

MINUTES OF MEETING OF BOARD OF DIRECTORS
FLAMINGO ISLES MUNICIPAL UTILITY DISTRICT
OF GALVESTON COUNTY, TEXAS
October 5, 2018

THE STATE OF TEXAS §
COUNTY OF GALVESTON §
FLAMINGO ISLES MUNICIPAL UTILITY DISTRICT §

The board of directors (the "Board") of Flamingo Isles Municipal Utility District of Galveston County, Texas (the "District") met in special session, open to the public, at the Hitchcock Public Library, 8005 Barry Ave., Hitchcock, Texas, on October 5, 2018 at 11:00 a.m.; whereupon the roll was called of the directors, to-wit:

Jane O. McKenzie, President
Beverly Holmes, Vice President
Arnold J. Cross, Jr., Secretary
Michael L. Andries, Treasurer
Mac DeLaup, Assistant Secretary

All members of the Board were present except Directors Holmes and DeLaup. Director DeLaup participated by phone. Also attending all or portions of the meeting were Kathleen Ellison of Norton Rose Fulbright US LLP ("NRF"), attorneys for the District; and members of the public listed on Exhibit "A," attached hereto and by this reference made a part hereof.

Notice of the meeting was posted in accordance with law at the locations and at the times shown on Exhibit "B" attached hereto. The meeting was called to order and the following business was transacted.

1. **Call to Order and open meeting.** The President opened the meeting.
2. **Executive Session pursuant to Section 551.071 of the Open Meetings Act to have a private consultation with the District's attorney on a matter in which the duty of the attorney to the governmental body under the Rules of Professional Conduct requires confidentiality.** Upon motion by Director Andries, seconded by Director Cross, after full discussion and the question being put to the Board, the Board voted unanimously to enter into executive session at 11:04 a.m. pursuant to Section 551.071, Texas Gov't Code, to confer with their attorney on a matter in which the duty of the attorney to the governmental body under the Rules of Professional Conduct requires confidentiality. At this time all members of the public left the meeting, leaving the Board members and Ms. Ellison.
3. **Resume open meeting.** Upon motion by Director Cross, seconded by Director Andries, after full discussion and the question being put to the Board, the Board voted unanimously at 11:40 a.m. to enter into open session. At that time the President announced that the meeting was open to the public and members of the public returned.

4. **Take any necessary action in connection with claims against District and officials, including notice to Texas Municipal League risk pool and indemnification of directors.** Upon motion by Director Andries, seconded by Director Cross, after full discussion and the question being put to the Board, the Board voted unanimously to give notice to Texas Municipal League risk pool of claims against the District and officials.

Ms. Ellison presented to and reviewed with the Board a Resolution Authorizing Indemnification of Directors, a copy of which is attached hereto as Exhibit "C." Discussion ensued. Upon motion by Director Andries, seconded by Director Cross, after full discussion and the question being put to the Board, the Board voted unanimously to approve the Resolution Authorizing Indemnification of Directors.

5. **Consider requesting loan from Developer.** This item was tabled until the District's next meeting.


THERE BEING NO FURTHER BUSINESS to come before the Board, the meeting was adjourned at 11:47 a.m.

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The foregoing minutes were passed and approved by the Board of Directors on November 2, 2018.



President, Board of Directors

ATTEST:



Secretary, Board of Directors

