

CLEAR LAKE CITY WATER AUTHORITY

900 Bay Area Boulevard • Houston, Texas 77058 • 281/488-1164

August 13, 2013

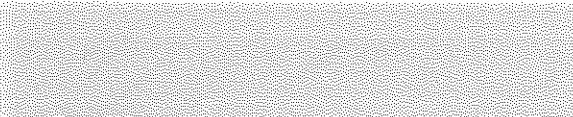
• Fax 281/488-3400

To: All Persons Interested in the Meeting of the Clear Lake City Water Authority Board of Directors:

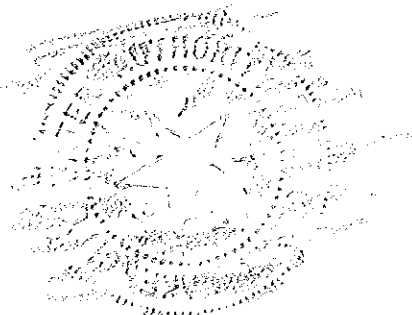
Notice is hereby given that the Board of the Clear Lake City Water Authority will convene in Special Session open to the public at 900 Bay Area Boulevard within such Authority at 12:15 p.m. on August 13, 2013 for the following purposes:

1. Ratify change to agenda item #14 from the August 8, 2013 meeting for Policy R&S-125, Returned Checks and Replacement Check Requests;
2. Review bids and consider awarding sale of \$21,000,000 Series 2013A Waterworks and Sewer System Combination Unlimited Tax and Revenue Bonds (the "Bonds");
3. Approve and authorize execution of the following in connection with the issuance of the Bonds;
 - a. Order Authorizing Issuance of the Bonds;
 - b. Resolution Approving Official Statement;
 - c. General Certificate;
 - d. Signature Identification and No-Litigation Certificate;
 - e. Tax Exemption Certificate;
 - f. Closing Certificate of President;
 - g. Bond Registrar, Paying Agency and Transfer Agency Agreement;
 - h. DTC Blanket Issue Letter of Representation;
 - i. Letters addressed to Attorney General of Texas and Sanford Kuhl Hagan Kugle Parker Kahn LLP regarding dating of the Signature Identification and No-Litigation Certificate and the General Certificate and Letter to the Comptroller regarding delivery of the Initial Bonds;
 - j. Rule 15c2-12 Certificate;
 - k. IRS Form 8038-G; and
 - l. Such other documents and certificates necessary to obtain approval of the Bonds by the Attorney General of Texas.

Following the Board's consideration, and action if any, on the above items, the Board will adjourn from Regular Session and reconvene in Closed Session pursuant to §551.071 of the Government Code for the purpose of consulting with its attorney, pursuant to §551.072 of the Government Code to deliberate regarding real property and pursuant to §551.074 of the Government Code to discuss personnel matters.


Curtis Rodgers
Director of Utilities
Clear Lake City Water Authority

(SEAL)



CLEAR LAKE CITY WATER AUTHORITY
Board of Directors'
Special Meeting Minutes
August 13, 2013

Regular Meeting

The Board of Directors of the Clear Lake City Water Authority convened in special session open to the public at the regular meeting place in its office at 12:15 p.m. on August 13, 2013. Roll was called of the members:

Quorum Present

Ms. Gayle I. Yoder, President;
Mr. John Branch, Vice President;
Mr. Robert T. Savely, Secretary;
Mr. Vince Johnson, Director;
Mr. Gordon Johnson, Director

All were present.

Also present were:

Ms. Julianne Kugle, Bond Attorney;
Mr. Stephen Eustis, Financial Consultant
Mr. Adam Cohen, Financial Consultant

(See visitor roster attached hereto as part of these minutes and identified as Exhibit A.)

1. Ratify Change to Policy R&S-125
Approved

Ratify change to agenda item #14 from the August 8, 2013 meeting for Policy R&S-125, Returned Checks and Replacement Check Requests.

By motion duly made by Director Savely and seconded by Director G. Johnson, with Director V. Johnson opposed, the Board voted to approve the ratification for Policy R&S-125.

2. Award sale of \$21 Million Waterworks and Sewer System Combination Unlimited Tax and Revenue Bonds Series 2013A.
Approved

Mr. Steven Eustis and Mr. Adam Cohen with RBC Capital Markets presented the bids for \$21 Million Waterworks and Sewer System Combination Unlimited Tax and Revenue Bonds Series 2013A, for the Board's review and approval. (Copy attached hereto as part of these minutes and identified as Exhibit B.)

By motion duly made by Director Savely and seconded by Director G. Johnson the Board voted unanimously to approve the Sale of the \$21 Million Waterworks and Sewer System Combination Unlimited Tax and Revenue Bonds Series 2013A, to the low bidder William Blair & Co., LLC, at an interest rate of 4.542654%.

3. Authorize Execution of the Listed Items
Approved

The Board was presented with the following items for approval and authorize execution of the following in connection with the issuance of the Bonds:

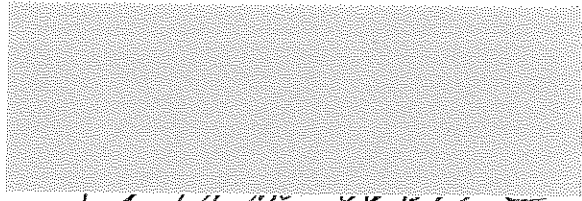
- a. Order Authorizing Issuance of the Bonds;
- b. Resolution Approving Official Statement;
- c. General Certificate;
- d. Signature Identification and No-Litigation Certificate;
- e. Tax Exemption Certificate;
- f. Closing Certificate of President;
- g. Bond Registrar, Paying Agency and Transfer Agency Agreement;
- h. DTC Blanket Issue Letter of Representation;
- i. Letters addressed to Attorney General of Texas and Sanford Kuhl Hagan Kugle Parker Kahn LLP regarding dating of the Signature Identification and No-Litigation Certificate and the General Certificate and Letter to the Comptroller regarding delivery of the Initial Bonds;
- j. Rule 15c2-12 Certificate;

- k. IRS Form 8038-G; and
- l. Such other documents and certificates necessary to obtain approval of the Bonds by the Attorney General of Texas.

By motion duly made by Director Savely and seconded by Director G. Johnson, the Board voted unanimously to approve the above listed items in connection with the \$21 Million Waterworks and Sewer System Combination Unlimited Tax and Revenue Bonds Series 2013A. (Copy attached hereto as part of these minutes and identified as Exhibit C.)

4. Adjourned

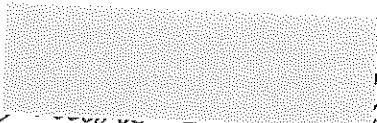
There being no further business to come before the Board, President Yoder declared the meeting adjourned at 12:26 p.m.



Secretary, Board of Directors
CLEAR LAKE CITY WATER AUTHORITY

(SEAL)

DATE APPROVED: September 12, 2013



President, Board of Directors
CLEAR LAKE CITY WATER AUTHORITY

