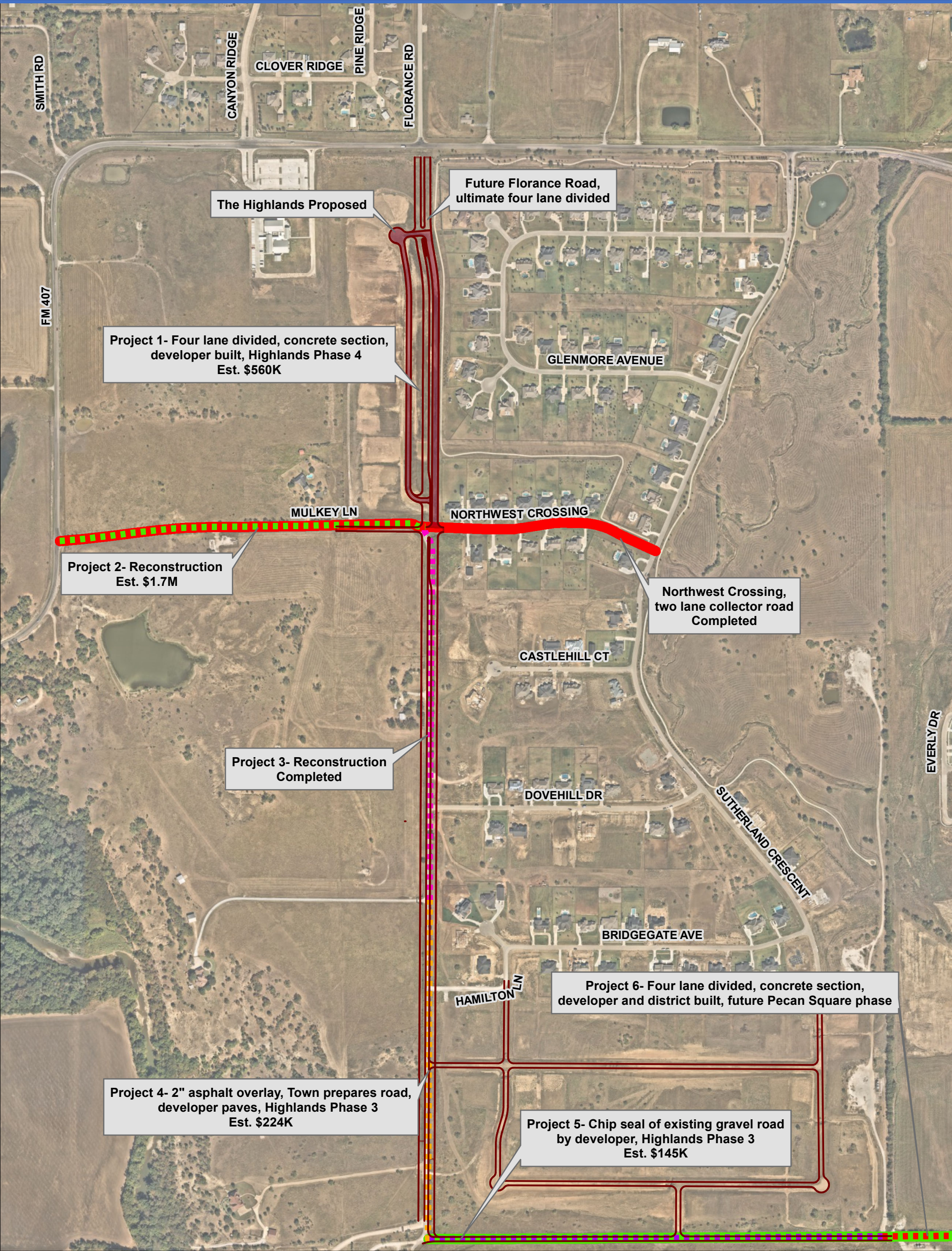
ATTACHMENTS:

- Exhibit of roadways with road sections, alignments, and cost estimates
- Exhibit D from The Highlands development agreement, Property Roadway Improvement

PHOTO:

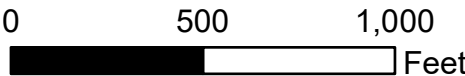


Project #	Project Description	Responsibility	Road Section	Estimated Timeline	Future Section & Name
1	Future Florance (Northwest Crossing to FM 407)	Developer/TxDOT	Eastern two lanes of M4D, concrete	Highlands, Phase 4, 2023-2025	4-lane divided Florance Road
2	Mulkey (Northwest Crossing to FM 407)	Town	Resurfaced two lane undivided asphalt	TBD depending on ROW acquisition or development	2-lane undivided Northwest Crossing
3	Mulkey (Northwest Crossing to 2,000 feet south)	Developer and Town	2" asphalt overlay with road prep	Completed	4-lane divided Florance Road
4	Mulkey (OLC to 2,000 feet north)	Developer and Town	2" asphalt overlay with road prep	Highlands, Phase 3, 2022-2024	4-lane divided Florance Road
5	Mulkey (Pecan Square west to OLC)	Developer	Chip seal of existing gravel road	Highlands, Phase 3, 2022-2024	4-lane divided Mulkey Lane
6	Mulkey (IH 35W to Pecan Square west boundary)	Developer, MMD and School district	New four lane divided, concrete	TBD, later phases of Pecan Square or school construction	4-lane divided Mulkey Lane



Florance Rd and Mulkey Ln Improvements

Northlake, Texas



12/3/2021

Exhibit D

Property Roadway Improvements



FM 407



A. Mulkey – New Northern 1/3

Where Mulkey Road is not yet built (through the site); at the time the land west of Mulkey is developed the developer shall construct the eastern 2 lanes of the ultimate 4 lane section and provide full ROW easement for future completed road section. Developer shall be required to install a cul-de-sac at the Northern Boundary and shall not be responsible for the FM407 connection or improvements. Built by the end of phase II.

B. Mulkey – Existing Southern 2/3

Where Mulkey Road already exists (west of the property) the developer shall construct the eastern 2 lanes of the ultimate 4 lane section. Built by the end of phase II.

C. Mulkey – East / West Portion

Where Mulkey Road already exists (south of the property); developer shall shape road bed, improve drainage, and chip seal.

NORTHLAKE MAYOR AND COUNCIL COMMUNICATION

DATE: DECEMBER 9, 2021

REF. DOC.:

SUBJECT: CONTINUE WITH DECLARATION OF LOCAL AND PUBLIC HEALTH
EMERGENCY APRIL 23, 2020



TOWN OF NORTHLAKE COUNCIL ITEM NO. 6

DATE: DECEMBER 9, 2021

ITEM: EXECUTIVE SESSION



TOWN OF NORTHLAKE COUNCIL ITEM NO. 7

DATE: DECEMBER 9, 2021

ITEM: OPEN SESSION



TOWN OF NORTHLAKE COUNCIL ITEM NO. 8

DATE: DECEMBER 9, 2021

ITEM: ADJOURNMENT

