

**OFFICIAL STATEMENT**  
**Dated October 18, 2022**

IN THE OPINION OF BOND COUNSEL, UNDER EXISTING LAW, INTEREST ON THE BONDS IS EXCLUDABLE FROM GROSS INCOME FOR FEDERAL INCOME TAX PURPOSES AND INTEREST ON THE BONDS IS NOT SUBJECT TO THE ALTERNATIVE MINIMUM TAX ON INDIVIDUALS; HOWEVER, SUCH INTEREST IS TAKEN INTO ACCOUNT IN DETERMINING THE ANNUAL ADJUSTED FINANCIAL STATEMENT INCOME OF APPLICABLE CORPORATIONS FOR THE PURPOSE OF DETERMINING THE ALTERNATIVE MINIMUM TAX IMPOSED ON CORPORATIONS FOR TAX YEARS BEGINNING AFTER DECEMBER 31, 2022. SEE “TAX MATTERS.”

THE DISTRICT HAS DESIGNATED THE BONDS AS “QUALIFIED TAX-EXEMPT OBLIGATIONS”  
FOR FINANCIAL INSTITUTIONS. SEE “TAX MATTERS – Qualified Tax-Exempt Obligations.”

**NEW ISSUE – Book-Entry Only**

**Rating:**  
**S&P: “AA” (Stable Outlook)/Insured**  
**Moody’s: “A1” (Stable Outlook)/Insured**  
**Moody’s: “Baa2”/Underlying**  
**Insurance: AGM**

**\$9,000,000**

**WILLIAMSON COUNTY MUNICIPAL UTILITY DISTRICT NO. 25**  
*(A Political Subdivision of the State of Texas Located in Williamson County, Texas)*  
**UNLIMITED TAX BONDS, SERIES 2022**

**Dated: November 17, 2022**

**Due: August 15, as shown on the inside cover page**

**Interest to accrue from the Date of Initial Delivery (as defined below)**

The bonds described above (the “Bonds”) are obligations solely of Williamson County Municipal Utility District No. 25 (the “District”) and are not obligations of the State of Texas (“State”), Williamson County (the “County”), the City of Georgetown (the “City”), or any entity other than the District.

The Bonds, when issued, will constitute valid and legally binding obligations of the District and will be payable from the proceeds of a direct and continuing annual ad valorem tax, without legal limitation as to rate or amount, levied against all taxable property within the District. THE BONDS ARE SUBJECT TO SPECIAL RISK FACTORS DESCRIBED HEREIN. See “RISK FACTORS.”

Principal of the Bonds is payable at maturity or earlier redemption at the principal payment office of the paying agent/registrar, initially UMB Bank, N.A., Austin, Texas, (the “Paying Agent” or the “Paying Agent/Registrar”) upon surrender of the Bonds for payment. Interest on the Bonds will accrue from the Date of Initial Delivery (defined below) and will be payable each February 15 and August 15, commencing February 15, 2023, until maturity or prior redemption. Interest on the Bonds will be payable on the basis of a 360-day year consisting of twelve 30-day months. The Bonds will be issued only in fully registered form in denominations of \$5,000 each or integral multiples thereof. The Bonds are subject to redemption prior to their maturity as provided on the inside cover page.

The Bonds will be registered in the name of Cede & Co., as nominee for The Depository Trust Company, New York, New York (“DTC”), which will act as securities depository for the Bonds. Beneficial owners of the Bonds will not receive physical certificates representing the Bonds but will receive a credit balance on the books of the nominees of such beneficial owners. So long as Cede & Co. is the registered owner of the Bonds, the principal of and interest on the Bonds will be paid by the Paying Agent/Registrar directly to DTC, which will, in turn, remit such principal and interest to its participants for subsequent disbursement to the beneficial owners of the Bonds. See “THE BONDS – Book-Entry-Only System.”

A portion of the proceeds of the Bonds will be used to finance the following projects: (i) construction, engineering and legal costs associated with water, wastewater and drainage improvements to Water Oak North Sections 1, 3 and 4; (ii) construction costs and easement acquisition related to the South Fork San Gabriel Wastewater Interceptor line; (iii) wastewater line costs in the Barton Tributary; (iv) easement expenses; (v) engineering and testing costs; and (vi) land costs associated with water quality ponds. The remaining Bond proceeds will be used to: (i) capitalize approximately six months’ interest requirements on the Bonds; (ii) pay developer interest; and (iii) pay certain engineering costs and costs associated with the issuance of the Bonds.



The scheduled payment of principal of and interest on the Bonds when due will be guaranteed under an insurance policy to be issued concurrently with the delivery of the Bonds by Assured Guaranty Municipal Corp. (“AGM” or the “Bond Insurer”). See “BOND INSURANCE” and “APPENDIX B – Specimen Municipal Bond Insurance Policy.”

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**CUSIP PREFIX: 97001T**  
**MATURITY SCHEDULE**  
**SEE INSIDE COVER PAGE**

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The Bonds are offered by the Initial Purchaser subject to prior sale, when, as and if issued by the District and accepted by the Initial Purchaser, subject, among other things, to the approval of the Bonds by the Attorney General of Texas and the approval of certain legal matters by Allen Boone Humphries Robinson LLP, Austin, Texas, Bond Counsel. The District will be advised on certain legal matters concerning disclosure by Orrick, Herrington & Sutcliffe LLP, Austin, Texas, Disclosure Counsel. See “LEGAL MATTERS.”

Delivery of the Bonds is expected through the facilities of DTC on or about November 17, 2022 (“Date of Initial Delivery”).

## MATURITY SCHEDULE

8/15 Maturity	Principal Amount	Interest Rate	Initial Yield <sup>(a)</sup>	CUSIP Numbers <sup>(b)</sup>
2024	\$ 200,000	6.500%	3.350%	97001TBT7
2025	215,000	6.500%	3.450%	97001TBU4
2026	225,000	6.500%	3.550%	97001TBV2
2027	235,000	6.500%	3.650%	97001TBW0
2028	245,000	6.000%	3.700%	<sup>(c)</sup> 97001TBX8
2029	260,000	6.000%	3.750%	<sup>(c)</sup> 97001TBY6
2030	270,000	6.000%	3.800%	<sup>(c)</sup> 97001TBZ3
2031	285,000	4.000%	4.000%	97001TCA7
2032	300,000	4.000%	4.050%	97001TCB5
***	***	***	***	***
2035	345,000	4.250%	4.400%	97001TCE9

**\$645,000 4.000% Term Bonds due August 15, 2034 Priced to Yield 4.300%<sup>(a)</sup> – 97001TCD1<sup>(b)</sup>**  
**\$745,000 4.250% Term Bonds due August 15, 2037 Priced to Yield 4.500%<sup>(a)</sup> – 97001TCG4<sup>(b)</sup>**  
**\$820,000 4.500% Term Bonds due August 15, 2039 Priced to Yield 4.600%<sup>(a)</sup> – 97001TCJ8<sup>(b)</sup>**  
**\$905,000 4.500% Term Bonds due August 15, 2041 Priced to Yield 4.650%<sup>(a)</sup> – 97001TCL3<sup>(b)</sup>**  
**\$1,530,000 4.500% Term Bonds due August 15, 2044 Priced to Yield 4.700%<sup>(a)</sup> – 97001TCP4<sup>(b)</sup>**  
**\$1,775,000 4.500% Term Bonds due August 15, 2047 Priced to Yield 4.750%<sup>(a)</sup> – 97001TCS8<sup>(b)</sup>**

(Interest to accrue from the Date of Initial Delivery)

- (a) Initial yield represents the initial offering yield to the public, which has been established by the Initial Purchaser for offers to the public and which subsequently may be changed.
- (b) CUSIP Numbers have been assigned to the Bonds by CUSIP Global Services, managed by FactSet Research Systems Inc. on behalf of the American Bankers Association and are included solely for the convenience of the purchasers of the Bonds. None of the District, the Financial Advisor or the Initial Purchaser shall be responsible for the selection or correctness of the CUSIP Numbers set forth herein.
- (c) Yield calculated based on the assumption that the Bonds denoted and sold at a premium will be redeemed on August 15, 2027, the first optional redemption date for such Bonds, at a redemption price of par, plus accrued interest to the redemption date.

**REDEMPTION PROVISIONS . . .** The District reserves the right to redeem, prior to maturity, in integral multiples of \$5,000, those Bonds maturing on and after August 15, 2028 in whole or in part, on August 15, 2027, or on any date thereafter at a price equal to the principal amount thereof plus accrued interest from the most recent interest payment date to the date fixed for redemption. See “THE BONDS – Optional Redemption.” Additionally, Term Bonds maturing on August 15 in the years 2034, 2037, 2039, 2041, 2044 and 2047 are subject to mandatory sinking fund redemption. See “THE BONDS – Mandatory Sinking Fund Redemption.”

Assured Guaranty Municipal Corp. (“AGM” or the “Bond Insurer”) makes no representation regarding the Bonds or the advisability of investing in the Bonds. In addition, AGM has not independently verified, makes no representation regarding, and does not accept any responsibility for the accuracy or completeness of this Official Statement or any information or disclosure contained herein, or omitted herefrom, other than with respect to the accuracy of the information regarding AGM supplied by AGM and presented under the heading “BOND INSURANCE” and “APPENDIX B – Specimen Municipal Bond Insurance Policy.”

*[The remainder of this page intentionally left blank]*

## USE OF INFORMATION IN OFFICIAL STATEMENT

No dealer, broker, salesman or other person has been authorized to give any information or to make any representations other than those contained in this Official Statement, and, if given or made, such other information or representation must not be relied upon as having been authorized by the District.

This Official Statement is not to be used in an offer to sell or the solicitation of an offer to buy in any state in which such offer or solicitation is not authorized or in which the person making such offer or solicitation is not qualified to do so or to any person to whom it is unlawful to make such offer or solicitation.

All of the summaries of the statutes, resolutions, contracts, audited financial statements, engineering and other related reports set forth in this Official Statement are made subject to all of the provisions of such documents. These summaries do not purport to be complete statements of such provisions, and reference is made to such documents, copies of which are available from Allen Boone Humphries Robinson LLP, 1108 Lavaca Street, Suite 510, Austin, Texas 78701, upon payment of duplication costs.

This Official Statement contains, in part, estimates, assumptions and matters of opinion which are not intended as statements of fact, and no representation is made as to the correctness of such estimates, assumptions or matters of opinion, or as to the likelihood that they will be realized. Any information and expressions of opinion herein contained are subject to change without notice and neither the delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the District or other matters described herein since the date hereof. However, the District has agreed to keep this Official Statement current by amendment or sticker to reflect material changes in the affairs of the District and, to the extent that information actually comes to its attention, the other matters described in this Official Statement until delivery of the Bonds to the Initial Purchaser and thereafter only as specified in "PREPARATION OF OFFICIAL STATEMENT – Updating the Official Statement."

## TABLE OF CONTENTS

<b>SALE AND DISTRIBUTION OF THE BONDS.....</b>	<b>4</b>	TABLE 8 – DISTRICT TAX RATES.....	32
<b>MUNICIPAL BOND RATINGS AND INSURANCE .</b>	<b>4</b>	TABLE 9 – PRINCIPAL TAXPAYERS .....	32
<b>OFFICIAL STATEMENT SUMMARY .....</b>	<b>5</b>	<b>TAXING PROCEDURES .....</b>	<b>33</b>
<b>SELECTED FINANCIAL INFORMATION .....</b>	<b>8</b>	<b>LEGAL MATTERS .....</b>	<b>37</b>
<b>INTRODUCTION .....</b>	<b>9</b>	<b>TAX MATTERS.....</b>	<b>37</b>
<b>THE BONDS .....</b>	<b>9</b>	<b>CONTINUING DISCLOSURE OF INFORMATION</b>	<b>39</b>
<b>BOND INSURANCE .....</b>	<b>14</b>	<b>FINANCIAL ADVISOR.....</b>	<b>40</b>
<b>BOND INSURANCE RISKS .....</b>	<b>16</b>	<b>OFFICIAL STATEMENT .....</b>	<b>40</b>
<b>BOOK-ENTRY-ONLY SYSTEM.....</b>	<b>17</b>	<b>LOCATION MAP</b>	
<b>USE AND DISTRIBUTION OF BOND PROCEEDS .</b>	<b>19</b>	<b>PHOTOGRAPHS</b>	
<b>SUMMARY OF COSTS .....</b>	<b>19</b>	<b>APPENDIX:</b>	
<b>RISK FACTORS .....</b>	<b>20</b>	<b>AUDITED FINANCIAL STATEMENT OF THE</b>	
<b>THE DISTRICT.....</b>	<b>25</b>	<b>DISTRICT.....</b>	<b>A</b>
<b>THE DEVELOPERS.....</b>	<b>27</b>	<b>SPECIMEN MUNICIPAL BOND INSURANCE</b>	
<b>THE SYSTEM .....</b>	<b>28</b>	<b>POLICY .....</b>	<b>B</b>
TABLE 1 – OPERATING REVENUES AND EXPENSES			
STATEMENT .....	28		
TABLE 2 – DEBT SERVICE SCHEDULE .....	29		
<b>FINANCIAL STATEMENT .....</b>	<b>30</b>		
TABLE 3 – ASSESSED VALUE .....	30		
TABLE 4 – UNLIMITED TAX BONDS AUTHORIZED BUT			
UNISSUED .....	30		
TABLE 5 – CASH AND INVESTMENT BALANCES .....	30		
TABLE 6 – CURRENT INVESTMENTS .....	31		
<b>TAX DATA .....</b>	<b>31</b>		
TABLE 7 – TAX COLLECTIONS .....	31		

The cover and inside cover page hereof, this page, the appendices included herein and any addenda, supplement or amendment hereto, are part of the Official Statement.

## **SALE AND DISTRIBUTION OF THE BONDS**

**AWARD OF THE BONDS . . .** After requesting competitive bids for the Bonds, the District accepted the bid resulting in the lowest net effective interest rate, which bid was tendered by SAMCO Capital Markets, Inc. (the “Initial Purchaser”) bearing the interest rates shown on the inside cover page hereof, at a price of approximately 97.005% of the par value thereof which resulted in a net effective interest rate of 4.718559% as calculated pursuant to Chapter 1204 of the Texas Government Code, as amended (the “IBA” method).

**PRICES AND MARKETABILITY . . .** The delivery of the Bonds is conditioned upon the receipt by the District of a certificate executed and delivered by the Initial Purchaser on or before the date of delivery of the Bonds stating the prices at which a substantial amount of the Bonds of each maturity has been sold to the public. For this purpose, the term “public” shall not include any person who is a bond house, broker or similar person acting in the capacity of underwriter or wholesaler. Otherwise, the District has no understanding with the Initial Purchaser regarding the reoffering yields or prices of the Bonds. Information concerning reoffering yields or prices is the responsibility of the Initial Purchaser.

The prices and other terms with respect to the offering and sale of the Bonds may be changed from time-to-time by the Initial Purchaser after the Bonds are released for sale, and the Bonds may be offered and sold at prices other than the initial offering prices, including sales to dealers who may sell the Bonds into investment accounts. In connection with the offering of the Bonds, the Initial Purchaser may over-allot or effect transactions which stabilize or maintain the market prices of the Bonds at levels above those which might otherwise prevail in the open market. Such stabilizing, if commenced, may be discontinued at any time.

The District has no control over trading of the Bonds in the secondary market. Moreover, there is no guarantee that a secondary market will be made in the Bonds. In such a secondary market, the difference between the bid and asked price of utility district bonds may be greater than the difference between the bid and asked price of bonds of comparable maturity and quality issued by more traditional municipal entities, as bonds of such entities are more generally bought, sold or traded in the secondary market.

**SECURITIES LAWS . . .** No registration statement relating to the offer and sale of the Bonds has been filed with the United States Securities and Exchange Commission under the Securities Act of 1933, as amended, in reliance upon the exemptions provided thereunder. The Bonds have not been registered or qualified under the Securities Act of Texas in reliance upon various exemptions contained therein, and the Bonds have not been registered or qualified under the securities laws of any other jurisdiction. The District assumes no responsibility for registration or qualification of the Bonds under the securities laws of any other jurisdiction in which the Bonds may be offered, sold or otherwise transferred. This disclaimer of responsibility for registration or qualification for sale or other disposition of the Bonds shall not be construed as an interpretation of any kind with regard to the availability of any exemption from securities registration or qualification provisions in such other jurisdiction.

## **MUNICIPAL BOND RATINGS AND INSURANCE**

The Bonds have received an insured rating of “AA” (stable outlook) by S&P Global Ratings, a business unit of Standard & Poor’s Financial Services LLC (“S&P”) and “A1” (stable outlook) by Moody’s Investors Service, Inc. (“Moody’s”) by virtue of a municipal bond insurance policy to be issued by Assured Guaranty Municipal Corp. at the time of delivery of the Bonds. See “BOND INSURANCE RISKS.” The Bonds and the outstanding debt of the District have received an underlying rating of “Baa2” by Moody’s without regard to credit enhancement.

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## OFFICIAL STATEMENT SUMMARY

The following material is qualified in its entirety by the more detailed information and financial statements appearing elsewhere in this Official Statement. The offering of the Bonds to potential investors is made only by means of this entire Official Statement. No person is authorized to detach this summary from this Official Statement or to otherwise use it without the entire Official Statement.

### THE DISTRICT

<b>THE ISSUER.....</b>	Williamson County Municipal Utility District No. 25 (the “District”), a political subdivision of the State of Texas, was created by order of the Texas Commission on Environmental Quality (the “TCEQ” or the “Commission”), effective December 10, 2009 and confirmed pursuant to an election held within the District on May 8, 2010. The District was created for the purpose of providing, operating, and maintaining water, sewer, drainage, road and park facilities and operates pursuant to Chapters 49 and 54 of the Texas Water Code, as amended, and Article XVI, Section 59 of the Texas Constitution, as amended. See “THE DISTRICT – General.”
<b>LOCATION.....</b>	<p>The District is located in western Williamson County approximately 5 miles west of IH-35 on State Highway 29 and lies wholly inside of the extraterritorial jurisdiction of the City of Georgetown, Texas and within the boundaries of the Georgetown ISD, and the Leander ISD.</p> <p>The District is currently comprised of approximately 653.868 acres being developed as Water Oak and Parkside at the River, single-family residential communities. See “THE DISTRICT – Location” and “LOCATION MAP.”</p>
<b>THE DEVELOPERS.....</b>	The developers currently active within the District are ABG Water Oak Partners, Ltd, (“ABG”) a Texas Limited Partnership (whose general partner is Galo Construction, LLC, a Texas Limited Liability Company) and HM Parkside Development, Inc., a Texas Corporation (whose President is Blake Magee) (the “Developers”). The landowner for HM Parkside Development, Inc. is HM Parkside, LP (whose General Partner is Hanna Magee GP#1, Inc., a Texas Corporation whose President is Blake Magee). HM Parkside, LP currently owns 297.7 acres of land within the District. See “THE DEVELOPERS – Description of Developers.”
<b>DEVELOPMENT WITHIN THE DISTRICT .....</b>	<p>Of the approximately 653.868 acres within the District, approximately 602.37 acres are considered by the Developers to be developable, of which approximately 264.788 acres (or 43.96% of the developable acreage with the District) have been developed with utility facilities as the single-family residential subdivision of Water Oak. As of August 1, 2022, the development in the District consisted of 486 developed single-family lots, including 390 completed and occupied homes, 77 homes under construction and 19 vacant developed lots.</p> <p>To date, the Developers have advanced reimbursable expenditures in the approximate amount of \$44.5 million to construct water, wastewater and drainage facilities to serve the property within the District. Following the issuance of the Bonds, the District will still owe the Developers approximately \$25.7 for additional water, wastewater and drainage facilities which have been constructed to date (net of \$600,000 previously reimbursed from the District’s cash reserves and not including eligible road improvements of approximately \$7.1 million).</p>
<b>HOMEBUILDERS.....</b>	Homebuilders currently constructing homes within the District include: Chesmar Homes, Highland Homes, MI Homes, Coventry Homes (MHI), Meritage Homes and Sitterle Homes (the “Homebuilders”). The homes range in price from \$450,000 to over \$1,000,000 with square footage ranging from 1,500 to 4,400. See “THE DEVELOPER – Homebuilders within the District.”

## THE BONDS

DESCRIPTION .....	The Bonds are being issued pursuant to a resolution authorizing the issuance of the Bonds adopted by the District's Board of Directors (the "Board") as fully registered Bonds. The Bonds in the aggregate principal amount of \$9,000,000 mature as serial Bonds in varying amounts on August 15 of each year from 2024 through 2032 and 2035 and as Term Bonds maturing on August 15 in the years 2034, 2037, 2039, 2041, 2044 and 2047 in the principal amounts set forth on the inside cover page hereof. Interest accrues from the Date of Initial Delivery and is payable February 15, 2023 and each August 15 and February 15 thereafter until maturity or earlier redemption. The Bonds are offered in fully registered form in integral multiples of \$5,000 for any one maturity. See "THE BONDS – General Description."
REDEMPTION .....	The District reserves the right to redeem, prior to maturity, in integral multiples of \$5,000, those Bonds maturing on and after August 15, 2028 in whole or in part, on August 15, 2027, or on any date thereafter at a price of par plus accrued interest from the most recent interest payment date to the date fixed for redemption. See "THE BONDS – Optional Redemption." Additionally, Term Bonds maturing on August 15 in the years 2034, 2037, 2039, 2041, 2044 and 2047 are subject to mandatory sinking fund redemption. See "THE BONDS – Mandatory Sinking Fund Redemption."
SOURCE OF PAYMENT .....	The Bonds are payable from an annual ad valorem tax without legal limitation as to rate or amount, levied upon all taxable property within the District. See "TAXING PROCEDURES." <b>The Bonds are obligations solely of the District and are not obligations of the City of Georgetown; Williamson County, Texas; the State of Texas (the "State"); or any entity other than the District.</b> See "THE BONDS – Source of and Security for Payment."
PAYMENT RECORD .....	The Bonds constitute the third installment of bonds issued by the District. The District has never defaulted on the payment of its outstanding bonds. See "FINANCIAL STATEMENT – Unlimited Tax Bonds Authorized but Unissued."
AUTHORITY FOR ISSUANCE .....	The Bonds are issued pursuant to Article XVI, Section 59 of the Texas Constitution and the general laws of the State including Chapters 49 and 54 of the Texas Water Code, as amended, a bond election held within the District on May 8, 2010, the approving order of the TCEQ and a resolution (the "Bond Resolution") adopted by the Board of Directors of the District on the date of the sale of the Bonds. See "THE BONDS – Authority for Issuance."
USE OF PROCEEDS .....	<p>A portion of the proceeds of the Bonds will be used to finance the following projects: (i) construction, engineering and legal costs associated with water, wastewater and drainage improvements to Water Oak North Sections 1, 3 and 4; (ii) construction costs and easement acquisition related to the South Fork San Gabriel Wastewater Interceptor line; (iii) wastewater line costs in the Barton Tributary; (iv) easement expenses; (v) engineering and testing costs; and (vi) land costs associated with water quality ponds.</p> <p>The remaining Bond proceeds will be used to: (i) capitalize approximately six months' interest requirements on the Bonds; (ii) pay developer interest; and (iii) pay certain engineering costs and costs associated with the issuance of the Bonds. See "USE AND DISTRIBUTION OF BOND PROCEEDS."</p>
BONDS AUTHORIZED BUT UNISSUED .....	At an election held within the District on May 8, 2010, the voters within the District approved the issuance of \$803,000,000 in bonds for water, wastewater and drainage facilities and for the purpose of refunding such bonds. After the sale of the Bonds, the District will have \$779,950,000 remaining in authorized but unissued bonds. Additionally, at the election held in the District on May 8, 2010, the voters within the District also approved the issuance of \$156,000,000 in recreational facilities bonds and for the purpose of refunding such bonds and \$60,000,000 in road bonds and for the purpose of refunding such bonds. The District has not issued any park and recreational facilities bonds or road bonds. See "FINANCIAL STATEMENT – Outstanding Bonds" and "THE BONDS – Future Debt."

<b>MUNICIPAL BOND RATING AND INSURANCE ....</b>	The Bonds have received an insured rating of “AA” (stable outlook) by S&P Global Ratings, a business unit of Standard & Poor’s Financial Services LLC (“S&P”) and “A1” (stable outlook) by Moody’s Investors Service, Inc. (“Moody’s”) by virtue of a municipal bond insurance policy to be issued by Assured Guaranty Municipal Corp. at the time of delivery of the Bonds. See “BOND INSURANCE RISKS.” The Bonds and the outstanding debt of the District have received an underlying rating of “Baa2” by Moody’s without regard to credit enhancement.
<b>QUALIFIED TAX-EXEMPT OBLIGATIONS.....</b>	The District has designated the Bonds as “qualified tax-exempt obligations” within the meaning of Section 265(b) of the Internal Revenue Code of 1986, as amended. See “TAX MATTERS – Qualified Tax-Exempt Obligations for Financial Institutions.”
<b>BOND COUNSEL .....</b>	Allen Boone Humphries Robinson LLP, Austin, Texas
<b>GENERAL COUNSEL.....</b>	Allen Boone Humphries Robinson LLP, Austin, Texas
<b>DISCLOSURE COUNSEL .....</b>	Orrick, Herrington & Sutcliffe LLP, Austin, Texas
<b>FINANCIAL ADVISOR .....</b>	Specialized Public Finance Inc., Austin, Texas
<b>ENGINEER.....</b>	Jones & Heroy, Austin, Texas

## **RISK FACTORS**

The purchase and ownership of the Bonds involve certain risk factors and all prospective purchasers are urged to examine carefully the Official Statement, including particularly the section captioned “RISK FACTORS,” with respect to investment in the Bonds.

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**SELECTED FINANCIAL INFORMATION**  
(Unaudited as of August 16, 2022)

2020 Certified Taxable Assessed Valuation .....	\$	96,450,143	(a)
2021 Certified Taxable Assessed Valuation .....	\$	129,007,767	(a)
2022 Certified Taxable Assessed Valuation .....	\$	208,719,141	(a)
Estimated Taxable Assessed Valuation (as of June 21, 2022) .....	\$	258,400,000	(b)
Gross Direct Debt Outstanding .....	\$	22,765,000	(c)
Estimated Overlapping Debt .....		5,015,495	(d)
Gross Direct Debt Outstanding and Estimated Overlapping Debt .....	\$	27,780,495	
Ratios of Gross Direct Debt Outstanding to:			
2022 Certified Taxable Assessed Valuation .....		10.91%	
Ratios of Gross Direct Debt Outstanding and Estimated Overlapping Debt to:			
2022 Certified Taxable Assessed Valuation .....		13.31%	
2022 Tax Rate:			
Debt Service .....	\$	0.6000	
Maintenance & Operation .....		0.3200	
Total .....	\$	0.9200	(e)
General Operating Fund Balance as of August 16, 2022 (unaudited) .....	\$	1,237,856	
General Debt Service Balance as of August 16, 2022 (unaudited) .....	\$	889,428	
Average Annual Debt Service Requirement (2022-2047) .....	\$	1,320,883	(c)
Maximum Annual Debt Service Requirement (2039) .....	\$	1,685,300	(c)
Tax Rates Required to Pay Average Annual Debt Service (2022-2047) at a 95% Collection Rate			
Based upon 2022 Certified Taxable Assessed Valuation .....	\$	0.6662	
Tax Rates Required to Pay Maximum Annual Debt Service (2039) at a 95% Collection Rate			
Based upon 2022 Certified Taxable Assessed Valuation .....	\$	0.8500	
Number of Active Connections as of August 1, 2022:			
Total Developed Single-family Lots .....		486	
Single-family Homes – Completed & Occupied .....		390	
Single-family Homes – Completed & Unoccupied .....		0	
Single-family Homes – Under Construction .....		77	
Single-family – Vacant Developed Lots .....		19	
Estimated Population as of August 1, 2022 .....		1,365	(f)

- (a) Assessed valuation of the District as certified by the Williamson Central Appraisal District (“WCAD”). See “TAXING PROCEDURES.”
- (b) Estimated Taxable Assessed Valuation as provided by WCAD is shown for purposes of illustration only as of June 21, 2022. Taxes are levied based on value as certified by WCAD as of January 1 of each year. Consequently, this estimate will not be used to produce tax revenues for the District.
- (c) Includes the Bonds. See “THE SYSTEM – Debt Service Schedule.”
- (d) See “FINANCIAL STATEMENT – Estimated Overlapping Debt.”
- (e) The District levied a 2022 total tax rate of \$0.9200. See “Table 8 – District Tax Rates.”
- (f) Based upon 3.5 residents per completed and occupied single-family home.

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## OFFICIAL STATEMENT

Relating to

**\$9,000,000**

**WILLIAMSON COUNTY MUNICIPAL UTILITY DISTRICT NO. 25**  
*(A Political Subdivision of the State of Texas Located in Williamson County, Texas)*  
**UNLIMITED TAX BONDS, SERIES 2022**

### INTRODUCTION

This Official Statement provides certain information in connection with the issuance by the Williamson County Municipal Utility District No. 25 (the “District”), a political subdivision of the State of Texas (the “State”), of its \$9,000,000 Unlimited Tax Bonds, Series 2022 (the “Bonds”).

The Bonds are issued pursuant to a resolution (the “Bond Resolution”) adopted by the Board of Directors of the District (the “Board”) on the date of the sale of the Bonds, pursuant to Article XVI, Section 59 of the Constitution and general laws of the State, including Chapters 49 and 54 of the Texas Water Code, as amended, a bond election held within the District on May 8, 2010, and the approving order of the Texas Commission on Environmental Quality (the “TCEQ” or the “Commission”).

Unless otherwise indicated, capitalized terms used in this Official Statement have the same meaning assigned to such terms in the Bond Resolution.

Included in this Official Statement are descriptions of the Bonds and certain information about the District and its finances. ALL DESCRIPTIONS OF DOCUMENTS CONTAINED HEREIN ARE SUMMARIES ONLY AND ARE QUALIFIED IN THEIR ENTIRETY BY REFERENCE TO EACH SUCH DOCUMENT. Copies of such documents may be obtained from the District c/o Allen Boone Humphries Robinson LLP, 1108 Lavaca Street, Suite 510, Austin, Texas, 78701 or from the District’s Financial Advisor, Specialized Public Finance Inc., 248 Addie Roy Road, Suite B-103, Austin, Texas, 78746, upon payment of reasonable copying, mailing and handling charges.

### THE BONDS

**GENERAL DESCRIPTION . . .** The Bonds are dated November 17, 2022 and will mature on August 15 of the years and in the principal amounts, and will bear interest at the rates per annum, set forth on the inside cover page hereof. Interest on the Bonds will accrue from the Date of Initial Delivery, will be paid on February 15, 2023 and each August 15 and February 15 thereafter until maturity or earlier redemption and will be calculated on the basis of a 360-day year composed of twelve 30-day months. The Bonds will be issued in fully registered form only, without coupons, in denominations of \$5,000 or any integral multiple thereof, and when issued, will be registered in the name of Cede & Co., as registered owner and nominee for The Depository Trust Company (“DTC”), New York, New York, acting as securities depository for the Bonds until DTC resigns or is discharged. The Bonds initially will be available to purchasers in book-entry form only. So long as Cede & Co., as the nominee of DTC, is the registered owner of the Bonds, principal of and interest on the Bonds will be payable by the paying agent to DTC, which will be solely responsible for making such payment to the beneficial owners of the Bonds. The initial paying agent for the Bonds is UMB Bank, N.A., Austin, Texas (the “Paying Agent” or “Paying Agent/Registrar”).

**OPTIONAL REDEMPTION . . .** The District reserves the right, at its option, to redeem the Bonds maturing on and after August 15, 2028, prior to their scheduled maturities, in whole or in part, in integral multiples of \$5,000 on August 15, 2027, or any date thereafter, at a price of par value plus unpaid accrued interest from the most recent interest payment date to the date fixed for redemption. If less than all of the Bonds are redeemed at any time, the maturities of the Bonds to be redeemed will be selected by the District. If less than all the Bonds of a certain maturity are to be redeemed, the particular Bonds to be redeemed shall be selected by the Paying Agent/Registrar by lot or other random method (or by DTC in accordance with its procedures while the Bonds are in book-entry-only form).

If a Bond subject to redemption is in a denomination larger than \$5,000, a portion of such Bond may be redeemed, but only in integral multiples of \$5,000. Upon surrender of any Bond for redemption in part, the Paying Agent/Registrar shall authenticate and deliver in exchange therefor a Bond or Bonds of like maturity and interest rate in an aggregate principal amount equal to the unredeemed portion of the Bond so surrendered.

Notice of any redemption identifying the Bonds to be redeemed in whole or in part shall be given by the Paying Agent/Registrar at least thirty (30) days prior to the date fixed for redemption by sending written notice by first class mail to the Registered Owner of each Bond to be redeemed in whole or in part at the address shown on the Register. Such notices shall state the redemption date, the redemption price, the place at which the Bonds are to be surrendered for payment and, if less than all the Bonds outstanding are to be redeemed, the numbers of the Bonds or the portions thereof to be redeemed. Any notice given shall be conclusively presumed to have been duly given, whether or not the Registered Owner receives such notice. By the date fixed for redemption, due provision shall be made with the Paying Agent/Registrar for payment of the redemption price of the Bonds or portions thereof to be redeemed, plus accrued interest to the date fixed for redemption. When Bonds have been called for redemption in whole or in part and due provision has been made to redeem the same as herein provided, the Bonds or portions thereof so redeemed shall

no longer be regarded as outstanding except for the purpose of receiving payment solely from the funds so provided for redemption, and the rights of the Registered Owners to collect interest which would otherwise accrue after the redemption date on any Bond or portion thereof called for redemption shall terminate on the date fixed for redemption.

**MANDATORY SINKING FUND REDEMPTION . . .** The Bonds maturing on August 15 in the years 2034, 2037, 2039, 2041, 2044 and 2047 (the “Term Bonds”) are subject to mandatory sinking fund redemption prior to their stated maturity in the following amounts, on the following dates and at a price of par to the date of redemption:

Term Bonds Due August 15, 2034		Term Bonds Due August 15, 2037	
Redemption Date	Principal Amount	Redemption Date	Principal Amount
August 15, 2033	\$ 315,000	August 15, 2036	\$ 365,000
August 15, 2034*	330,000	August 15, 2037*	380,000

Term Bonds Due August 15, 2039		Term Bonds Due August 15, 2041	
Redemption Date	Principal Amount	Redemption Date	Principal Amount
August 15, 2038	\$ 400,000	August 15, 2040	\$ 440,000
August 15, 2039*	420,000	August 15, 2041*	465,000

Term Bonds Due August 15, 2044		Term Bonds Due August 15, 2047	
Redemption Date	Principal Amount	Redemption Date	Principal Amount
August 15, 2042	\$ 485,000	August 15, 2045	\$ 565,000
August 15, 2043	510,000	August 15, 2046	590,000
August 15, 2044*	535,000	August 15, 2047*	620,000

\*Stated Maturity.

The principal amount of the Term Bonds required to be redeemed pursuant to the operation of the mandatory sinking fund redemption provisions shall be reduced, at the option of the District, by the principal amount of any Term Bonds of the stated maturity which, at least 50 days prior to a mandatory redemption date, (1) shall have been acquired by the District, at a price not exceeding the principal amount of such Term Bonds plus accrued interest to the date of purchase thereof, and delivered to the Paying Agent for cancellation, (2) shall have been purchased and cancelled by the Paying Agent at the request of the District with monies in the Debt Service Fund at a price not exceeding the principal amount of the Term Bonds plus accrued interest to the date of purchase thereof, or (3) shall have been redeemed pursuant to the optional redemption provisions and not theretofore credited against a mandatory sinking fund redemption requirement.

**DTC REDEMPTION PROVISION . . .** The Paying Agent/Registrar and the District, so long as a book-entry-only system (“Book-Entry-Only-System”) is used for the Bonds, will send any notice of redemption or other notices with respect to the Bonds only to DTC. Any failure by DTC to advise any DTC Participant, as herein defined, or of any Direct Participant or Indirect Participant, as herein defined, to notify the beneficial owner, shall not affect the validity of the redemption of Bonds called for redemption or any other action premised on any such notice. Redemption of portions of the Bonds by the District will reduce the outstanding principal amount of such Bonds held by DTC. In such event, DTC may implement, through its Book-Entry-Only System, a redemption of such Bonds held for the account of DTC Participants in accordance with its rules or other agreements with DTC Participants and then Direct Participants and Indirect Participants may implement a redemption of such Bonds and such redemption will not be conducted by the District or the Paying Agent/Registrar. Neither the District nor the Paying Agent/Registrar will have any responsibility to the DTC Participants.

Indirect Participants or the persons for whom DTC Participants act as nominees with respect to the payments on the Bonds or the providing of notice to Direct Participants, Indirect Participants, or beneficial owners of the selection of portions of the Bonds for redemption.

**TERMINATION OF BOOK-ENTRY-ONLY SYSTEM . . .** The District is initially utilizing the Book-Entry-Only System of DTC. See “BOOK-ENTRY-ONLY SYSTEM.” In the event that the Book-Entry-Only System is discontinued by DTC or the District, the following provisions will be applicable to the Bonds.

*Payment . . .* Principal of the Bonds will be payable at maturity to the registered owners as shown by the registration books maintained by the Paying Agent upon presentation and surrender of the Bonds to the Paying Agent at the designated office for payment of the Paying Agent in Austin, Texas (the “Designated Payment/Transfer Office”). Interest on the Bonds will be payable by check or draft, dated as of the applicable interest payment date, sent by the Paying Agent by United States mail, first-class, postage prepaid, to the registered owners at their respective addresses shown on such records, or by such other method acceptable to the Paying Agent requested by registered owner at the risk and expense of the registered owner. If the date for the payment of the principal of or interest on the Bonds shall be a Saturday, Sunday, legal holiday, or day on which banking institutions in the city

where the Designated Payment/Transfer Office of the Paying Agent is located are required or authorized by law or executive order to close, then the date for such payment shall be the next succeeding day which is not a Saturday, Sunday, legal holiday, or day on which banking institutions are required or authorized to close, and payment on such date shall for all purposes be deemed to have been made on the original date payment was due.

*Registration . . .* If the Book-Entry-Only System is discontinued, the Bonds may be transferred and re-registered on the registration books of the Paying Agent only upon presentation and surrender thereof to the Paying Agent at the Designated Payment/Transfer Office. A Bond also may be exchanged for a Bond or Bonds of like maturity and interest and having a like aggregate principal amount or maturity amount, as the case may, upon presentation and surrender at the Designated Payment/Transfer Office. All Bonds surrendered for transfer or exchange must be endorsed for assignment by the execution by the registered owner or his duly authorized agent of an assignment form on the Bonds or other instruction of transfer acceptable to the Paying Agent. Transfer and exchange of Bonds will be without expense or service charge to the registered owner, except for any tax or other governmental charges required to be paid with respect to such transfer or exchange. A new Bond or Bonds, in lieu of the Bond being transferred or exchanged, will be delivered by the Paying Agent to the registered owner, at the Designated Payment/Transfer Office of the Paying Agent or by United States mail, first-class, postage prepaid. To the extent possible, new Bonds issued in an exchange or transfer of Bonds will be delivered to the registered owner not more than three (3) business days after the receipt of the Bonds to be canceled in the exchange or transfer in the denominations of \$5,000 or any integral multiple thereof.

*Limitation on Transfer of Bonds . . .* Neither the District nor the Paying Agent shall be required to make any transfer, conversion or exchange to an assignee of the registered owner of the Bonds (i) during the period commencing on the close of business on the fifteenth (15th) calendar day of the month (whether or not a business day) preceding each interest payment date (the "Record Date") and ending with the opening of business on the next following principal or interest payment date or (ii) with respect to any Bond called for redemption, in whole or in part, within forty-five (45) days of the date fixed for redemption; provided, however, such limitation of transfer shall not be applicable to an exchange by the registered owner of the uncalled balance of a Bond.

*Replacement Bonds . . .* If a Bond is mutilated, the Paying Agent will provide a replacement Bond in exchange for the mutilated bond. If a Bond is destroyed, lost or stolen, the Paying Agent will provide a replacement Bond upon (i) the filing by the registered owner with the Paying Agent of evidence satisfactory to the Paying Agent of the destruction, loss or theft of the Bond and the authenticity of the registered owner's ownership and (ii) the furnishing to the Paying Agent of indemnification in an amount satisfactory to hold the District and the Paying Agent harmless. All expenses and charges associated with such indemnity and with the preparation, execution and delivery of a replacement Bond must be borne by the registered owner. The provisions of the Bond Resolution relating to the replacement Bonds are exclusive and to the extent lawful, preclude all other rights and remedies with respect to the replacement and payment of mutilated, destroyed, lost or stolen Bonds.

**AUTHORITY FOR ISSUANCE . . .** At an election held within the District on May 8, 2010, voters within the District authorized a total of \$803,000,000 in unlimited tax bonds for water, wastewater and drainage facilities and for the purpose of refunding such bonds. The Bonds constitute the third installment of bonds issued by the District. After the sale of the Bonds, \$779,950,000 principal amount of District bonds will remain authorized but unissued for water, wastewater and drainage facilities. Additionally, at the election held in the District on May 8, 2010, the voters within the District also approved the issuance of \$156,000,000 in recreational facility bonds and for the purpose of refunding such bonds and \$60,000,000 in road bonds and for the purpose of refunding such bonds. The District has not issued any park and recreational facilities bonds or road bonds. The Bonds are issued pursuant to the terms and provisions of the Bond Resolution; Chapters 49 and 54 of the Texas Water Code, as amended, Article XVI, Section 59 of the Texas Constitution and general laws of the State of Texas relating to the issuance of bonds by political subdivisions of the State of Texas. The issuance of the Bonds has been approved by an order of the TCEQ dated August 30, 2022.

**SOURCE OF PAYMENT . . .** The Bonds will be payable from and secured by a pledge of the proceeds of a continuing, direct, annual ad valorem tax without legal limitation as to rate or amount levied against all taxable property located within the District. The Board covenants in the Bond Resolution that, while any of the Bonds are outstanding and it will levy an annual ad valorem tax and will undertake to collect such a tax against all taxable property within the District at a rate from year to year sufficient, full allowance being made for anticipated delinquencies, to pay interest on the Bonds as it becomes due, pay the principal of the Bonds when due or the redemption price at any earlier required redemption date, and to pay the expenses of assessing and collecting such tax. The net proceeds from taxes levied to pay debt service on the Bonds are required to be placed in a special account of the District designated its "Debt Service Fund" for the Bonds.

The Bonds are obligations solely of the District and are not obligations of the City; Williamson County, Texas; the State; or any political subdivision or entity other than the District.

**PAYMENT RECORD . . .** The Bonds constitute the third installment of bonds issued by the District. The District has never defaulted on the payment of its outstanding bonds.

**FUNDS . . .** In the Bond Resolution, the Debt Service Fund is confirmed, and the proceeds from all taxes levied, assessed and collected for and on account of the Bonds authorized by the Bond Resolution shall be deposited, as collected, in such fund.

Accrued interest and capitalized interest on the Bonds shall be deposited into the Debt Service Fund upon receipt. The remaining proceeds from sale of the Bonds, including interest earnings thereon, shall be deposited into the Capital Projects Fund and used to reimburse the Developer for the costs of acquiring or constructing District facilities on behalf of the District, pay interest on such

reimbursements and pay the costs of issuing the Bonds. See “Use and Distribution of Bond Proceeds” for a more complete description of the use of Bond proceeds.

**DEFEASANCE OF OUTSTANDING BONDS . . .** The Bond Resolution provides that the District may discharge its obligations to the Registered Owners of any or all of the Bonds to pay principal, interest, and redemption price thereon in any manner permitted by law. Under current Texas law, such discharge may be accomplished either (i) by depositing with the Comptroller of Public Accounts of the State of Texas a sum of money equal to the principal of, premium, if any, and all interest to accrue on the Bonds to maturity or redemption or (ii) by depositing with any place of payment (paying agent) of the Bonds or other obligations of the District payable from revenues or from ad valorem taxes or both, amounts sufficient to provide for the payment and/or redemption of the Bonds; provided that such deposits may be invested and reinvested only in (a) direct noncallable obligations of the United States of America, (b) noncallable obligations of an agency or instrumentality of the United States, including obligations that are unconditionally guaranteed or insured by the agency or instrumentality and that, on the date the governing body of the District adopts or approves the proceedings authorizing the issuance of refunding bonds, are rated as to investment quality by a nationally recognized investment rating firm not less than “AAA” or its equivalent, and (c) noncallable obligations of a state or an agency or a county, municipality, or other political subdivision of a state that have been refunded and that, on the date the governing body of the District adopts or approves the proceedings authorizing the issuance of refunding bonds, are rated as to investment quality by a nationally recognized investment rating firm not less than “AAA” or its equivalent, and which mature and/or bear interest payable at such times and in such amounts as will be sufficient to provide for the scheduled payment and/or redemption of the Bonds.

Upon such deposit as described above, such Bonds shall no longer be regarded as outstanding or unpaid. After firm banking and financial arrangements for the discharge and final payment or redemption of the Bonds have been made as described above, all rights of the District to initiate proceedings to call the Bonds for redemption or take any other action amending the terms of the Bonds are extinguished; provided, however, that the right to call the Bonds for redemption is not extinguished if the District: (i) in the proceedings providing for the firm banking and financial arrangements, expressly reserves the right to call the Bonds for redemption; (ii) gives notice of the reservation of that right to the owners of the Bonds immediately following the making of the firm banking and financial arrangements; and (iii) directs that notice of the reservation be included in any redemption notices that it authorizes.

There is no assurance that the current law will not be changed in the future in a manner which would permit investments other than those described above to be made with amounts deposited to defease the Bonds.

**PAYING AGENT/REGISTRAR . . .** UMB Bank, N.A. in Austin, Texas is the initial paying agent/registrar (the “Paying Agent/Registrar,” “Paying Agent” or “Registrar”) for the Bonds. So long as any Bonds remain outstanding, the Paying Agent/Registrar shall keep the register at its principal payment office and, subject to such reasonable regulations as it may prescribe, the Paying Agent/Registrar shall provide for the registration and transfer of Bonds in accordance with the terms of the Bond Resolution. While the Bonds are in the Book-Entry-Only System, the Bonds will be registered in the name of Cede & Co. and will not be transferred. See “BOOK-ENTRY-ONLY SYSTEM.”

**REGISTRATION AND TRANSFER . . .** So long as any Bonds remain outstanding, the Paying Agent/Registrar shall keep the register at its principal payment office and, subject to such reasonable regulations as it may prescribe, the Paying Agent/Registrar shall provide for the registration and transfer of Bonds in accordance with the terms of the Bond Resolution. While the Bonds are in the Book-Entry-Only System, the Bonds will be registered in the name of Cede & Co. and will not be transferred. See “BOOK-ENTRY-ONLY SYSTEM.”

**REPLACEMENT OF PAYING AGENT/REGISTRAR . . .** Provision is made in the Bond Resolution for replacement of the Paying Agent/Registrar. If the Paying Agent/Registrar is replaced by the District, the new paying agent/registrar shall act in the same capacity as the previous Paying Agent/Registrar. Any paying agent/registrar selected by the District shall be a national or state banking institution, a corporation organized and doing business under the laws of the United States of America or of any State, authorized under such laws to exercise trust powers, and subject to supervision or examination by federal or state authority, to act as Paying Agent/Registrar for the Bonds.

**LOST, STOLEN OR DESTROYED BONDS . . .** In the event the Book-Entry-Only System is discontinued, upon the presentation and surrender to the Paying Agent/Registrar of a mutilated Bond, the Paying Agent/Registrar shall authenticate and deliver in exchange therefor a replacement Bond of like maturity, interest rate and principal amount, bearing a number not contemporaneously outstanding. If any Bond is lost, stolen or destroyed, the District, pursuant to the applicable laws of the State of Texas and in the absence of notice or knowledge that such Bond has been acquired by a bona fide purchaser, shall, upon receipt of certain documentation from the Registered Owner and an indemnity bond, execute and the Paying Agent/Registrar shall authenticate and deliver a replacement Bond of like maturity, interest rate and principal amount bearing a number not contemporaneously outstanding. Registered Owners of lost, stolen or destroyed bonds will be required to pay the District’s costs to replace such bond. In addition, the District or the Paying Agent/Registrar may require the Registered Owner to pay a sum sufficient to cover any tax or other governmental charge that may be imposed.

**RECORD DATE . . .** The record date (“Record Date”) for the interest payable on the Bonds on any interest payment date means the close of business on the last calendar day of the month (whether or not a business day) preceding such interest payment date.

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, initially UMB Bank, Austin, Texas (the "Paying Agent/Registrar"), if and when funds for the payment of such interest have been received from the District. Notice of the Special Record Date and of the scheduled payment date of the past due interest ("Special Payment Date," 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 Holder of a Bond appearing on the registration books of the Paying Agent/Registrar at the close of business on the last business day next preceding the date of mailing of such notice.

**ISSUANCE OF ADDITIONAL DEBT . . .** According to the District's engineer, the \$779,950,000 in principal amount of bonds authorized but unissued (after issuance of the Bonds), should be sufficient to reimburse the developer for the water, wastewater and drainage development within the District. In addition, voters may authorize the issuance of additional bonds or other contractual obligations secured by ad valorem taxes. The District also has the right to issue refunding bonds, as well as revenue bonds and notes without voter approval. Additionally, at the election held in the District on May 8, 2010, the voters within the District also approved the issuance of \$156,000,000 in recreational facility bonds and \$60,000,000 in road bonds. See "FINANCIAL STATEMENT – Authorized But Unissued Bonds." The District has not issued any park and recreational facilities bonds or road bonds. Neither State law nor the Bond Resolution imposes a limitation on the amount of additional bonds which may be issued by the District. Any additional bonds issued by the District may dilute the security of the Bonds. See "RISK FACTORS." The District does not employ any formula with respect to assessed valuations, tax collections or otherwise to limit the amount of parity bonds which it may issue. The issuance of additional bonds may be subject to approval of the TCEQ pursuant to its rules regarding issuance and feasibility of bonds. In addition, future changes in health or environmental regulations could require the construction and financing of additional improvements without any corresponding increases in taxable value in the District. Further, the principal amount of park and recreational facilities bonds sold by the District is limited to one percent of the District's certified taxable assessed valuation, unless effective June 14, 2021, the District meets certain financial feasibility requirements under the TCEQ rules, in which case the outstanding principal amount of such bonds issued by the District may exceed an amount equal to one percent but not three percent of the value of the taxable property in the District.

**LEGAL INVESTMENT AND ELIGIBILITY TO SECURE PUBLIC FUNDS IN TEXAS . . .** Pursuant to Section 49.186 of the Texas Water Code, bonds, notes or other obligations issued by a municipal utility district "shall be legal and authorized investments for all banks, trust companies, building and loan associations, savings and loan associations, insurance companies of all kinds and types, fiduciaries, and trustees, and for all interest and sinking funds and other public funds of the State, and all agencies, subdivisions, and instrumentalities of the State, including all counties, cities, towns, villages, school districts and all other kinds and types of districts, public agencies and bodies politic." Additionally, Section 49.186 of the Texas Water Code provides that bonds, notes or other obligations issued by a municipal utility district are eligible and lawful security for all deposits of public funds of the State and all agencies, subdivisions and instrumentalities of the State. For political subdivisions in Texas which have adopted investment policies and guidelines in accordance with the Public Funds Investment Act (Texas Government Code, Chapter 2256) (the "PFIA"), the Bonds may have to be assigned a rating of not less than "A" or its equivalent as to investment quality by a national rating agency before such obligations are eligible investments for sinking funds and other public funds.

The District makes no representation that the Bonds will be acceptable to banks, savings and loan associations, or public entities for investment purposes or to secure deposits of public funds. The District has made no investigation of other laws, regulations or investment criteria which might apply to or otherwise limit the availability of the Bonds for investment or collateral purposes. Prospective purchasers are urged to carefully evaluate the investment quality of the Bonds and as to the acceptability of the Bonds for investment or collateral purposes.

**REMEDIES IN EVENT OF DEFAULT . . .** If the District defaults in the payment of principal, interest, or redemption price on the Bonds when due, or if it fails to make payments into any fund or funds created in the Bond Resolution, or defaults in the observation or performance of any other covenants, conditions, or obligations set forth in the Bond Resolution, the Registered Owners have the statutory right of a writ of mandamus issued by a court of competent jurisdiction requiring the District and its officials to observe and perform the covenants, obligations, or conditions prescribed in the Bond Resolution. Except for mandamus, the Bond Resolution does not specifically provide for remedies to protect and enforce the interests of the Registered Owners. There is no acceleration of maturity of the Bonds in the event of default and, consequently, the remedy of mandamus may have to be relied upon from year to year. Further, there is no trust indenture or trustee, and all legal actions to enforce such remedies would have to be undertaken at the initiative of, and be financed by, the Registered Owners. Statutory language authorizing local governments such as the District to sue and be sued does not waive the local government's sovereign immunity from suits for money damages, so that in the absence of other waivers of such immunity by the Texas Legislature, a default by the District in its covenants in the Bond Resolution may not be reduced to a judgment for money damages. Even if such a judgment against the District were obtained, it could not be enforced by direct levy and execution against the District's property. Further, the Registered Owners cannot themselves foreclose on property within the District or sell property within the District to enforce the tax lien on taxable property to pay the principal of and interest on the Bonds. The enforceability of the rights and remedies of the Registered Owners may be limited further by a State of Texas statute reasonably required to attain an important public purpose or by laws relating to bankruptcy, reorganization or other similar laws of general application affecting the rights of creditors of political subdivisions, such as the District. Certain traditional legal remedies also may not be available.

**CONSOLIDATION . . .** A district (such as the District) has the legal authority to consolidate with other districts and, in connection therewith, to provide for the consolidation of its water system with the water system(s) of the district(s) with which it is

consolidating. The revenues of the consolidated system may be pledged equally to all first lien bonds of the consolidating districts. No representation is made that the District will consolidate its water system with any other district.

**ANNEXATION . . .** The District lies within the extraterritorial jurisdiction of the City. Under State law, the City cannot annex territory within a district unless it annexes the entire district. At such time as it is permissible pursuant to law for the District to be annexed, and the City does annex, the City will assume the District's assets and obligations (including the debt service on the Bonds) and dissolve the District. Annexation of territory by Georgetown is a policy-making matter within the discretion of the Mayor and City Council of the City and therefore, the District makes no representation that the City will ever annex the District and assume its debt.

**ALTERATION OF BOUNDARIES . . .** In certain circumstances, under State law the District may alter its boundaries to: (i) upon satisfying certain conditions, annex additional territory; and (ii) exclude land subject to that taxation within the District that does not need to utilize the service of District facilities if certain conditions are satisfied including the District simultaneously annexes land of at least equal value that may be practicably served by District facilities. No representation is made concerning the likelihood that the District would effect any change in its boundaries.

**APPROVAL OF THE BONDS . . .** The Attorney General of Texas must approve the legality of the Bonds prior to their delivery. The Attorney General of Texas does not pass upon or guarantee the quality of the Bonds as an investment, nor does he pass upon the adequacy or accuracy of the information contained in this Official Statement.

## **BOND INSURANCE**

**BOND INSURANCE POLICY . . .** Concurrently with the issuance of the Bonds, Assured Guaranty Municipal Corp. ("AGM" or the "Bond Insurer") will issue its Municipal Bond Insurance Policy for the Bonds (the "Policy"). The Policy guarantees the scheduled payment of principal of and interest on the Bonds when due as set forth in the form of the Policy included as an appendix to this Official Statement.

The Policy is not covered by any insurance security or guaranty fund established under New York, California, Connecticut or Florida insurance law.

**ASSURED GUARANTY MUNICIPAL CORP. . . .** AGM is a New York domiciled financial guaranty insurance company and an indirect subsidiary of Assured Guaranty Ltd. ("AGL"), a Bermuda-based holding company whose shares are publicly traded and are listed on the New York Stock Exchange under the symbol "AGO." AGL, through its operating subsidiaries, provides credit enhancement products to the U.S. and international public finance (including infrastructure) and structured finance markets and asset management services. Neither AGL nor any of its shareholders or affiliates, other than AGM, is obligated to pay any debts of AGM or any claims under any insurance policy issued by AGM.

AGM's financial strength is rated "AA" (stable outlook) by S&P Global Ratings, a business unit of Standard & Poor's Financial Services LLC ("S&P"), "AA+" (stable outlook) by Kroll Bond Rating Agency, Inc. ("KBRA") and "A1" (stable outlook) by Moody's Investors Service, Inc. ("Moody's"). Each rating of AGM should be evaluated independently. An explanation of the significance of the above ratings may be obtained from the applicable rating agency. The above ratings are not recommendations to buy, sell or hold any security, and such ratings are subject to revision or withdrawal at any time by the rating agencies, including withdrawal initiated at the request of AGM in its sole discretion. In addition, the rating agencies may at any time change AGM's long-term rating outlooks or place such ratings on a watch list for possible downgrade in the near term. Any downward revision or withdrawal of any of the above ratings, the assignment of a negative outlook to such ratings or the placement of such ratings on a negative watch list may have an adverse effect on the market price of any security guaranteed by AGM. AGM only guarantees scheduled principal and scheduled interest payments payable by the issuer of bonds insured by AGM on the date(s) when such amounts were initially scheduled to become due and payable (subject to and in accordance with the terms of the relevant insurance policy), and does not guarantee the market price or liquidity of the securities it insures, nor does it guarantee that the ratings on such securities will not be revised or withdrawn.

*Current Financial Strength Ratings:* On July 8, 2022, S&P announced it had affirmed AGM's financial strength rating of "AA" (stable outlook). AGM can give no assurance as to any further ratings action that S&P may take.

On March 18, 2022, Moody's announced it had upgraded AGM's insurance financial strength rating to "A1" (stable outlook) from "A2" (stable outlook). AGM can give no assurance as to any further ratings action that Moody's may take.

On October 20, 2021, KBRA announced it had affirmed AGM's insurance financial strength rating of "AA+" (stable outlook). AGM can give no assurance as to any further ratings action that KBRA may take.

For more information regarding AGM's financial strength ratings and the risks relating thereto, see AGL's Annual Report on Form 10-K for the fiscal year ended December 31, 2021.

*Capitalization of AGM:* At June 30, 2022:

- The policyholders' surplus of AGM was approximately \$2,779 million.
- The contingency reserve of AGM was approximately \$905 million.
- The net unearned premium reserves and net deferred ceding commission income of AGM and its subsidiaries (as described below) were approximately \$2,114 million. Such amount includes (i) 100% of the net unearned premium reserve and deferred ceding commission income of AGM, and (ii) the net unearned premium reserves and net deferred ceding commissions of AGM's wholly owned subsidiaries Assured Guaranty UK Limited ("AGUK") and Assured Guaranty (Europe) SA ("AGE").

The policyholders' surplus of AGM and the contingency reserves, net unearned premium reserves and deferred ceding commission income of AGM were determined in accordance with statutory accounting principles. The net unearned premium reserves and net deferred ceding commissions of AGUK and AGE were determined in accordance with accounting principles generally accepted in the United States of America.

*Incorporation of Certain Documents by Reference:* Portions of the following documents filed by AGL with the Securities and Exchange Commission (the "SEC") that relate to AGM are incorporated by reference into this Official Statement and shall be deemed to be a part hereof:

- (i) the Annual Report on Form 10-K for the fiscal year ended December 31, 2021 (filed by AGL with the SEC on February 25, 2022);
- (ii) the Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2022 (filed by AGL with the SEC on May 6, 2022); and
- (iii) the Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2022 (filed by AGL with the SEC on August 4, 2022).

All information relating to AGM included in, or as exhibits to, documents filed by AGL with the SEC pursuant to Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended, excluding Current Reports or portions thereof "furnished" under Item 2.02 or Item 7.01 of Form 8-K, after the filing of the last document referred to above and before the termination of the offering of the Bonds shall be deemed incorporated by reference into this Official Statement and to be a part hereof from the respective dates of filing such documents. Copies of materials incorporated by reference are available over the internet at the SEC's website at <http://www.sec.gov>, at AGL's website at <http://www.assuredguaranty.com>, or will be provided upon request to Assured Guaranty Municipal Corp.: 1633 Broadway, New York, New York 10019, Attention: Communications Department (telephone (212) 974-0100). Except for the information referred to above, no information available on or through AGL's website shall be deemed to be part of or incorporated in this Official Statement.

Any information regarding AGM included herein under the caption "BOND INSURANCE – Assured Guaranty Municipal Corp." or included in a document incorporated by reference herein (collectively, the "AGM Information") shall be modified or superseded to the extent that any subsequently included AGM Information (either directly or through incorporation by reference) modifies or supersedes such previously included AGM Information. Any AGM Information so modified or superseded shall not constitute a part of this Official Statement, except as so modified or superseded.

*Miscellaneous Matters:* AGM makes no representation regarding the Bonds or the advisability of investing in the Bonds. In addition, AGM has not independently verified, makes no representation regarding, and does not accept any responsibility for the accuracy or completeness of this Official Statement or any information or disclosure contained herein, or omitted herefrom, other than with respect to the accuracy of the information regarding AGM supplied by AGM and presented under the heading "BOND INSURANCE."

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## **BOND INSURANCE RISKS**

In the event of default of the payment of principal or interest with respect to the Bonds when all or some becomes due, any owner of the Bonds shall have a claim under the Policy for such payments. However, in the event of any acceleration of the due date of such principal by reason of mandatory or optional redemption the payments are to be made in such amounts and at such times as such payments would have been due had there not been any such acceleration. The Policy does not insure against redemption premium, if any. The payment of principal and interest in connection with mandatory or optional prepayment of the Bonds by the District which is recovered by the District from the Bond owner as a voidable preference under applicable bankruptcy law is covered by the insurance policy, however, such payments will be made by AGM at such time and in such amounts as would have been due absence such repayment by the District unless AGM chooses to pay such amounts at an earlier date.

Under most circumstances, default of payment of principal and interest does not obligate acceleration of the obligations of AGM without appropriate consent. AGM may direct and must consent to any remedies and AGM's consent may be required in connection with amendments to any applicable Bond documents.

In the event AGM is unable to make payment of principal and interest as such payments become due under the Policy, the Bonds are payable solely from the moneys received pursuant to the applicable Bond documents. In the event AGM becomes obligated to make payments with respect to the Bonds, no assurance is given that such event will not adversely affect the market price of the Bonds or the marketability (liquidity) for the Bonds.

The enhanced long-term ratings on the Bonds are dependent in part on the financial strength of AGM and its claim paying ability. AGM's financial strength and claims paying ability are predicated upon a number of factors which could change over time. No assurance is given that the long-term ratings of AGM and of the ratings on the Bonds insured by AGM will not be subject to downgrade and such event could adversely affect the market price of the Bonds or the marketability (liquidity) for the Bonds.

The obligations of AGM are contractual obligations and in an event of default by AGM, the remedies available may be limited by applicable bankruptcy law or state law related to insolvency of insurance companies.

Neither the District nor the Initial Purchaser has made an independent investigation into the claims paying ability of AGM and no assurance or representation regarding the financial strength or projected financial strength of AGM is given. Thus, when making an investment decision, potential investors should carefully consider the ability of the District to pay principal and interest on the Bonds and the claims paying ability of AGM, particularly over the life of the investment. See "BOND INSURANCE" herein for further information regarding AGM and the Policy, which includes further instructions for obtaining current financial information concerning AGM.

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## BOOK-ENTRY-ONLY SYSTEM

*This section describes how ownership of the Bonds is to be transferred and how the principal of, premium, if any, and interest on the Bonds are to be paid to and credited by the DTC while the Bonds are registered in its nominee's name. The information in this section concerning DTC and the Book-Entry-Only System has been provided by DTC for use in disclosure documents such as this Official Statement. The District believes the source of such information to be reliable, but takes no responsibility for the accuracy or completeness thereof.*

*The District cannot and does not give any assurance that (i) DTC will distribute payments of debt service on the Bonds, or redemption or other notices, to DTC Participants, (ii) DTC Participants or others will distribute debt service payments paid to DTC or its nominee (as the registered owner of the Bonds), or redemption or other notices, to the Beneficial Owners, or that they will do so on a timely basis, or (iii) DTC will serve and act in the manner described in this Official Statement. The current rules applicable to DTC are on file with the Securities and Exchange Commission, and the current procedures of DTC to be followed in dealing with DTC Participants are on file with DTC.*

DTC will act as securities depository for the Bonds. The Bonds will be issued as fully-registered securities in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered certificate will be issued for the Bonds, in the aggregate principal amount of such issue, and will be deposited with DTC.

DTC, the world's largest depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has a Standard & Poor's rating of "AA+." The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at [www.dtcc.com](http://www.dtcc.com).

Purchases of Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Bonds on DTC's records. The ownership interest of each actual purchaser of each Bond ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in Bonds, except in the event that use of the book-entry system for the Bonds is discontinued.

To facilitate subsequent transfers, all Bonds deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of Bonds with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Bonds may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Bonds, such as redemptions, tenders, defaults, and proposed amendments to the Bond documents. For example, Beneficial Owners of Bonds may wish to ascertain that the nominee holding the Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.

Redemption notices shall be sent to DTC. If less than all of the Bonds within a maturity are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such maturity to be redeemed.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to Bonds unless authorized by a Direct Participant in accordance with DTC's Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the District

as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

All payments on the Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the District or the Paying Agent/Registrar, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, the Paying Agent/Registrar, or the District, subject to any statutory or regulatory requirements as may be in effect from time to time. All payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) are the responsibility of the District or the Paying Agent/Registrar, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as depository with respect to the Bonds at any time by giving reasonable notice to the District or the Paying Agent/Registrar. Under such circumstances, in the event that a successor depository is not obtained, Bond certificates are required to be printed and delivered.

The District may decide to discontinue use of the system of book-entry-only transfers through DTC (or a successor securities depository). In that event, Bond certificates will be printed and delivered to DTC.

In reading this Official Statement it should be understood that while the Bonds are in the Book-Entry-Only System, references in other sections of this Official Statement to registered owners should be read to include the person for which the Participant acquires an interest in the Bonds, but (i) all rights of ownership must be exercised through DTC and the Book-Entry-Only System, and (ii) except as described above, notices that are to be given to registered owners under the Bond Resolution will be given only to DTC.

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## USE AND DISTRIBUTION OF BOND PROCEEDS

The construction costs below were compiled by Jones-Heroy & Associates, Inc. ("Jones-Heroy"), and were submitted to the TCEQ in the District's Bond Application. Non-construction costs are based upon either contract amounts or estimates of various costs by Specialized Public Finance, Inc. ("Financial Advisor"). The actual amounts to be reimbursed by the District and the non-construction costs will be finalized after the sale of the Bonds and reviewed by the District's auditor.

A portion of the proceeds of the Bonds will be used to finance the District's share of the following projects: (i) construction, engineering and legal costs associated with water, wastewater and drainage improvements to Water Oak North Sections 1, 3 and 4; (ii) construction costs and easement acquisition related to the South Fork San Gabriel Wastewater Interceptor line; (iii) wastewater line costs in the Barton Tributary; (iv) easement expenses; (v) engineering and testing costs; and (vi) land costs associated with water quality ponds. The remaining Bond proceeds will be used to: (i) capitalize approximately six months' interest requirements on the Bonds; (ii) pay developer interest; and (iii) pay certain engineering costs and costs associated with the issuance of the Bonds.

The estimated use and distribution of Bond proceeds is set forth below. Of the proceeds to be received from the sale of the Bonds, \$6,051,280 is estimated to be required for construction costs, and \$2,948,720 is estimated to be required for non-construction costs including \$212,335 of capitalized interest (approximately six months' interest at an interest rate of 4.72%).

### SUMMARY OF COSTS

<b>I. <u>CONSTRUCTION COSTS</u></b>	<b><u>District's Share</u></b>
<b>A. Developers Contribution Items</b>	
1. Water Oak North Section 3 – W, WW & D .....	\$ 1,355,630
2. Water Oak North Section 4 – W, WW & D .....	2,934,991
3. Water Oak North Section 1 – W, WW & D .....	16,668
Total Developers Contribution Items .....	\$ 4,307,289
<b>B. District Items</b>	
1. South Fork San Gabriel Wastewater Interceptor, Phase B & C1 .....	\$ 768,744
2. Barton Tributary Wastewater Line .....	300,686
3. Engineering and Testing (Item No. 1) .....	368,110
4. Easement Expenses (Item No. 1) .....	86,377
5. Land Acquisition – Water Quality Ponds .....	220,074
Total District Contribution Items .....	\$ 1,743,991
<b>Total Construction Costs (67.24% of BIR) .....</b>	<b>\$ 6,051,280</b>
<b>II. <u>NON-CONSTRUCTION COSTS</u></b>	
A. Legal Fees .....	\$ 220,000
B. Fiscal Agent Fees .....	157,500
C. Interest:	
1. Capitalized Interest (6 months estimated at 4.72%) .....	212,335
2. Developers Interest <sup>(a)</sup> .....	1,644,168
D. Bond Discount (3.00%) .....	269,507
E. Operating Expenses .....	286,852
F. Bond Issuance Expenses .....	42,450
G. Bond Application Report .....	60,000
H. Attorney General Fee (0.10%) .....	9,000
I. TCEQ Fee (0.25%) .....	22,500
J. Contingency <sup>(b)</sup> .....	24,408
<b>Total Non-Construction Costs .....</b>	<b>\$ 2,948,720</b>
<b>TOTAL BOND ISSUE REQUIREMENT .....</b>	<b>\$ 9,000,000</b>

(a) Based on an estimated interest rate of 5.25% and a projected funding date of November 17, 2022. The District has requested to reimburse more than two years of interest in accordance with 30 TAC § 293.50(b). The amount of Developers interest will be finalized in connection with the reimbursement report approved by the Board prior to disbursement of funds.

(b) The TCEQ, in its approval of the issuance of the Bonds, directed any surplus Bond proceeds to be shown as a contingency line item and be subject to the TCEQ rules on use of surplus Bond funds.

## RISK FACTORS

**GENERAL . . .** The Bonds, which are obligations of the District and are not obligations of the State; Williamson County, Texas; the City; or any other political subdivision, will be secured by a continuing direct annual ad valorem tax, without legal limitation as to rate or amount, levied on all taxable property located within the District. See “THE BONDS – Source of and Security for Payment.” The ultimate security for payment of principal of and interest on the Bonds depends on the ability of the District to collect from the property owners within the District all taxes levied against the property, or in the event of foreclosure, on the value of the taxable property with respect to taxes levied by the District and by other taxing authorities. The collection by the District of delinquent taxes owed to it and the enforcement by registered owners of the District’s obligation to collect sufficient taxes may be a costly and lengthy process. Furthermore, the District cannot and does not make any representations that continued development of property within the District will accumulate or maintain taxable values sufficient to justify continued payment by property owners or that there will be a market for the property. See “Registered Owners’ Remedies” below.

**INFECTIOUS DISEASE OUTLOOK (COVID-19) . . .** In March 2020, the World Health Organization and the President of the United States separately declared the outbreak of a respiratory disease caused by a novel coronavirus (“COVID-19”) to be a public health emergency. On March 13, 2020, the Governor of Texas (the “Governor”) declared a state of disaster for all counties in the State of Texas (the “State”) because of the effects of COVID-19. Subsequently, in response to a rise in COVID-19 infections in the State and pursuant to the Chapter 418 of the Texas Government Code, the Governor issued a number of executive orders intended to help limit the spread of COVID-19 and mitigate injury and the loss of life, including limitations imposed on business operations, social gatherings, and other activities.

Over the ensuing year, COVID-19 negatively affected commerce, travel and businesses locally and globally, and negatively affected economic growth worldwide and within the State. Following the widespread release and distribution of various COVID-19 vaccines in 2021 and a decrease in active COVID-19 cases generally in the United States, state governments (including Texas) have started to lift business and social limitations associated with COVID-19. Beginning in March 2021, the Governor issued various executive orders, which, among other things, rescinded and superseded prior executive orders and provide that there are currently no COVID-19 related operating limits for any business or other establishment except in counties with an “area with high hospitalizations” where a county judge may impose COVID-19 related mitigation strategies. Governor retains the right to impose additional restrictions on activities if needed to mitigate the effects of COVID-19. Additional information regarding executive orders issued by the Governor is accessible on the website of the Governor at <https://gov.texas.gov/>. Neither the information on, nor accessed through, such website of the Governor is incorporated by reference into this Official Statement.

With the decrease in the number of active COVID-19 cases and the easing or removal of associated governmental restrictions, economic activity has increased. However, there are no assurances that such increased economic activity will continue or continue at the same rate, especially if there are future outbreaks of COVID-19. The District has not experienced any decrease in property values, unusual tax delinquencies, or interruptions to service as a result of COVID-19; however the District cannot predict the long-term economic effect of COVID-19 or a similar virus should there be a reversal of economic activity and re-imposition of restrictions.

**FACTORS AFFECTING TAXABLE VALUES AND TAX PAYMENTS . . .** *Economic Factors, Interest Rates, Credit Availability and Residential Foreclosures:* A substantial percentage of the taxable value of the District results from the current market value of single-family residences and developed lots. The market value of such homes and lots is related to general economic conditions affecting the demand for and taxable value of residences. Demand for lots and residential dwellings can be significantly affected by factors such as interest rates, credit availability, construction costs, energy availability and the economic prosperity and demographic characteristics of the urban centers toward which the marketing of lots is directed. Decreased levels of construction activity would tend to restrict the growth of property values in the District or could adversely impact existing values.

Interest rates and the availability of credit, including mortgage and development funding, have a direct impact on the construction activity, particularly short-term interest rates at which the Developers and Homebuilders are able to obtain financing for development and construction costs. Interest rate levels and the general availability of credit may affect the ability of a landowner with undeveloped property to undertake and complete development activities within the District and the ability of potential homeowners to purchase homes. Because of the numerous and changing factors affecting the availability of funds, the District is unable to assess the future availability of such funds for continued development and construction within the District. In addition, the success of development within the District and growth of District taxable property values are, to a great extent, a function of the Austin metropolitan and regional economics.

**Competition . . .** The demand for single-family homes in the District could be affected by competition from other residential developments including other residential developments located in other utility districts located near the District. In addition to competition for new home sales from other developments, there are numerous previously-owned homes in more established neighborhoods closer to downtown Austin that are for sale. Such homes could represent additional competition for homes proposed to be sold within the District.

The competitive position of the Developers in the sale of developed lots and of prospective builders in the construction of single-family residential houses within the District is affected by most of the factors discussed in this section. Such a competitive position is directly related to the growth and maintenance of taxable values in the District and tax revenues to be received by the District.

The District can give no assurance that building and marketing programs in the District by the Developers will be implemented or, if implemented, will be successful.

***Developers under No Obligation to the District*** . . . There is no commitment from, or obligation of, any developer to proceed at any particular rate or according to any specified plan with the development of land or the construction of homes in the District, and there is no restriction on any landowner's right to sell its land, including any developer. Failure to construct taxable improvements on developed lots and tracts and failure of landowners to develop their land would restrict the rate of growth of taxable value in the District. The District is also dependent upon the Developers and the other principal taxpayers for the timely payment of ad valorem taxes, and the District cannot predict what the future financial condition of either will be or what effect, if any, such financial conditions may have on their ability to pay taxes. See "THE DEVELOPER" and "TAX DATA – Principal Taxpayers."

***Impact on District Tax Rates*** . . . Assuming no further development, the value of the land and improvements currently within the District will be the major determinant of the ability or willingness of the District property owners to pay their taxes. The 2022 Certified Taxable Assessed Valuation is \$208,719,141 (see "FINANCIAL STATEMENT"). After issuance of the Bonds, the Maximum Annual Debt Service Requirement will be \$1,685,300 (2039) and the Average Annual Debt Service Requirement will be \$1,320,883 (2022-2047, inclusive). A tax rate of \$0.8500/\$100 assessed valuation, at a 95% collection rate, would be necessary to pay the Maximum Annual Debt Service Requirement of \$1,685,300, and a tax rate of \$0.6662/\$100 assessed valuation at a 95% collection rate would be necessary to pay the Average Annual Debt Service Requirement of \$1,320,883 based upon the 2022 Certified Taxable Assessed Valuation.

***FUTURE AND PROPOSED LEGISLATION*** . . . Tax legislation, administrative actions taken by tax authorities, or court decisions, whether at the federal or state level, may adversely affect the tax-exempt status of interest on the Bonds under federal or state law and could affect the market price or marketability of the Bonds. Any such proposal could limit the value of certain deductions and exclusions, including the exclusion for tax-exempt interest. The likelihood of any such proposal being enacted cannot be predicted. Prospective purchasers of the Bonds should consult their own tax advisors regarding the foregoing matters.

***TAX COLLECTIONS AND FORECLOSURE REMEDIES*** . . . The District's ability to make debt service payments may be adversely affected by its inability to collect ad valorem taxes. Under State law, the levy of ad valorem taxes by the District constitutes a lien in favor of the District on a parity with the liens of all other local taxing authorities on the property against which taxes are levied, and such lien may be enforced by judicial foreclosure. The District's ability to collect ad valorem taxes through such foreclosure may be impaired by cumbersome, time-consuming and expensive collection procedures or market conditions affecting the marketability of taxable property within the District and limiting the proceeds from a foreclosure sale of such property. Moreover, the proceeds of any sale of property within the District available to pay debt service on the Bonds may be limited by the existence of other tax liens on the property (See "FINANCIAL STATEMENT – Estimated Overlapping Debt Statement"), by the current aggregate tax rate being levied against the property, and by other factors (a taxpayer may redeem property within six (6) months for commercial property and two (2) years for residential and all other types of property after the purchaser's deed issued at the foreclosure sale is filed in the county records). Finally, any bankruptcy court with jurisdiction over bankruptcy proceedings initiated by or against a taxpayer within the District pursuant to the Federal Bankruptcy Code could stay any attempt by the District to collect delinquent ad valorem taxes assessed against such taxpayer. In addition to the automatic stay against collection of delinquent taxes afforded a taxpayer during the pendency of a bankruptcy, a bankruptcy court could approve a confirmation plan which allows the debtor to make installment payments on delinquent taxes for up to six years and a bankruptcy court may reduce the amount of any taxes assessed against the debtor, including those that have already been paid.

***REGISTERED OWNERS' REMEDIES*** . . . In the event of default in the payment of principal of or interest on the Bonds, the registered owners have the right to seek a writ of mandamus, requiring the District to levy adequate taxes each year to make such payments. Except for mandamus, the Bond Resolution does not specifically provide for remedies to protect and enforce the interest of the registered owners. There is no acceleration of maturity of the Bonds in the event of default and, consequently, the remedy of mandamus may have to be relied upon from year to year. Although the registered owners could obtain a judgment against the District, such a judgment could not be enforced by direct levy and execution against the District's property. Further, the registered owners cannot themselves foreclose on property within the District or sell property within the District in order to pay the principal of and interest on the Bonds. The enforceability of the rights and remedies of the registered owners may further be limited by laws relating to bankruptcy, reorganization or other similar laws of general application affecting the rights of creditors of political subdivisions such as the District.

***BANKRUPTCY LIMITATION TO REGISTERED OWNERS' RIGHTS*** . . . The enforceability of the rights and remedies of registered owners may be limited by laws relating to bankruptcy, reorganization or other similar laws of general application affecting the rights of creditors of political subdivisions such as the District. Subject to the requirements of State law discussed below, a political subdivision such as the District may voluntarily file a petition for relief from creditors under Chapter 9 of the Federal Bankruptcy Code, 11 USC sections 901-946. The filing of such petition would automatically stay the enforcement of registered owners' remedies, including mandamus and the foreclosure of tax liens upon property within the District discussed above. The automatic stay would remain in effect until the federal bankruptcy judge hearing the case dismissed the petition, enters an order granting relief from the stay or otherwise allows creditors to proceed against the petitioning political subdivision. A political subdivision, such as the District, may qualify as a debtor eligible to proceed in a Chapter 9 case only if it (1) is specifically authorized to file for federal bankruptcy protection by applicable state law, (2) is insolvent or unable to meet its debts as they mature, (3) desires to effect a plan to adjust such debts, and (4) has either obtained the agreement of or negotiated in good faith with its creditors or is unable to negotiate with its creditors because negotiations are impracticable. Under State law a municipal utility district, such as the District,

must obtain the approval of the Commission as a condition to seeking relief under the Federal Bankruptcy Code. The Commission is required to investigate the financial condition of a financially troubled district and authorize such district to proceed under federal bankruptcy law only if such district has fully exercised its rights and powers under State law and remains unable to meet its debts and other obligations as they mature.

Notwithstanding noncompliance by a district with State law requirements, a district could file a voluntary bankruptcy petition under Chapter 9, thereby involving the protection of the automatic stay until the bankruptcy court, after a hearing, dismisses the petition. A federal bankruptcy court is a court of equity and federal bankruptcy judges have considerable discretion in the conduct of bankruptcy proceedings and in making the decision of whether to grant the petitioning district relief from its creditors. While such a decision might be applicable, the concomitant delay and loss of remedies to the registered owners could potentially and adversely impair the value of the registered owner's claim.

If a petitioning district were allowed to proceed voluntarily under Chapter 9 of the Federal Bankruptcy Code, it could file a plan for an adjustment of its debts. If such a plan were confirmed by the bankruptcy court, it could, among other things, affect a registered owner by reducing or eliminating the amount of indebtedness, deferring or rearranging the debt service schedule, reducing or eliminating the interest rate, modifying or abrogating collateral or security arrangements, substituting (in whole or in part) other securities, and otherwise compromising and modifying the rights and remedies of the registered owner's claim against a district.

**THE EFFECT OF THE FINANCIAL INSTITUTIONS ACT OF 1989 ON TAX COLLECTIONS OF THE DISTRICT . . .** The "Financial Institutions Reform, Recovery and Enforcement Act of 1989" ("FIRREA"), enacted on August 9, 1989, contains certain provisions which affect the time for protesting property valuations, the fixing of tax liens, and the collection of penalties and interest on delinquent taxes on real property owned by the Federal Deposit Insurance Corporation ("FDIC") when the FDIC is acting as the conservator or receiver of an insolvent financial institution.

Under FIRREA real property held by the FDIC is still subject to ad valorem taxation, but such act states (i) that no real property of the FDIC shall be subject to foreclosure or sale without the consent of the FDIC and no involuntary liens shall attach to such property, (ii) the FDIC shall not be liable for any penalties or fines, including those arising from the failure to pay any real or personal property tax when due and (iii) notwithstanding failure of a person to challenge an appraisal in accordance with state law, such value shall be determined as of the period for which such tax is imposed.

There has been little judicial determination of the validity of the provisions of FIRREA or how they are to be construed and reconciled with respect to conflicting state laws. However, certain recent federal court decisions have held that the FDIC is not liable for statutory penalties and interest authorized by State property tax law, and that although a lien for taxes may exist against real property, such lien may not be foreclosed without the consent of the FDIC, and no liens for penalties, fines, interest, attorneys fees, costs of abstract and research fees exist against the real property for the failure of the FDIC or a prior property owner to pay ad valorem taxes when due. It is also not known whether the FDIC will attempt to claim the FIRREA exemptions as to the time for contesting valuations and tax assessments made prior to and after the enactment of FIRREA. Accordingly, to the extent that the FIRREA provisions are valid and applicable to any property in the District, and to the extent that the FDIC attempts to enforce the same, these provisions may affect the timeliness of collection of taxes on property, if any, owned by the FDIC in the District, and may prevent the collection of penalties and interest on such taxes.

**MARKETABILITY . . .** The District has no understanding with the Initial Purchaser regarding the reoffering yields or prices of the Bonds and has no control over trading of the Bonds in the secondary market. Moreover, there is no assurance that a secondary market will be made in the Bonds. If there is a secondary market, the difference between the bid and asked price for the Bonds may be greater than the difference between the bid and asked price of bonds of comparable maturity and quality issued by more traditional issuers as such bonds are more generally bought, sold or traded in the secondary market.

**CONTINUING COMPLIANCE WITH CERTAIN COVENANTS . . .** Failure of the District to comply with certain covenants contained in the Bond Resolution on a continuing basis prior to the maturity of the Bonds could result in interest on the Bonds becoming taxable retroactively to the date of original issuance. See "TAX MATTERS."

**FUTURE DEBT . . .** The District has reserved in the Bond Resolution the right to issue the remaining \$779,950,000 authorized but unissued unlimited tax bonds (for water, wastewater and drainage facilities), the \$156,000,000 authorized but unissued unlimited tax bonds (for recreational facilities), the \$60,000,000 authorized but unissued unlimited tax bonds (for road facilities), and such additional bonds as may hereafter be approved by both the Board and voters of the District. All of the remaining \$779,950,000, \$156,000,000 and \$60,000,000 of unlimited tax bonds which have heretofore been authorized by the voters of the District may be issued by the District from time to time for qualified purposes, as determined by the Board of the District, subject to the approval of the Attorney General of the State of Texas and the TCEQ, as required. In the opinion of the District's engineer, the remaining authorization should be sufficient to reimburse the Developers for the development within the District. See "THE SYSTEM."

To date, the Developers have advanced reimbursable expenditures in the approximate amount of \$44.5 million to construct water, wastewater and drainage facilities to serve the property within the District. Following the issuance of the Bonds, the District will still owe the Developers approximately \$25.7 for additional water, wastewater and drainage facilities which have been constructed to date (net of \$600,000 previously reimbursed from the District's cash reserves and not including eligible road improvements of approximately \$7.1 million).

The District anticipates that it may issue the full principal amount of authorized but unissued bonds in installments over the coming years. Each future issue of bonds is intended to be sold at the earliest practicable date consistent with the maintenance of a reasonable tax rate in the District (assuming projected increases in the value of taxable property made at the time of issuance of the bonds are accurate). The District does not employ any formula with respect to assessed valuations, tax collections or otherwise to limit the amount of parity bonds which it may issue. The issuance of additional bonds is subject to approval by the Commission pursuant to its rules regarding issuance and feasibility of bonds. In addition, future changes in health or environmental regulations could require the construction and financing of additional improvements without any corresponding increases in taxable value in the District. The principal amount of park and recreational facilities bonds sold by the District is limited to one percent of the District's certified taxable assessed valuation, unless effective June 14, 2021, the District meets certain financial feasibility requirements under the TCEQ rules, in which case the outstanding principal amount of such bonds issued by the District may exceed an amount equal to one percent but not three percent of the value of the taxable property in the District. See "THE BONDS – Issuance of Additional Debt." See "FINANCIAL STATEMENT – Unlimited Tax Bonds Authorized But Unissued."

**GOVERNMENTAL APPROVAL . . .** As required by law, engineering plans, specifications and an estimate of construction costs for the facilities and services to be purchased or constructed by the District with the proceeds of the Bonds have been approved, subject to certain condition, by the TCEQ. See "USE AND DISTRIBUTION OF BOND PROCEEDS." The TCEQ approved the issuance of the Bonds by an order signed August 30, 2022. In addition, the Attorney General of Texas must approve the legality of the Bonds prior to their delivery.

Neither the TCEQ nor the Attorney General of Texas passes upon or guarantees the security of the Bonds as an investment, nor have the foregoing authorities passed upon the adequacy or accuracy of the information contained in this Official Statement.

**ENVIRONMENTAL REGULATION . . .** Wastewater treatment, water supply, storm sewer facilities and construction activities within the District are subject to complex environmental laws and regulations at the federal, state and local levels that may require or prohibit certain activities that affect the environment, such as:

- Requiring permits for construction and operation of water wells, wastewater treatment and other facilities;
- Restricting the manner in which wastes are treated and released into the air, water and soils;
- Restricting or regulating the use of wetlands or other properties; or
- Requiring remedial action to prevent or mitigate pollution.

Sanctions against a municipal utility district or other type of special purpose district for failure to comply with environmental laws and regulations may include a variety of civil and criminal enforcement measures, including assessment of monetary penalties, imposition of remedial requirements and issuance of injunctions to ensure future compliance. Environmental laws and compliance with environmental laws and regulations can increase the cost of planning, designing, constructing and operating water production and wastewater treatment facilities. Environmental laws can also inhibit growth and development within the District. Further, changes in regulations occur frequently, and any changes that result in more stringent and costly requirements could materially impact the District.

*Air Quality Issues.* Air quality control measures required by the United States Environmental Protection Agency (the "EPA") and the Texas Commission on Environmental Quality (the "TCEQ") may impact new industrial, commercial and residential development in the Austin area. Under the Clean Air Act ("CAA") Amendments of 1990, the five-county Austin area ("Austin Area")—Travis, Hays, Williamson, Bastrop, and Caldwell Counties—has been designated an attainment/unclassifiable area under three separate federal ozone standards: the one-hour (124 parts per billion ("ppb")) and eight-hour (84 ppb) standards promulgated by the EPA in 1997 ("the 1997 Ozone Standards"); the tighter, eight-hour ozone standard of 75 ppb promulgated by the EPA in 2008 ("the 2008 Ozone Standard"), and the EPA's most-recent promulgation of an even lower, 70 ppb eight-hour ozone standard in 2015 ("the 2015 Ozone Standard").

Although the Austin Area is currently in attainment, the Austin Area has been and continues to be near the non-attainment thresholds for ozone. Accordingly, it is possible that the Austin Area could be re-classified as a nonattainment area should ozone levels increase. A designation of nonattainment for ozone or any other pollutant could negatively impact business due to the additional permitting/regulatory constraints that accompany this designation and because of the community stigma associated with a nonattainment designation. In the past, the Austin Area has entered into agreements with the TCEQ to undertake voluntary actions to help avoid a nonattainment designation. Since 2004, the Austin Area has been party to a curtailment agreement with the TCEQ, and the Austin Area is currently part of an EPA Ozone Advance Program.

In order to comply with the EPA's ozone standards, the TCEQ has established a state implementation plan ("SIP") setting emission control requirements, some of which regulate the inspection and use of automobiles. These types of measures could impact how people travel, what distances people are willing to travel, where people choose to live and work, and what jobs are available in the Austin Area. It is possible that additional controls will be necessary to allow the Austin Area to maintain attainment with the ozone standards. Such additional controls could have a negative impact on the Austin Area's economic growth and development.

*Water Supply & Discharge Issues.* Water supply and discharge regulations that municipal utility districts, including the District, may be required to comply with involve: (1) groundwater well permitting and surface water appropriation; (2) public water supply systems; (3) wastewater discharges from treatment facilities; (4) storm water discharges; and (5) wetlands dredge and fill activities. Each of these is addressed below:

Certain governmental entities regulate groundwater usage in the Austin Area. A municipal utility district or other type of special purpose district that (i) is located within the boundaries of such an entity that regulates groundwater usage, and (ii) relies on local groundwater as a source of water supply, may be subject to requirements and restrictions on the drilling of water wells and/or the production of groundwater that could affect both the engineering and economic feasibility of district water supply projects.

Pursuant to the federal Safe Drinking Water Act (“SDWA”) and the EPA’s National Primary Drinking Water Regulations (“NPDWRs”), which are implemented by the TCEQ’s Water Supply Division, a municipal utility district’s provision of water for human consumption is subject to extensive regulation as a public water system. Municipal utility districts must generally provide treated water that meets the primary and secondary drinking water quality standards adopted by the TCEQ, the applicable disinfectant residual and inactivation standards, and the other regulatory action levels established under the agency’s rules. The EPA has established NPDWRs for more than ninety (90) contaminants and has identified and listed other contaminants which may require national drinking water regulation in the future.

Texas Pollutant Discharge Elimination System (“TPDES”) permits set limits on the type and quantity of discharge, in accordance with state and federal laws and regulations. The TCEQ reissued the TPDES Construction General Permit (TXR150000), with an effective date of March 5, 2018, which is a general permit authorizing the discharge of stormwater runoff associated with small and large construction sites and certain non-stormwater discharges into surface water in the state. It has a 5-year permit term, and is then subject to renewal. Moreover, the Clean Water Act (“CWA”) and Texas Water Code require municipal wastewater treatment plants to meet secondary treatment effluent limitations and more stringent water quality-based limitations and requirements to comply with the Texas water quality standards. Any water quality-based limitations and requirements with which a municipal utility district must comply may have an impact on the municipal utility district’s ability to obtain and maintain compliance with TPDES permits.

In addition to the foregoing, special district activities in the Austin Area involving the clearing of acreage and construction within the Edwards Aquifer recharge, transition, and contributing zones are subject to the TCEQ’s Edwards Aquifer Protection Program, which requires a site-specific application, construction plan approval, and the implementation of temporary and permanent structural and non-structural Best Management Practices and the protection of sensitive features.

Operations of utility districts, including the District, are also potentially subject to requirements and restrictions under the CWA regarding the use and alteration of wetland areas that are within the “waters of the United States.” The District must obtain a permit from the United States Army Corps of Engineers (“USACE”) if operations of the District require that wetlands be filled, dredged, or otherwise altered.

In 2015, the EPA and USACE promulgated a rule known as the Clean Water Rule (“CWR”) aimed at redefining “waters of the United States” over which the EPA and USACE have jurisdiction under the CWA. The CWR significantly expanded the scope of the federal government’s CWA jurisdiction over intrastate water bodies and wetlands. The CWR was challenged in numerous jurisdictions, including the Southern District of Texas, causing significant uncertainty regarding the ultimate scope of “waters of the United States” and the extent of EPA and USACE jurisdiction.

On September 12, 2019, the EPA and USACE finalized a rule repealing the CWR, thus reinstating the regulatory text that existed prior to the adoption of the CWR. This repeal officially became final on December 23, 2019, but the repeal has itself become the subject of litigation in multiple jurisdictions.

On January 23, 2020, the EPA and USACE released the Navigable Waters Protection Rule (“NWPR”), which contains a new definition of “waters of the United States.” The stated purpose of the NWPR is to restore and maintain the integrity of the nation’s waters by maintaining federal authority over the waters Congress has determined should be regulated by the federal government, while preserving the states’ primary authority over land and water resources. The new definition outlines four categories of waters that are considered “waters of the United States,” and thus federally regulated under the CWA: (i) territorial seas and traditional navigable waters; (ii) perennial and intermittent tributaries to territorial seas and traditional navigable waters; (iii) certain lakes, ponds, and impoundments of jurisdictional waters; and (iv) wetlands adjacent to jurisdictional waters. The new rule also identifies certain specific categories that are not “waters of the United States,” and therefore not federally regulated under the CWA: (a) groundwater; (b) ephemeral features that flow only in direct response to precipitation; (c) diffuse stormwater runoff and directional sheet flow over upland; (d) certain ditches; (e) prior converted cropland; (f) certain artificially irrigated areas; (g) certain artificial lakes and ponds; (h) certain water-filled depressions and certain pits; (i) certain stormwater control features; (j) certain groundwater recharge, water reuse, and wastewater recycling structures; and (k) waste treatment systems. The NWPR became effective June 22, 2020, and is currently the subject of ongoing litigation.

On June 9, 2021, the EPA and USACE announced plans to further revise the definition of “waters of the United States.” On August 30, 2021, the United States District Court for the District of Arizona issued an order vacating the NWPR while the EPA and USACE make plans to replace it. On November 18, 2021, the EPA and USACE issued a Notice of Proposed Rulemaking to put back into place the pre-2015 definition of “waters of the United States,” and on December 7, 2021, the proposed rule was published in the Federal Register, with the public comment period closing on February 7, 2022. Due to existing and possible future litigation and regulatory action, there remains uncertainty regarding the ultimate scope of “waters of the United States” and the extent of EPA and USACE jurisdiction. Depending on the final outcome of such proceedings, operations of municipal utility districts, including the District, could potentially be subject to additional restrictions and requirements, including additional permitting requirements.



**DROUGHT CONDITIONS . . .** Central Texas, like other areas of the State, has experienced extreme drought conditions from time to time. The City provides water to the District in amounts sufficient to service the residents of the District, however, if drought conditions return water usage, rates and water revenues could be impacted.

**FORWARD-LOOKING STATEMENTS . . .** The statements contained in this Official Statement, and in any other information provided by the District, that are not purely historical, are forward-looking statements, including statements regarding the District's expectations, hopes, intentions, or strategies regarding the future. Readers should not place undue reliance on forward-looking statements. All forward-looking statements included in this Official Statement are based on information available to the District on the date hereof, and the District assumes no obligation to update any such forward-looking statements.

The forward looking statements herein are necessarily based on various assumptions and estimates and are inherently subject to various risks and uncertainties, including risks and uncertainties relating to the possible invalidity of the underlying assumptions and estimates and possible changes or developments in social, economic, business, industry, market, legal and regulatory circumstances and conditions and actions taken or omitted to be taken by third parties, including customers, suppliers, business partners and competitors, and legislative, judicial and other governmental authorities and officials. Assumptions related to the foregoing involve judgments with respect to, among other things, future economic competitive, and market conditions and future business decisions, all of which are difficult or impossible to predict accurately and, therefore, there can be no assurance that the forward-looking statements included in this Official Statement would prove to be accurate.

**CHANGES IN TAX LEGISLATION . . .** Certain tax legislation, whether currently proposed or proposed in the future, may directly or indirectly reduce or eliminate the benefit of the exclusion of interest on the Bonds from gross income for federal income tax purposes. Any proposed legislation, whether or not enacted, may also affect the value and liquidity of the Bonds. Prospective purchasers of the Bonds should consult with their own tax advisors with respect to any proposed, pending or future legislation.

## THE DISTRICT

**GENERAL . . .** Pursuant to Article XVI, Section 59 of the Texas Constitution and Chapters 49 and 54 of the Texas Water Code, as amended, the District is subject to the continuing supervision of the TCEQ. The District was created for the purposes of providing, operating, and maintaining water, sewer, drainage, road, and park facilities. The District is empowered, among other things, to purchase, construct, operate and maintain all necessary works, improvements, facilities and plants. The District may also establish, operate and maintain a fire department, independently or with one or more other conservation and reclamation districts, if approved by the voters of the District and the TCEQ. Fire services are provided to residents and property owners of the District by the City.

**MANAGEMENT . . . *Board of Directors* . . .** The District is governed by a Board, consisting of five directors, which has control over and management supervision of all affairs of the District. Directors' terms are four years with elections held within the District in May in each even numbered year. All of the directors listed below reside or own property in the District.

<b>Name</b>	<b>Title</b>	<b>Term Expires</b>
Jason Natho	President	2026
Beryl P. Crowley	Vice President	2026
Ronald Lee Mayo, Jr.	Secretary	2024
Sandy Silver	Assistant Secretary	2026
Ella Ellis	Assistant Vice President	2024

### **Consultants:**

***Tax Assessor/Collector* . . .** Land and improvements in the District are being appraised by the Williamson Central Appraisal District ("WCAD"). The Tax Assessor/Collector is contracted with by the Board and the District has contracted with the County of Williamson to serve in this capacity for the District.

***Bookkeeper* . . .** Municipal Accounts & Consulting, LP ("MAC") is charged with the responsibility of providing bookkeeping services for the District. MAC serves in a similar capacity for hundreds of other special districts across the State.

***Auditor.*** The firm of McCall Gibson Swedlund Barfoot PLLC is currently the District's independent auditor. Such firm was hired to audit the financial statements for the fiscal year ending June 30, 2022 which audit is attached. See "APPENDIX A – Audited Financial Statement of the District for the Year Ended June 30, 2022."

***Engineer* . . .** The District's consulting engineer is Jones-Heroy & Associates, Inc. (the "Engineer"). Such firm serves as consulting engineer to over 50 other special districts across the State.

***Financial Advisor* . . .** Specialized Public Finance Inc. serves as the District's financial advisor (the "Financial Advisor"). The fee for services rendered in connection with the issuance of the Bonds is based on a percentage of the Bonds actually issued, sold and delivered and, therefore, such fee is contingent upon the sale and delivery of the Bonds.

*Bond Counsel and General Counsel* . . . Allen Boone Humphries Robinson LLP, Austin, Texas serves as Bond Counsel and General Counsel in connection with the issuance of the District’s Bonds. The fees of Bond Counsel are contingent upon the sale of and delivery of the Bonds.

*Disclosure Counsel* . . . Orrick, Herrington & Sutcliffe LLP, Austin, Texas serves as Disclosure Counsel in connection with the issuance of the District’s Bonds. The fees of Disclosure Counsel are contingent upon the sale of and delivery of the Bonds.

**LOCATION** . . . The District is located in western Williamson County approximately 5 miles west of IH-35 on State Highway 29 and lies wholly inside of the extraterritorial jurisdiction of the City of Georgetown, Texas and within the boundaries of Georgetown ISD and Leander ISD.

The District is currently comprised of approximately 653.8688 acres being developed as Water Oak and Parkside at the River, single-family residential communities. See “LOCATION MAP.”

**UNDEVELOPED ACREAGE** . . . There are approximately 653.868 developable acres of land within the District, of which 337.58 acres have not yet been provided with water, wastewater and storm drainage and detention facilities as of August 1, 2022. The District makes no representation as to when or if development of this acreage will occur.

The chart below reflects the status of development as of August 1, 2022:

	<u><b>Net Acreage</b></u>
<b>A. Sections Developed with Utility Facilities</b>	
Water Oak North Sections 1, 2, 3, 4, 6 & Parkside on the River, Section 1A	264.788
<b>Total Developed with Utility Facilities</b>	<u>264.788</u>
<b>B. Sections under Development with Utility Facilities (Parkside on the River Phases 3-2, 3-3, 3-4, 3-5, 3-7 &amp; Parkside Peninsula)</b>	189.848
<b>C. Remaining Developable Acreage</b>	147.732
<b>Total Developable Acreage</b>	602.368
<b>D. Undevelopable Acreage</b>	51.50
<b>Total</b>	<u>653.868</u>

**FUTURE DEVELOPMENT** . . . There are approximately 337.58 acres of land either under development or as yet undeveloped with water, sewer and drainage facilities to support single-family residential development. The initiation of any new development beyond that described in this Official Statement will be dependent on several factors including, to a great extent, general and economic conditions which would affect any party’s ability to sell lots and/or other property and of any home builder to sell completed homes as described in this Official Statement under the caption “RISK FACTORS.” If the undeveloped portion of the District is eventually developed, additions to the District’s water, wastewater, and drainage systems required to service such undeveloped acreage may be financed by future issues of the District’s bonds and developer contributions, if any, as required by the TCEQ. The District’s Engineer estimates that the \$779,950,000 remaining principal amount of voted water, wastewater, and drainage bonds which are authorized to be issued should be sufficient to reimburse the Developers for the existing utility facilities and provide utility service to remaining undeveloped but potentially developable acreage within the District. See “THE BONDS – Issuance of Additional Debt.” The Developers are under no obligation to complete any development, if begun, and may modify or discontinue development plans in its sole discretion. Accordingly, the District makes no representation that any future development will occur.

**ANNEXATION OF THE DISTRICT** . . . The District lies within the extraterritorial jurisdiction of the City. See “THE BONDS – Annexation” for a discussion of the ability of the City to annex the District.

**CONSENT AGREEMENT** . . . The City previously entered into a Consent Agreement with Laredo W.O. Ltd. Upon its creation, the District became a party to the Consent Agreement. The Consent Agreement was amended by the Second Amended and Restated Consent Agreement dated as of October 17, 2019, and the First Amendment to the Second Amended and Restated Consent Agreement dated as of June 8, 2021.

The Consent Agreement provides for the Developers to pay the City an administrative fee of \$50,000 and a master development fee in addition to any other applicable City fees and sums due under this Consent Agreement. The master development fee equal to the engineer’s cost estimate will be paid to the City out of the net Developers reimbursement from the proceeds from the issuance of bonds at a rate of 10% of each net bond reimbursement received by the Developer. The District agrees not to issue bonds for the purposes of reimbursing the Developers for any costs or expenses paid by the Developers after the 15<sup>th</sup> anniversary of the date of the first issuance of bonds.

The Developers or the District will construct, at no cost to the City, all off-site and on-site facilities necessary to service the land within the District in accordance with the terms and conditions of the Consent Agreement and all applicable City ordinances and construction standards.

The Developers or the District will convey all off-site facilities that the Developers or the District constructs to the City for ownership, operation and maintenance. Water services for all areas of the District will be provided by the City on a retail basis at a rate applicable for customers located outside of the City limits. Wastewater and garbage services for the District will be provided by the City.

In consideration of the City's consent to the creation of the District, the District agrees that any TCEQ order approving a bond issue must contain a finding that it is feasible to sell the bonds and maintain a projected District total tax rate (both debt service and operation and maintenance portion) of not more than \$0.92 per \$100 in assessed valuation.

The City agrees that it will not annex any land within the District until (a) the expiration or termination of the Consent Agreement between the City and the District or (b) at least 90 percent of the developable acreage within the District has been developed with water, wastewater and drainage facilities and (i) the Developers have been reimbursed by the District for those facilities or (ii) the City has expressly agreed to assume the obligation to reimburse the developer.

The term of the Consent Agreement will be from its effective date until the District is dissolved and its obligations are fully assumed by the City, at the City's sole election, or until terminated in writing by mutual agreement.

## **THE DEVELOPERS**

**GENERAL . . .** In general, the activities of a developer in a utility district, such as the District, include purchasing the land within the utility district; coordinating the design of the subdivision; coordinating the design of the utilities and streets to be constructed in the subdivision; coordinating the design of any community facilities to be built; defining a marketing program and building schedule; securing necessary governmental approvals and permits for development; arranging for the construction of the improvements within the subdivisions, including water, wastewater, and drainage facilities pursuant to the rules of the TCEQ, as well as gas, telephone, cable television, and electric service; and selling improved lots and commercial reserves to homebuilders, other developers, or other third parties. The relative success or failure of a developer to perform such activities will have a profound effect on the security of the bonds issued by the District. A developer is generally under no obligation to a district to develop the property which it owns in a district. Furthermore, there is no restriction on a developer's right to sell any or all of the land which it owns within a district. In addition, a developer is ordinarily the major taxpayer within the district during the development of the property.

**DESCRIPTION OF DEVELOPERS . . .** The Developers currently active within the District are ABG Water Oak Partners, Ltd, ("ABG") a Texas Limited Partnership (whose general partner is Galo Construction, LLC, a Texas Limited Liability Company) and HM Parkside Development, Inc., a Texas Corporation (whose President is Blake Magee). The landowner for HM Parkside Development, Inc. is HM Parkside, LP (whose General Partner is Hanna Magee GP#1, Inc., a Texas Corporation whose President is Blake Magee). HM Parkside, LP currently owns 297.7 acres of land within the District.

**ACQUISITION AND DEVELOPMENT FINANCING . . .** Original acquisition and development financing was obtained by Laredo WO, Ltd. on February 22, 2007 in the amount of \$48,500,000. Following a bankruptcy filing, which occurred on June 6, 2016, by Laredo WO, Ltd., the lender HCB Laredo Texas, LLC initiated foreclosure action which led to the sale of 1,139 acres of land located adjacent to and within the District to HM Parkside, LP by the lender. As of August 1, 2022, ABG has repaid all project-related loans in full.

In 2018, HM Parkside, LP purchased 1,046.592 acres of land, including approximately 297.7 acres located within the District, from HCB Laredo Texas LLC. HM Parkside, LP obtained a land loan in the amount of \$22,000,000 for the purpose of purchasing such land (the "Acquisition Loan"). Interest on the Acquisition Loan is paid quarterly and matures December 27, 2022. The outstanding balance on the Acquisition Loan as of September 30, 2022 was \$11,730,380. HM Parkside Development, Inc. has stated that it obtained a revolving line of credit/loan in the amount of \$8,000,000 from First United Bank in 2018, for the purpose of developing the acreage it owns within the District. The outstanding balance on the Development Loan, which was increased to \$15,500,000 in 2022, as of September 30, 2022 was \$8,702,870. The Developers has also represented to the District it is in compliance with the terms of the Development Loan.

**HOMEBUILDERS WITHIN THE DISTRICT . . .** Homebuilders currently constructing homes within the District include: Chesmar Homes, Highland Homes, MI Homes, Coventry Homes (MHI), Meritage Homes and Sitterle Homes (the "Homebuilders"). The homes range in price from \$450,000 to over \$1,000,000 with square footage ranging from 1,500 to 4,400.

**AGRICULTURAL WAIVER . . .** Much of the undeveloped acreage within the District is subject to an agricultural exemption; however, the Developers have executed an agreement, which is recorded in the real property records of Williamson County, and includes covenants running with the land, waiving the right to have the land located within the District classified as agricultural, open-space or timberland for purposes of District taxes. In addition, the Developers have waived the right to have the lots and houses (if any) in the District classified as business inventory for purposes of District taxes. The agreement may not be modified without the

approval of the TCEQ and are binding on purchasers of such land from the Developers. See “TAXING PROCEDURES – Property Subject to Taxation by the District.”

## THE SYSTEM

**REGULATION . . .** The water, wastewater and storm drainage facilities (the “System”), the purchase, acquisition and construction of which will be permanently financed by the District with the proceeds of the Bonds, have been designed in accordance with accepted engineering practices and the recommendation of certain governmental agencies having regulatory or supervisory jurisdiction over construction and operation of such facilities, including, among others, the TCEQ, Williamson County and the City. According to Jones-Heroy & Associates, Inc. (the “Engineer”), the design of all such facilities has been approved by all governmental agencies which have authority over the District.

Operation of the District’s waterworks and wastewater facilities is subject to regulation by, among others, the U.S. Environmental Protection Agency and the TCEQ.

**WATER SUPPLY AND DISTRIBUTION . . .** The water supply for the District is provided by the City through the First Amendment to the Second Amended and Restated Consent Agreement dated June 8, 2021. This agreement states that the City can provide and expand water service to the District as needed. At permitting, the homebuilder is required to pay the City an impact fee for water and wastewater service. The District’s internal water infrastructure is reviewed for approval by the City prior to construction. Upon completion, the City inspects the construction, and if deemed satisfactory, title to the infrastructure is conveyed to the City and the City maintains and operates the District’s water facilities.

**WASTEWATER COLLECTION AND TREATMENT . . .** Wastewater treatment for the District is provided by the City through a First Amendment to the Second Amended and Restated Consent Agreement dated June 8, 2021. The agreement states that the City can provide and expand wastewater treatment services to the District as needed. The District’s internal wastewater infrastructure is reviewed for approval by the City prior to construction. The City inspects the construction. Upon satisfactory completion, title to the infrastructure is given to the City and the City maintains and operates the District’s system.

**STORM WATER DRAINAGE . . .** Storm water from the District is collected by a system of underground storm sewers that drain into detention/water quality ponds. These ponds ultimately drain into the South San Gabriel River.

**TABLE 1 – OPERATING REVENUES AND EXPENSES STATEMENT**

The following statement sets forth in condensed form the consolidated historical operations of the District. Accounting principles customarily employed in the determination of net revenues have been observed and in all instances exclude depreciation. Such summary has been prepared from information obtained from the District’s financial statements and records. Reference is made to such statements for further and more complete information. Also see “APPENDIX A – Audited Financial Statement of the District.”

	Fiscal Year Ending June 30,				
	2022	2021	2020	2019	2018
<u>Revenues:</u>					
Property Taxes	\$ 549,018	\$ 649,538	\$ 773,133	\$ 731,557	\$ 576,194
Penalty and Interest	1,150	913	1,023	21,161	15,193
Investment Revenues	5,122	9,370	21,907	18,196	9,117
Total Revenues	<u>\$ 555,290</u>	<u>\$ 659,821</u>	<u>\$ 796,063</u>	<u>\$ 770,914</u>	<u>600,504</u>
<u>Expenditures:</u>					
Professional Fees	\$ 233,689	\$ 255,393	\$ 197,158	\$ 174,283	\$ 100,115
Contracted Services	51,465	38,193	35,979	33,150	23,768
Repairs and Maintenance	51,955	34,560	21,360	16,380	14,285
Other	734,463	33,276	28,823	618,353	18,200
Total Expenditures	<u>\$ 1,071,572</u>	<u>\$ 361,422</u>	<u>\$ 283,320</u>	<u>\$ 842,166</u>	<u>\$ 156,368</u>
Excess (Deficiency) of Revenues Over Expenditures	\$ (516,282)	\$ 298,399	\$ 512,743	\$ (71,252)	\$ 444,136
Beginning Fund Balance	\$ 1,799,593	\$ 1,501,194	\$ 933,877	\$ 1,005,129	560,993
Adjustments/Developer Advances	-	-	54,574	-	-
Ending Fund Balance	<u>\$ 1,283,311</u>	<u>\$ 1,799,593</u>	<u>\$ 1,501,194</u>	<u>\$ 933,877</u>	<u>\$ 1,005,129</u>

**TABLE 2 – DEBT SERVICE SCHEDULE**

Calendar							Total
Year	Outstanding Debt			The Bonds			Debt Service
Ended							Requirements
12/31	Principal	Interest	Total	Principal	Interest <sup>(a)</sup>	Total	
2022	\$ 285,000	\$ 341,391	\$ 626,391	\$ -	\$ -	\$ -	\$ 626,391
2023	300,000	371,174	671,174	-	316,575	316,575	987,749
2024	480,000	364,574	844,574	200,000	425,250	625,250	1,469,824
2025	500,000	354,186	854,186	215,000	412,250	627,250	1,481,436
2026	525,000	343,031	868,031	225,000	398,275	623,275	1,491,306
2027	550,000	330,806	880,806	235,000	383,650	618,650	1,499,456
2028	575,000	317,616	892,616	245,000	368,375	613,375	1,505,991
2029	605,000	303,421	908,421	260,000	353,675	613,675	1,522,096
2030	630,000	288,081	918,081	270,000	338,075	608,075	1,526,156
2031	665,000	271,656	936,656	285,000	321,875	606,875	1,543,531
2032	695,000	253,856	948,856	300,000	310,475	610,475	1,559,331
2033	725,000	235,256	960,256	315,000	298,475	613,475	1,573,731
2034	765,000	215,806	980,806	330,000	285,875	615,875	1,596,681
2035	800,000	194,300	994,300	345,000	272,675	617,675	1,611,975
2036	840,000	171,488	1,011,488	365,000	258,013	623,013	1,634,500
2037	880,000	146,788	1,026,788	380,000	242,500	622,500	1,649,288
2038	920,000	120,550	1,040,550	400,000	226,350	626,350	1,666,900
2039	965,000	91,950	1,056,950	420,000	208,350	628,350	1,685,300
2040	300,000	61,556	361,556	440,000	189,450	629,450	991,006
2041	310,000	53,681	363,681	465,000	169,650	634,650	998,331
2042	320,000	45,544	365,544	485,000	148,725	633,725	999,269
2043	335,000	37,144	372,144	510,000	126,900	636,900	1,009,044
2044	345,000	28,350	373,350	535,000	103,950	638,950	1,012,300
2045	360,000	19,294	379,294	565,000	79,875	644,875	1,024,169
2046	375,000	9,844	384,844	590,000	54,450	644,450	1,029,294
2047	-	-	-	620,000	27,900	647,900	647,900
	<u>\$14,050,000</u>	<u>\$ 4,971,343</u>	<u>\$ 19,021,343</u>	<u>\$ 9,000,000</u>	<u>\$ 6,321,613</u>	<u>\$ 15,321,613</u>	<u>\$ 34,342,956</u>

(a) Interest calculated at the rates shown on the inside cover page hereof.

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**FINANCIAL STATEMENT**  
**(Unaudited)**

**TABLE 3 – ASSESSED VALUE**

2019 Certified Taxable Assessed Valuation .....	\$	84,775,273	(a)
2020 Certified Taxable Assessed Valuation .....	\$	96,450,143	(a)
2021 Certified Taxable Assessed Valuation .....	\$	129,007,767	(a)
2022 Certified Taxable Assessed Valuation .....	\$	208,719,141	(a)
Estimated Taxable Assessed Valuation (as of June 21, 2022) .....	\$	258,400,000	(b)
Gross Direct Debt Outstanding .....	\$	22,765,000	(c)
Estimated Overlapping Debt .....		5,015,495	(d)
Gross Direct Debt and Estimated Overlapping Debt .....	\$	27,780,495	
Ratio of Gross Direct Debt Outstanding to 2022 Certified Assessed Valuation .....		10.91%	

Estimated Population as of August 1, 2022: 1,365<sup>(e)</sup>

- (a) Assessed valuation of the District as certified by the Williamson Central Appraisal District (“WCAD”). See “TAXING PROCEDURES.”
- (b) Estimated Taxable Assessed Valuation as provided by WCAD is shown for purposes of illustration only as of June 21, 2022. Taxes are levied based on value as certified by WCAD as of January 1 of each year. Consequently, this estimate will not be used to produce tax revenues for the District.
- (c) Includes the Bonds. See “THE SYSTEM – Debt Service Schedule.”
- (d) See “FINANCIAL STATEMENT – Estimated Overlapping Debt.”
- (e) Based upon 3.5 residents per completed and occupied single-family home.

**TABLE 4 – UNLIMITED TAX BONDS AUTHORIZED BUT UNISSUED**

Purpose	Date Authorized	Amount Authorized	Amount Heretofore Issued	Amount Being Issued	Unissued Balance
Water, Sewer, Drainage	5/8/2010	\$ 803,000,000	\$ 14,050,000	\$ 9,000,000	\$ 779,950,000
Recreational Facilities	5/8/2010	156,000,000	-	-	156,000,000
Road Bonds	5/8/2010	60,000,000	-	-	60,000,000
Total		<u>\$ 1,019,000,000</u>	<u>\$ 14,050,000</u>	<u>\$ 9,000,000</u>	<u>\$ 995,950,000</u>

**TABLE 5 – CASH AND INVESTMENT BALANCE<sup>(a)(b)</sup>**

Operating Fund .....	\$ 1,237,856
Debt Service Fund.....	\$ 889,428

- (a) Unaudited as of August 16, 2022.
- (b) Does not include approximately six months of capitalized interest (\$212,335) which is projected to be deposited into the Debt Service Fund from proceeds of the Bonds at closing. Neither State law nor the Bond Resolution requires the District to maintain any particular sum in the Debt Service Fund.

**INVESTMENT POLICY** . . . The District has adopted an Investment Policy (the “Policy”) as required by the Public Funds Investment Act, Chapter 2256, Texas Government Code (the “Act”). The District’s goal is to preserve principal and maintain liquidity in a diversified portfolio while securing a competitive yield on its portfolio. Funds of the District are to be invested only in accordance with the Policy. The Policy states that the funds of the District may be invested in obligations of the U.S. or its agencies or instrumentalities, in certificates of deposits insured by the Federal Deposit Insurance Corporation and secured by collateral authorized by the Act, and in public funds investment pools rated in the highest rating category by a nationally recognized rating service. The District does not currently own, nor does it anticipate, the inclusion of long term securities or derivative products in the portfolio.

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**TABLE 6 – CURRENT INVESTMENTS**

As of August 16, 2022, the District is currently invested in a bank Money Market Fund and TexPool. State law requires the District to mark its investments to market price each calendar quarter and upon the conclusion of each fiscal year, for the purpose of compliance with applicable accounting policies concerning the contents of the District's audited financial statements.

Investments	Market Value	Total
TexPool	\$ 1,438,809	67.64%
Money Market/CD's	688,474	32.36%
	<u>\$ 2,127,283</u>	<u>100.00%</u>

**ESTIMATED OVERLAPPING DEBT STATEMENT . . .** Other governmental entities whose boundaries overlap the District have outstanding bonds payable from ad valorem taxes. The following statement of direct and estimated overlapping ad valorem tax debt was developed from several sources, including information contained in "Texas Municipal Reports," published by the Municipal Advisory Council of Texas. Except for the amount relating to the District, the District has not independently verified the accuracy or completeness of such information, and no person is entitled to rely upon information as being accurate or complete. Furthermore, certain of the entities listed below may have issued additional bonds since the dates stated in this table, and such entities may have programs requiring the issuance of substantial amounts of additional bonds, the amount of which cannot be determined. Political subdivision overlapping the District are authorized by State law to levy and collect ad valorem taxes for operation, maintenance and/or general revenue purposes in addition to taxes of debt service and the tax burden for operation, maintenance and/or general purposes is not included in these figures.

Taxing Jurisdiction	Total Tax Supported Debt	Estimated % Applicable	District's Overlapping Tax Supported Debt as of 9/30/2022
Williamson County	\$ 1,109,300,000	0.15%	\$ 1,663,950
Georgetown ISD	551,680,000	0.57%	3,144,576
Leander ISD	1,034,845,519	0.02%	206,969
Upper Brushy Creek WCID	51,965,000	0.00%	-
The District	22,765,000	100.00%	22,765,000 <sup>(a)</sup>
Total Direct and Overlapping Tax Supported Debt			\$ 27,780,495
Ratio of Direct and Overlapping Tax Supported Debt to 2022 Certified Taxable Assessed Valuation			13.31%

(a) Includes the Bonds.

## TAX DATA

**TABLE 7 – TAX COLLECTIONS**

The following statement of tax collections sets forth in condensed form the historical fiscal year tax collection experience of the District. Such summary has been prepared by the Financial Advisor for inclusion herein based upon information from District audits and records of the District's Tax Assessor/Collector. Reference is made to such audits and records for further and more complete information.

Tax Year	Tax Rate	General Operating Fund	Debt I&S Fund	Tax Levy	% Total Collections
2018	\$ 0.9200	\$ 0.9200	\$ -	\$ 697,976	100.00%
2019	0.9200	0.9200	-	777,105	100.00%
2020	0.9200	0.6700	0.2500	891,644	99.23%
2021	0.9200	0.4200	0.5000	1,205,574	99.64% <sup>(a)</sup>
2022	0.9200	0.3200	0.6000	1,920,216	N/A

(a) Collections through July 31, 2022.

**TABLE 8 – DISTRICT TAX RATES**

	Tax Rates per \$100 Assessed Valuation				
	2022	2021	2020	2019	2018
Debt Service	\$ 0.6000	\$ 0.5000	\$ 0.2500	\$ -	\$ -
Maintenance	0.3200	0.4200	0.6700	0.9200	0.9200
Total	\$ 0.9200	\$ 0.9200	\$ 0.9200	\$ 0.9200	\$ 0.9200

**TAX RATE LIMITATION . . .** The District’s tax rate for debt service on the Bonds is legally unlimited as to rate and amount.

**MAINTENANCE TAX . . .** The District has the statutory authority to levy and collect an annual ad valorem tax for maintaining, repairing and operating the District’s facilities and for paying administrative expenses of the District, if such maintenance tax is authorized by the District’s voters. An election for such a tax was held on May 8, 2010 at which time a maintenance tax not to exceed \$1.20 per \$100 assessed valuation was approved by the District’s voters. The District levied a tax rate for maintenance purposes of \$0.3200 on September 12, 2022.

**ROAD FACILITIES TAX . . .** The District has the statutory authority to levy and collect an annual ad valorem tax for maintaining, repairing and operating the District’s road facilities and for paying administrative expenses of the District, if such road maintenance tax is authorized by the District’s voters. An election for such a tax was held on May 8, 2010 at which time a maintenance tax not to exceed \$0.25 per \$100 assessed valuation was approved by the District’s voters. The District has not previously levied this tax.

**TABLE 9 – PRINCIPAL TAXPAYERS**

The following list of principal taxpayers was provided by the Williamson Central Appraisal District based on the 2022 tax rolls of the District, which reflect ownership as of January 1.

Taxpayer	Taxable Assessed Value	% of 2022 Taxable Assessed Valuation
HM Parkside Development Inc. <sup>(a)</sup>	\$ 9,198,301	4.41%
HM Parkside LP <sup>(a)</sup>	6,449,539	3.09%
M/I Homes of Austin LLC	4,858,505	2.33%
Chesmar Homes Austin Ltd.	3,402,076	1.63%
Round Rock Gas Station Holdings LLC	2,100,000	1.01%
DFH Coventry LLC	2,017,000	0.97%
Homeowner	1,977,599	0.95%
Highland Homes Austin LLC	1,908,000	0.91%
Highland Homes-Austin LLC	1,696,000	0.81%
MHI Partnership Ltd.	1,378,000	0.66%
	<u>\$ 34,985,020</u>	<u>16.76%</u>

(a) The Developer.

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## TAXING PROCEDURES

**AUTHORITY TO LEVY TAXES . . .** The Board is authorized to levy an annual ad valorem tax on all taxable property within the District in an amount sufficient to pay the principal of and interest on the Bonds and any additional bonds or obligations payable from taxes which the District may hereafter issue (see “RISK FACTORS – Future Debt”) and to pay the expenses of assessing and collecting such taxes. The District agrees in the Bond Resolution to levy such a tax from year-to-year as described more fully herein under “THE BONDS – Source of and Security for Payment.” Under State law, the Board is also authorized to levy and collect an ad valorem tax for the operation and maintenance of the District and its water and wastewater system and for the payment of certain contractual obligations, if authorized by its voters. See “TAX DATA – Maintenance Tax.”

**TAX CODE AND COUNTY-WIDE APPRAISAL DISTRICT . . .** Title I of the Texas Tax Code (the “Property Tax Code”) specifies the taxing procedures of all political subdivisions of the State, including the District. Provisions of the Property Tax Code are complex and are not fully summarized herein.

The Property Tax Code requires, among other matters, county-wide appraisal and equalization of taxable property values and establishes in each county of the State of Texas an appraisal district with the responsibility for recording and appraising property for all taxing units within the county and an appraisal review board with responsibility for reviewing and equalizing the values established by the appraisal district. The Williamson Central Appraisal District (“WCAD”) has the responsibility for appraising property for all taxing units within Williamson County, including the District. Such appraisal values are subject to review and change by the Williamson Central Appraisal Review Board (the “Appraisal Review Board”). The appraisal roll as approved by the Appraisal Review Board must be used by the District in establishing its tax roll and tax rate.

**PROPERTY SUBJECT TO TAXATION BY THE DISTRICT . . .** Except for certain exemptions provided by Texas law, all real property, tangible personal property held or used for the production of income, mobile homes and certain categories of intangible personal property with a tax situs in the District are subject to taxation by the District. Principal categories of exempt property include, but are not limited to: property owned by the State of Texas or its political subdivisions if the property is used for public purposes; property exempt from ad valorem taxation by federal law; certain household goods, family supplies, and personal effects; certain goods, wares and merchandise in transit; farm products owned by the producer; certain property of charitable organizations, youth development associations, religious organizations, and qualified schools; designated historical sites; travel trailers; and most individually owned automobiles. In addition, the District may by its own action exempt residential homesteads of persons sixty-five (65) years or older and of certain disabled persons to the extent deemed advisable by the Board. The District may be required to offer such an exemption if a majority of voters approve it at an election. The District would be required to call such an election upon petition by twenty percent (20%) of the number of qualified voters who voted in the preceding election. The District is authorized by statute to disregard exemptions for the disabled and elderly if granting the exemption would impair the District’s obligation to pay tax supported debt incurred prior to adoption of the exemption by the District. Furthermore, the District must grant exemptions to disabled veterans or certain surviving dependents of disabled veterans, if requested, of between \$5,000 and \$12,000 depending on the disability rating of the veteran if such rating is less than 100%. A veteran who receives a disability rating of 100%, and subject to certain conditions, the surviving spouse of such a veteran is entitled to the exemption for the full amount of the residential homestead. A partially disabled veteran or certain surviving spouses of partially disabled veterans are entitled to an exemption from taxation of a percentage of the appraised value of their residence homestead in an amount equal to the partially disabled veteran’s disability rating if the residence homestead was donated by a charitable organization. Also, the surviving spouse of a member of the armed forces who was killed in action is, subject to certain conditions, entitled to an exemption of the total appraised value of the surviving spouse’s residence homestead, and subject to certain conditions, an exemption up to the same amount may be transferred to a subsequent residence homestead of the surviving spouse. The surviving spouse of a first responder who was killed or fatally injured in the line of duty is, subject to certain conditions, also entitled to an exemption of the total appraised value of the surviving spouse’s residence homestead, and, subject to certain conditions, an exemption up to the same amount may be transferred to a subsequent residence homestead of the surviving spouse. See “TAX DATA.”

**Residential Homestead Exemptions:** The Property Tax Code authorizes the governing body of each political subdivision in the State of Texas to exempt up to twenty percent (20%) (not less than \$5,000) of the appraised value of residential homesteads from ad valorem taxation. Where ad valorem taxes have previously been pledged for the payment of debt, the governing body of a political subdivision may continue to levy and collect taxes against the exempt value of the homesteads until the debt is discharged, if the cessation of the levy would impair the obligations of the contract by which the debt was created. The adoption of a homestead exemption may be considered each year but must be adopted before July 1. See “TAX DATA.”

**Tax Abatement . . .** Williamson County and the District may enter into tax abatement agreements with owners of real property within such zone. The tax abatement agreements may exempt from ad valorem taxation by the applicable taxing jurisdiction for a period of up to ten years, all or any part of any increase in the assessed valuation of property covered by the agreement over its assessed valuation in the year in which the agreement is executed, on the condition that the property owner make specified improvements or repairs to the property in conformity with a comprehensive plan. To date, the District has not executed any abatement agreements.

**Freeport Goods and Goods-in-Transit Exemptions:** A “Freeport Exemption” applies to goods, wares, ores, and merchandise other than oil, gas, and petroleum products (defined as liquid and gaseous materials immediately derived from refining petroleum or natural gas), and to aircraft or repair parts used by a certified air carrier acquired in or imported into Texas which are destined to be forwarded outside of Texas and which are detained in Texas for assembling, storing, manufacturing, processing or fabricating

for less than 175 days. Although certain taxing units may take official action to tax such property in transit and negate such exemption, the District does not have such an option. A “Goods-in-Transit” Exemption is applicable to the same categories of tangible personal property which are covered by the Freeport Exemption, if, for tax year 2011 and prior applicable years, such property is acquired in or imported into Texas for assembling, storing, manufacturing, processing, or fabricating purposes and is subsequently forwarded to another location inside or outside of Texas not later than 175 days after acquisition or importation, and the location where said property is detained during that period is not directly or indirectly owned or under the control of the property owner. For tax year 2012 and subsequent years, such Goods-in-Transit Exemption is limited to tangible personal property acquired in or imported into Texas for storage purposes only if such property is stored under a contract of bailment by a public warehouse operator at one or more public warehouse facilities in Texas that are not in any way owned or controlled by the owner of such property for the account of the person who acquired or imported such property. A property owner who receives the Goods-in-Transit Exemption is not eligible to receive the Freeport Exemption for the same property. Local taxing units such as the District may, by official action and after public hearing, tax goods-in-transit personal property. A taxing unit must exercise its option to tax goods-in-transit property before January 1 of the first tax year in which it proposes to tax the property at the time and in the manner prescribed by applicable law. The District has taken official action to allow taxation of all such goods-in-transit personal property for all prior and subsequent years.

**VALUATION OF PROPERTY FOR TAXATION . . .** Generally, property in the District must be appraised by the WCAD at market value as of January 1 of each year. Once an appraisal roll is prepared and formally approved by the Appraisal Review Board, it is used by the District in establishing its tax rolls and tax rate. Assessments under the Property Tax Code are to be based on one hundred percent (100%) of market value, as such is defined in the Property Tax Code.

The Property Tax Code permits land designated for agricultural use, open space or timberland to be appraised at its value based on the land’s capacity to produce agricultural or timber products rather than at its fair market value. The Property Tax Code permits under certain circumstances that residential real property inventory held by a person in the trade or business be valued at the price that such property would bring if sold as a unit to a purchaser who would continue the business. Landowners wishing to avail themselves of the agricultural use, open space or timberland designation or residential real property inventory designation must apply for the designation and the appraiser is required by the Property Tax Code to act on each claimant’s right to the designation individually. A claimant may waive the special valuation as to taxation by some political subdivisions while claiming it as to another. If a claimant receives the agricultural use designation and later loses it by changing the use of the property or selling it to an unqualified owner, the District can collect taxes based on the new use, including taxes for the previous three years for agricultural use, open space land, and timberland.

The Property Tax Code requires the WCAD to implement a plan for periodic reappraisal of property. The plan must provide for appraisal of all real property in the WCAD at least once every three (3) years. It is not known what frequency of reappraisal will be utilized by the WCAD or whether reappraisals will be conducted on a zone or county-wide basis. The District, however, at its expense has the right to obtain from the Appraisal District a current estimate of appraised values within the District or an estimate of any new property or improvements within the District. While such current estimate of appraised values may serve to indicate the rate and extent of growth of taxable values within the District, it cannot be used for establishing a tax rate within the District until such time as the WCAD chooses formally to include such values on its appraisal roll.

The Property Tax Code provides for a temporary exemption from ad valorem taxation of a portion of the appraised value of certain property that is at least 15% physically damaged by a disaster and located within an area declared to be a disaster area by the governor of the State of Texas. This temporary exemption is automatic if the disaster is declared prior to a taxing unit, such as the District, adopting its tax rate for the tax year. A taxing unit, such as the District, may authorize the exemption at its discretion if the disaster is declared after the taxing unit has adopted its tax rate for the tax year. The amount of the exemption is based on the percentage of damage and is prorated based on the date of the disaster. Upon receipt of an application submitted within the eligible timeframe by a person who qualifies for a temporary exemption under the Property Tax Code, the Appraisal District is required to complete a damage assessment and assign a damage assessment rating to determine the amount of the exemption. The temporary exemption amounts established in the Property Tax Code range from 15% for property less than 30% damaged to 100% for property that is a total loss. Any such temporary exemption granted for disaster-damaged property expires on January 1 of the first year in which the property is reappraised.

**DISTRICT AND TAXPAYER REMEDIES . . .** Under certain circumstances taxpayers and taxing units (such as the District), may appeal the orders of the Appraisal Review Board by filing a timely petition for review in State district court. In such event, the value of the property in question will be determined by the court or by a jury, if requested by any party. Additionally, taxing units may bring suit against the WCAD to compel compliance with the Property Tax Code.

The Property Tax Code sets forth notice and hearing procedures for certain tax rate increases by the District and provides for taxpayer referenda which could result in the repeal of certain tax increases. The Property Tax Code also establishes a procedure for notice to property owners of reappraisals reflecting increased property values, appraisals which are higher than renditions, and appraisals of property not previously on an appraisal roll.

**LEVY AND COLLECTION OF TAXES . . .** The District is responsible for the levy and collection of its taxes unless it elects to transfer such functions to another governmental entity. The rate of taxation is set by the Board of Directors, after the legally required notice has been given to owners of property within the District, based upon: a) the valuation of property within the District as of the preceding January 1, and b) the amount required to be raised for debt service, maintenance purposes, and authorized contractual

obligations. Taxes are due October 1, or when billed, whichever comes later, and become delinquent if not paid before February 1 of the year following the year in which imposed. A delinquent tax incurs a penalty of six percent (6%) of the amount of the tax for the first calendar month it is delinquent, plus one percent (1%) for each additional month or portion of a month the tax remains unpaid prior to July 1 of the year in which it becomes delinquent. If the tax is not paid by July 1 of the year in which it becomes delinquent, the tax incurs a total penalty of twelve percent (12%) regardless of the number of months the tax has been delinquent and incurs an additional penalty for collection costs of an amount established by the District and a delinquent tax attorney. A delinquent tax on personal property incurs an additional penalty, in an amount established by the District and a delinquent tax attorney, 60 days after the date the taxes become delinquent. The delinquent tax accrues interest at a rate of one percent (1%) for each month or portion of a month it remains unpaid. The Property Tax Code makes provisions for the split payment of taxes, discounts for early payment and the postponement of the delinquency date of taxes under certain circumstances which, at the option of the District, which may be rejected by taxing units. The District's tax collector is required to enter into an installment payment agreement with any person who is delinquent on the payment of tax on a residence homestead for payment of tax, penalties and interest, if the person requests an installment agreement and has not entered into an installment agreement with the collector in the preceding 24 months. The installment agreement must provide for payments to be made in monthly installments and must extend for a period of at least 12 months and no more than 36 months. Additionally, the owner of a residential homestead property who is (i) sixty-five (65) years of age or older, (ii) disabled, or (iii) a disabled veteran, is entitled by law to pay current taxes on a residential homestead in installments without penalty or to defer the payment of taxes during the time of ownership. In the instance of tax deferral, a tax lien remains on the property and interest continue to accrue during the period of deferral.

**ROLLBACK OF OPERATION AND MAINTENANCE TAX RATE . . .** Chapter 49 of the Texas Water Code, as amended, classifies districts differently based on the current operation and maintenance tax rate or on the percentage of build-out that the District has completed. Districts that have adopted an operation and maintenance tax rate for the current year that is 2.5 cents or less per \$100 of taxable value are classified as "Special Taxing Units." Districts that have financed, completed, and issued bonds to pay for all improvements and facilities necessary to serve at least 95% of the projected build-out of the district are classified as "Developed Districts." Districts that do not meet either of the classifications previously discussed can be classified herein as "Developing Districts." The impact each classification has on the ability of a district to increase its maintenance and operations tax rate is described for each classification below. Debt service and contract tax rates cannot be reduced by a rollback election held within any of the Districts described below.

#### *Special Taxing Units*

Special Taxing Units that adopt a total tax rate that would impose more than 1.08 times the amount of the total tax imposed by such district in the preceding tax year on a residence homestead appraised at the average appraised value of a residence homestead, subject to certain homestead exemptions, are required to hold an election within the district to determine whether to approve the adopted total tax rate. If the adopted total tax rate is not approved at the election, the total tax rate for a Special Taxing Unit is the current year's debt service and contract tax rate plus 1.08 times the previous year's operation and maintenance tax rate.

#### *Developed Districts*

Developed Districts that adopt a total tax rate that would impose more than 1.035 times the amount of the total tax imposed by the district in the preceding tax year on a residence homestead appraised at the average appraised value of a residence homestead, subject to certain homestead exemptions for the preceding tax year, plus any unused increment rates, as calculated and described in Section 26.013 of the Tax Code, are required to hold an election within the district to determine whether to approve the adopted total tax rate. If the adopted total tax rate is not approved at the election, the total tax rate for a Developed District is the current year's debt service and contract tax rate plus 1.035 times the previous year's operation and maintenance tax rate plus any unused increment rates. In addition, if any part of a Developed District lies within an area declared for disaster by the Governor of Texas or President of the United States, alternative procedures and rate limitations may apply for a temporary period. If a district qualifies as both a Special Taxing Unit and a Developed District, the district will be subject to the operation and maintenance tax threshold applicable to Special Taxing Units.

#### *Developing Districts*

Districts that do not meet the classification of a Special Taxing Unit or a Developed District can be classified as Developing Districts. The qualified voters of these districts, upon the Developing District's adoption of a total tax rate that would impose more than 1.08 times the amount of the total tax rate imposed by such district in the preceding tax year on a residence homestead appraised at the average appraised value of a residence homestead, subject to certain homestead exemptions, are authorized to petition for an election to reduce the operation and maintenance tax rate. If an election is called and passes, the total tax rate for Developing Districts is the current year's debt service and contract tax rate plus 1.08 times the previous year's operation and maintenance tax rate.

#### *The District*

The Board of Directors has determined that the District is a Developing District for purposes of the 2022 tax year. The District cannot give any assurances as to what its classification will be at any point in time or whether the District's future tax rates will result in a total tax rate that will reclassify the District into a new classification and new election calculation.

**DISTRICT'S RIGHTS IN THE EVENT OF TAX DELINQUENCIES . . .** Taxes levied by the District are a personal obligation of the owner of the property on January 1 of the year for which the tax is imposed. On January 1 of each year, a tax lien attaches to property to secure the payment of all state and local taxes, penalties, and interest ultimately imposed for the year on the property. The lien exists in favor of the State of Texas and each local taxing unit, including the District, having power to tax the property. The District's tax lien is on a parity with tax liens of such other taxing units. See "FINANCIAL STATEMENT – Estimated Overlapping Debt Statement." A tax lien on real property takes priority over the claim of most creditors and other holders of liens on the property encumbered by the tax lien, whether or not the debt or lien existed before the attachment of the tax lien; however, whether a lien of the United States is on a parity with or takes priority over a tax lien of the District is determined by applicable federal law. Personal property under certain circumstances is subject to seizure and sale for the payment of delinquent taxes, penalty, and interest.

At any time after taxes on property become delinquent, the District may file suit to foreclose the lien securing payment of the tax, to enforce personal liability for the tax, or both. In filing a suit to foreclose a tax lien on real property, the District must join other taxing units that have claims for delinquent taxes against all or part of the same property. Collection of delinquent taxes may be adversely affected by the amount of taxes owed to other taxing units, by the effects of market conditions on the foreclosure sale price, by taxpayer redemption rights (a taxpayer may redeem residential homestead property within two years after the purchaser's deed issued at the foreclosure sale is filed in the county records other property may be redeemed by a taxpayer within 180 days of such filing) or by bankruptcy proceedings which restrict the collection of taxpayer debts. See "RISK FACTORS – Tax Collections and Foreclosure Remedies."

**TAX PAYMENT INSTALLMENTS AFTER DISASTER . . .** Certain qualified taxpayers, including owners of residential homesteads, located within a designated disaster area or emergency area, and whose property has been damaged as a direct result of the disaster or emergency, are entitled to enter into a tax payment installment agreement with a taxing jurisdiction such as the District if the taxpayer pays at least one-fourth of the tax bill imposed on the property by the delinquency date. The remaining taxes may be paid without penalty or interest in three equal installments within six months of the delinquency date.

Additionally, the Texas Tax Code authorizes a taxing jurisdiction such as the District, solely at the jurisdiction's discretion, to adopt a similar installment payment option for taxes imposed on property that is located within a designated disaster area or emergency area, and is owned or leased by certain qualified business entities, regardless of whether the property has been damaged as a direct result of the disaster or emergency.

**EFFECT OF FIRREA ON TAX COLLECTIONS . . .** The "Financial Institutions Reform, Recovery and Enforcement Act of 1989" ("FIRREA") contains provisions which affect the time for protesting property valuations, the fixing of tax liens and the collection of penalties and interest on delinquent taxes on real property owned by the FDIC when the FDIC is acting as the conservator or receiver of an insolvent financial institution.

Under FIRREA, real property held by the FDIC is still subject to ad valorem taxation, but such act states (i) that no real property of the FDIC shall be subject to foreclosure or sale without the consent of the FDIC and no involuntary lien shall attach to such property, (ii) the FDIC shall not be liable for any penalties or fines, including those arising from the failure to pay any real property taxes when due and (iii) notwithstanding the failure of a person to challenge an appraisal in accordance with state law, such value shall be determined as of the period for which such tax is imposed.

To the extent that the FIRREA provisions are valid and applicable to any property in the District, and to the extent that the FDIC attempts to enforce the same, these provisions may affect the timeliness of collection of taxes on property owned by the FDIC in the District, and may prevent the collection of penalties and interest on such taxes.

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## LEGAL MATTERS

**LEGAL OPINIONS . . .** Issuance of the Bonds is subject to the approving legal opinion of the Attorney General of Texas to the effect that the Bonds are valid and binding obligations of the District payable from the proceeds of an annual ad valorem tax levied, without legal limit as to rate or amount, upon all taxable property within the District. Issuance of the Bonds is also subject to the legal opinion of Allen Boone Humphries Robinson LLP, Austin, Texas (“Bond Counsel”), based upon examination of a transcript of the proceedings incident to authorization and issuance of the Bonds, to the effect that the Bonds are valid and binding obligations of the District payable from the sources and enforceable in accordance with the terms and conditions described therein, except to the extent that the enforceability thereof may be affected by governmental immunity, bankruptcy, insolvency, reorganization, moratorium, or other similar laws affecting creditors’ rights or the exercise of judicial discretion in accordance with general principles of equity. Bond Counsel’s legal opinion will also address the matters described below under “TAX MATTERS.” Such opinions will express no opinion with respect to the sufficiency of the security for or the marketability of the Bonds. In connection with the issuance of the Bonds, Bond Counsel has been engaged by, and only represents, the District.

Bond Counsel has reviewed the information appearing in this Official Statement under “THE BONDS,” “THE DISTRICT – General,” “THE DISTRICT – Management,” “TAXING PROCEDURES,” “LEGAL MATTERS,” “TAX MATTERS” and “CONTINUING DISCLOSURE OF INFORMATION” solely to determine if such information, insofar as it relates to matters of law, is true and correct, and whether such information fairly summarizes the provisions of the documents referred to therein. Bond Counsel has not, however, independently verified any of the factual information contained in this Official Statement nor has it conducted an investigation of the affairs of the District for the purpose of passing upon the accuracy or completeness of this Official Statement. No person is entitled to rely upon Bond Counsel’s limited participation as an assumption of responsibility for or an expression of opinion of any kind with regard to the accuracy or completeness of any information contained herein. Certain legal matters will be passed on for the District by Orrick, Herrington & Sutcliffe LLP, as Disclosure Counsel for the District.

The legal fees to be paid Bond Counsel for services rendered in connection with the issuance of the Bonds are based upon a percentage of Bonds actually issued, sold and delivered, and therefore, such fees are contingent upon the sale and delivery of the Bonds.

The various legal opinions to be delivered concurrently with the delivery of the Bonds express the professional judgment of the attorneys rendering the opinions as to the legal issues explicitly addressed therein. In rendering a legal opinion, the attorney does not become an insurer or guarantor of the expression of professional judgment, of the transaction opined upon, or of the future performance of the parties to the transaction, nor does the rendering of an opinion guarantee the outcome of any legal dispute that may arise out of the transaction.

**NO-LITIGATION CERTIFICATE . . .** The District will furnish to the Initial Purchaser a certificate, dated as of the date of delivery of the Bonds, executed by both the President and Secretary of the Board, to the effect that no litigation of any nature has been filed or is then pending or threatened, either in state or federal courts, contesting or attacking the Bonds; restraining or enjoining the issuance, execution or delivery of the Bonds; affecting the provisions made for the payment of or security for the Bonds; in any manner questioning the authority or proceedings for the issuance, execution, or delivery of the Bonds; or affecting the validity of the Bonds.

**NO MATERIAL ADVERSE CHANGE . . .** The obligations of the Initial Purchaser to take and pay for the Bonds, and of the District to deliver the Bonds, are subject to the condition that, up to the time of delivery of and receipt of payment for the Bonds, there shall have been no material adverse change in the condition (financial or otherwise) of the District from that set forth or contemplated in the Official Statement.

## TAX MATTERS

In the opinion of Allen Boone Humphries Robinson LLP, Bond Counsel, under existing law, interest on the Bonds is excludable from gross income for federal income tax purposes and interest on the Bonds is not subject to the alternative minimum tax on individuals; however, such interest is taken into account in determining the annual adjusted financial statement income of applicable corporations for the purpose of determining the alternative minimum tax imposed on corporations for tax years beginning after December 31, 2022.

The Internal Revenue Code of 1986, as amended (the “Code”) imposes a number of requirements that must be satisfied for interest on state or local obligations, such as the Bonds, to be excludable from gross income for federal income tax purposes. These requirements include limitations on the use of proceeds and the source of repayment, limitations on the investment of proceeds prior to expenditure, a requirement that excess arbitrage earned on the investment of proceeds be paid periodically to the United States and a requirement that the issuer file an information report with the Internal Revenue Service (the “Service”). The District has covenanted in the Bond Resolution that it will comply with these requirements.

Bond Counsel’s opinion will assume continuing compliance with the covenants of the Bond Resolution pertaining to those sections of the Code which affect the exclusion from gross income of interest on the Bonds for federal income tax purposes and, in addition, will rely on representations by the District, the District’s financial advisor and the Underwriter with respect to matters solely within the knowledge of the District, the District’s financial advisor and the Underwriter, respectively, which Bond Counsel has not

independently verified. If the District should fail to comply with the covenants in the Bond Resolution or if the foregoing representations should be determined to be inaccurate or incomplete, interest on the Bonds could become taxable from the date of delivery of the Bonds, regardless of the date on which the event causing such taxability occurs.

Under the Code, taxpayers are required to report on their returns the amount of tax exempt interest, such as interest on the Bonds, received or accrued during the year. Payments of interest on tax-exempt obligations such as the Bonds are in many cases required to be reported to the Service. Additionally, backup withholding may apply to any such payments to any owner who is not an “exempt recipient” and who fails to provide certain identifying information. Individuals generally are not exempt recipients, whereas corporations and certain other entities generally are exempt recipients.

Except as stated above, Bond Counsel will express no opinion as to any federal, state or local tax consequences resulting from the ownership of, receipt of interest on, or disposition of, the Bonds.

Prospective purchasers of the Bonds should be aware that the ownership of tax exempt obligations may result in collateral federal income tax consequences to financial institutions, life insurance and property and casualty insurance companies, certain S corporations with Subchapter C earnings and profits, individual recipients of Social Security or Railroad Retirement benefits, taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry tax exempt obligations, taxpayers owning an interest in a FASIT that holds tax-exempt obligations, and individuals otherwise qualifying for the earned income credit. In addition, certain foreign corporations doing business in the United States may be subject to the “branch profits tax” on their effectively-connected earnings and profits, including tax exempt interest such as interest on the Bonds. These categories of prospective purchasers should consult their own tax advisors as to the applicability of these consequences.

Bond Counsel’s opinions are based on existing law, which is subject to change. Such opinions are further based on Bond Counsel’s knowledge of facts as of the date hereof. Bond Counsel assumes no duty to update or supplement its opinions to reflect any facts or circumstances that may thereafter come to Bond Counsel’s attention or to reflect any changes in any law that may thereafter occur or become effective. Moreover, Bond Counsel’s opinions are not a guarantee of result and are not binding on the Service; rather, such opinions represent Bond Counsel’s legal judgment based upon its review of existing law and in reliance upon the representations and covenants referenced above that it deems relevant to such opinions. The Service has an ongoing audit program to determine compliance with rules that relate to whether interest on state or local obligations is includable in gross income for federal income tax purposes. No assurance can be given whether or not the Service will commence an audit of the Bonds. If an audit is commenced, in accordance with its current published procedures the Service is likely to treat the District as the taxpayer and the owners of the Bonds may not have a right to participate in such audit. Public awareness of any future audit of the Bonds could adversely affect the value and liquidity of the Bonds during the pendency of the audit regardless of the ultimate outcome of the audit.

**TAX ACCOUNTING TREATMENT OF ORIGINAL ISSUE DISCOUNT BONDS . . .** The issue price of certain of the Bonds (the “Original Issue Discount Bonds”) is less than the stated redemption price at maturity. In such case, under existing law, and based upon the assumptions hereinafter stated, (a) the difference between (i) the stated amount payable at the maturity of each Original Issue Discount Bond and (ii) the issue price of such Original Issue Discount Bond constitutes original issue discount with respect to such Original Issue Discount Bond in the hands of any owner who has purchased such Original Issue Discount Bond at the initial public offering price in the initial public offering of the Bonds; and (b) such initial owner is entitled to exclude from gross income (as defined in Section 61 of the Code) an amount of income with respect to such Original Issue Discount Bond equal to that portion of the amount of such original issue discount allocable to the period that such Original Issue Discount Bond continues to be owned by such owner.

In the event of the redemption, sale or other taxable disposition of such Original Issue Discount Bond prior to stated maturity, however, the amount realized by such owner in excess of the basis of such Original Issue Discount Bond in the hands of such owner (adjusted upward by the portion of the original issue discount allocable to the period for which such Bond was held by such initial owner) is includable in gross income. (Because original issue discount is treated as interest for federal income tax purposes, the discussion regarding interest on the Bonds under the caption “TAX MATTERS” generally applies, except as otherwise provided below, to original issue discount on a Original Issue Discount Bond held by an owner who purchased such Bond at the initial offering price in the initial public offering of the Bonds, and should be considered in connection with the discussion in this portion of the Official Statement.)

The foregoing is based on the assumptions that (a) the Underwriter has purchased the Bonds for contemporaneous sale to the general public and not for investment purposes, and (b) all of the Original Issue Discount Bonds have been offered, and a substantial amount of each maturity thereof has been sold, to the general public in arm’s-length transactions for a cash price (and with no other consideration being included) equal to the initial offering prices thereof stated on the cover page of this Official Statement, and (c) the respective initial offering prices of the Original Issue Discount Bonds to the general public are equal to the fair market value thereof. Neither the District nor Bond Counsel warrants that the Original Issue Discount Bonds will be offered and sold in accordance with such assumptions.

Under existing law, the original issue discount on each Original Issue Discount Bond is accrued daily to the stated maturity thereof (in amounts calculated as described below for each six-month period ending on the date before the semiannual anniversary dates of the Bonds and ratably within each such six-month period) and the accrued amount is added to an initial owner’s basis for such Bond for purposes of determining the amount of gain or loss recognized by such owner upon redemption, sale or other disposition

thereof. The amount to be added to basis for each accrual period is equal to (a) the sum of the issue price plus the amount of original issue discount accrued in prior periods multiplied by the yield to stated maturity (determined on the basis of compounding at the close of each accrual period and properly adjusted for the length of the accrual period) less (b) the amounts payable as current interest during such accrual period on such Bond.

The federal income tax consequences of the purchase, ownership, and redemption, sale or other disposition of Original Issue Discount Bonds which are not purchased in the initial offering at the initial offering price may be determined according to rules which differ from those described above. All owners of Original Issue Discount Bonds should consult their own tax advisors with respect to the determination for federal, state and local income tax purposes of interest accrued upon redemption, sale or other disposition of such Bonds and with respect to the federal, state, local and foreign tax consequences of the purchase, ownership and redemption, sale or other disposition of such Bonds.

**QUALIFIED TAX-EXEMPT OBLIGATIONS . . .** The Code requires a pro rata reduction in the interest expense deduction of a financial institution to reflect such financial institution's investment in tax-exempt obligations acquired after August 7, 1986. An exception to the foregoing provision is provided in the Code for "qualified tax-exempt obligations," which include tax-exempt obligations, such as the Bonds, (a) designated by the issuer as "qualified tax-exempt obligations" and (b) issued by or on behalf of a political subdivision for which the aggregate amount of tax-exempt obligations (not including private activity bonds other than qualified 501(c)(3) bonds) to be issued during the calendar year is not expected to exceed \$10,000,000.

The District has designated the Bonds as "qualified tax-exempt obligations" and represents that the aggregate amount of tax-exempt bonds (including the Bonds) issued by the District and entities aggregated with the Issuer under the Code during calendar year 2022 is not expected to exceed \$10,000,000 and that the Issuer and entities aggregated with the District under the Code have not designated more than \$10,000,000 in "qualified tax-exempt obligations" (including the Bonds) during calendar year 2022.

Notwithstanding these exceptions, financial institutions acquiring the Bonds will be subject to a 20% disallowance of allocable interest expense.

## **CONTINUING DISCLOSURE OF INFORMATION**

In the Bond Resolution, the District has the following agreement for the benefit of the holders and beneficial owners of the Bonds. The District is required to observe the agreement for so long as it remains obligated to advance funds to pay the Bonds. Under the agreement, the District will be obligated to provide certain updated financial information and operating data annually, and timely notice of specified material events, to the Municipal Securities Rulemaking Board (the "MSRB"). The MSRB has established the Electronic Municipal Market Access ("EMMA") system.

**ANNUAL REPORTS . . .** The District will provide certain updated financial information and operating data to the MSRB. The information to be updated with respect to the District includes all quantitative financial information and operating data with respect to the District of the general type included in this Official Statement included under the headings "THE SYSTEM – Table 1 – Operating Revenues and Expenses Statement," "Table 2 – Debt Service Schedule," "FINANCIAL STATEMENT – Table 3 – Assessed Value" (with the exceptions of: Table 4 – Unlimited Tax Bonds Authorized but Unissued," "Table 5 – Cash and Investment Balance," "Table 6 – Current Investments," and "Estimated Overlapping Debt Statement"), "TAX DATA – Table 7 – Tax Collections;" "Table 8 – District Tax Rates," and in APPENDIX A – Audited Financial Statement of the District. The District will update and provide this information within six months after the end of each of its fiscal years ending in or after 2022 to the MSRB.

The District may provide updated information in full text or may incorporate by reference certain other publicly available information which include audited financial statements, if the District commissions an audit and the audit is completed by the required time. If the audit of such financial statements is not complete within such period, then the District will provide unaudited financial statements for the applicable fiscal year to the MSRB within such six-month period, and audited financial statements when the audit report of such statements becomes available. Any such financial statements will be prepared in accordance with the accounting principles described in the Bond Resolution or such other accounting principles as the District may be required to employ from time to time pursuant to state law or regulation.

The District's current fiscal year end is June 30. Accordingly, it must provide updated information by December 31 of each year unless the District changes its fiscal year. If the District changes its fiscal year, it will notify the MSRB of the change.

**EVENT NOTICES . . .** The District will provide timely notices of certain events to the MSRB, but in no event will such notices be provided to the MSRB in excess of ten business days after the occurrence of an event. The District will provide notice of any of the following events with respect to the Bonds: (1) principal and interest payment delinquencies; (2) nonpayment notice of 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 Bonds, or other material events affecting the tax status of the Bonds; (7) modifications to rights of beneficial owners of the Bonds, if material; (8) bond calls, if material, and tender offers; (9) defeasances; (10) release, substitution, or sale of property securing repayment of the Bonds,

if material; (11) rating changes; (12) bankruptcy, insolvency, receivership or similar event of the District or other obligated person; (13) consummation of a merger, consolidation, or acquisition involving the District or other obligated person within the meaning of the Rule or the sale of all or substantially all of the assets of the District or other obligated person, other than in the ordinary course of business, the entry into 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 trustee or the change of name of a trustee, if material; (15) incurrence of a financial obligation of the District or other obligated person, if material, or agreement or covenants, events of default, remedies, priority rights, or other similar terms of a financial obligation of the district or other obligated person, any of which affect Beneficial Owners of the Bonds, 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 District or other obligated person, any of which reflect financial difficulties. The terms “obligated person” and “financial obligation” when used in this paragraph shall have the meanings ascribed to them under SEC Rule 15c2-12 (the “Rule”). The term “material” when used in this paragraph shall have the meaning ascribed to it under federal securities laws. Neither the Bonds nor the Bond Resolution makes any provision for debt service reserves, credit enhancement, or liquidity enhancement. In addition, the District will provide timely notice of any failure by the District to provide financial information, operating data, or financial statements in accordance with its agreement described above under “Annual Reports.”

**LIMITATIONS AND AMENDMENTS . . .** The District has agreed to update information and to provide notices of specified events only as described above. The District has not agreed to provide other information that may be relevant or material to a complete presentation of its financial results of operations, condition, or prospects or agreed to update any information that is provided, except as described above. The District makes no representation or warranty concerning such information or concerning its usefulness to a decision to invest in or sell Bonds at any future date. The District disclaims any contractual or tort liability for damages resulting in whole or in part from any breach of its continuing disclosure agreement or from any statement made pursuant to its agreement, although registered owners may seek a writ of mandamus to compel the District to comply with its agreement.

**COMPLIANCE WITH PRIOR UNDERTAKINGS . . .** During the past five years, the District has complied in all material respects with its continuing disclosure agreements in accordance with SEC Rule 15c2-12.

## **FINANCIAL ADVISOR**

The Official Statement was compiled and edited under the supervision of the Financial Advisor, which firm is currently employed as Financial Advisor to the District. The fees paid to the Financial Advisor for services rendered in connection with the issuance and sale of the Bonds are based on a percentage of the Bonds actually issued, sold and delivered, and therefore such fees are contingent on the sale and delivery of the Bonds.

## **OFFICIAL STATEMENT**

**PREPARATION . . .** The District has no employees but engages various professionals and consultants to assist the District in the day-to-day activities of the District. See “THE DISTRICT.” The Board in its official capacity has relied upon the below mentioned experts and sources in preparation of this Official Statement. The information in this Official Statement was compiled and edited by the Financial Advisor. In addition to compiling and editing such information, the Financial Advisor has obtained the information set forth herein under the captions indicated from sources including: the Developers; Jones-Heroy & Associates, Inc.; Municipal Accounts & Consulting, LLC.; and Allen Boone Humphries Robinson LLP.

**UPDATING THE OFFICIAL STATEMENT DURING UNDERWRITING PERIOD . . .** If, subsequent to the date of the Official Statement to and including the date the Initial Purchaser is no longer required to provide an Official Statement to potential customers who request the same pursuant to the Rule (the earlier of (i) 90 days from the “end of the underwriting period” (as defined in the Rule) and (ii) the time when the Official Statement is available to any person from a nationally recognized repository but in no case less than 25 days after the “end of the underwriting period”), the District learns or is notified by the Initial Purchaser of any adverse event which causes any of the key representations in the Official Statement to be materially misleading, the District will promptly prepare and supply to the Initial Purchaser a supplement to the Official Statement which corrects such representation to the reasonable satisfaction of the Initial Purchaser, unless the Initial Purchaser elects to terminate its obligation to purchase the Bonds as described in the Notice of Sale under the heading “DELIVERY OF THE BONDS AND ACCOMPANYING DOCUMENTS – Delivery.” The obligation of the District to update or change the Official Statement will terminate when the District delivers the Bonds to the Initial Purchaser (the “end of the underwriting period” within the meaning of the Rule), unless the Initial Purchaser provides written notice the District that less than all of the Bonds have been sold to ultimate customers on or before such date, in which case the obligation to update or change the Official Statement will extend for an additional period of time of 25 days after all of the Bonds have been sold to ultimate customers. In the event the Initial Purchaser provides written notice to the District that less than all of the Bonds have been sold to ultimate customers, the Initial Purchaser agrees to notify the District in writing following the occurrence of the “end of the underwriting period” as defined in the Rule.

**CERTIFICATION AS TO OFFICIAL STATEMENT . . .** The District, acting by and through its Board of Directors in its official capacity in reliance upon the experts listed above, hereby certifies, as of the date hereof, that to the best of its knowledge and belief, the information, statements and descriptions pertaining to the District and its affairs herein contain no untrue statements of a material fact and do not omit to state any material fact necessary to make the statements herein, in light of the circumstances under which



they were made, not misleading. The information, description and statements concerning entities other than the District, including particularly other governmental entities, have been obtained from sources believed to be reliable, but the District has made no independent investigation or verification of such matters and makes no representation as to the accuracy or completeness thereof. Except as set forth in "CONTINUING DISCLOSURE OF INFORMATION" herein, the District has no obligation to disclose any changes in the affairs of the District and other matters described in this Official Statement subsequent to the "end of the underwriting period" which shall end when the District delivers the Bonds to the Initial Purchaser at closing, unless extended by the Initial Purchaser. All information with respect to the resale of the Bonds subsequent to the "end of the underwriting period" is the responsibility of the Initial Purchaser.

This Official Statement was approved by the Board of Directors of Williamson County Municipal Utility District No. 25, as of the date shown on the first page hereof.

/s/ Ronald Lee Mayo, Jr.  
Secretary, Board of Directors  
Williamson County Municipal Utility District No. 25

/s/ Jason Natho  
President, Board of Directors  
Williamson County Municipal Utility District No. 25

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## LOCATION MAP

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VICINITY MAP  
N.T.S.

BRYAN FARNEY  
20.26 ACRES  
DOC. NO. 2006090870

STATE HIGHWAY 29

ZAMIN, L.P.  
106.000 ACRES  
DOCUMENT NO. 2010065268

WILLIAM CHARLES BAGWELL AND  
WIFE, PATRICIA C. BAGWELL  
22.5582 ACRES  
VOL. 2232, PG. 578

LAREDO WO, LTD.  
324.00 ACRES  
DOCUMENT NO. 2007014278

(REMAINDER)  
LAREDO WO, LTD.  
192.314 ACRES  
DOCUMENT NO.  
2007014289

**MUD 25  
ANNEXATION  
TRACT  
246.74 ACRES**

WILLIAM C. BAGWELL AND  
WIFE, SUZANNE BAGWELL  
32.61 ACRES  
VOL. 2438, PG. 499

DENNIS CHAPMAN JR. AND  
WIFE, KAROL CHAPMAN  
73.74 ACRES  
DOCUMENT NO. 9545414

LAREDO WO, LTD.  
324.00 ACRES  
DOCUMENT NO. 2007014278

TEXAS CRUSHED STONE  
190.40 ACRES  
VOL. 743, PG. 47

ISAAC  
DONAGAN  
A-178

TRACT 1 - 314.00 ACRES  
GEORGETOWN PROPERTIES II, LLC  
DOCUMENT NO. 2012043969

**MUD 25  
ANNEXATION  
TRACT  
39.5 ACRES**

LAREDO WO, LTD.  
(203.137 AC.)  
DOC. NO. 2007014282

CHARLES GRADY BARTON  
DOC. NO. 2007014282

TRACT TWO - 60.5184 ACRES  
AVP RANCH, LTD.  
DOC. NO. 2011081794

REMAINDER OF  
LAREDO WO, LTD.  
(1330.24 AC.)  
DOC. NO. 2007014285

W.E. PATE.  
A-836

J. THOMPSON  
SURVEY  
A-608

**MUD 25  
ANNEXATION  
TRACT  
8.5 ACRES**

1. & G.N. R.R  
A-744

REMAINDER OF  
LAREDO WO, LTD.  
(330.24 AC.)  
DOC. NO. 2007014285

GORDON WINSTON FAUBION  
DOC. NO. 2005101511

**MUD 25  
ORIGINAL  
TRACT  
249.72 ACRES**

KEY WEST  
IRRIGATION  
SURVEY  
A-711

J.D. JOHNS  
A-365

THOMAS E. DREISS,  
TRUSTEE  
DOC. NO. 2009006339

CHURCH  
SURVEY  
4-140

F.M. HIGHWAY-2243

SURVEYOR'S CERTIFICATION:

THIS DOCUMENT WAS PREPARED UNDER 22 TAC 663.21. DOES NOT REFLECT THE RESULTS OF AN ON THE GROUND SURVEY, AND IS NOT TO BE USED TO CONVEY OR ESTABLISH INTERESTS IN REAL PROPERTY EXCEPT BY THE CREATION OR RECONFIGURATION OF THE BOUNDARY OF THE POLITICAL SUBDIVISION FOR WHICH IT WAS PREPARED.

JOHN T. BILNOSKI  
REGISTERED PROFESSIONAL  
LAND SURVEYOR No. 4998  
STATE OF TEXAS



Scale: 1"=300'	Date: 11/20/13
File: H:\101399\101399008EX13.dwg	
COGO: 101399003	
Drawn by: GA	
Approved by: JTB	
Project No.: R0101399-10008	

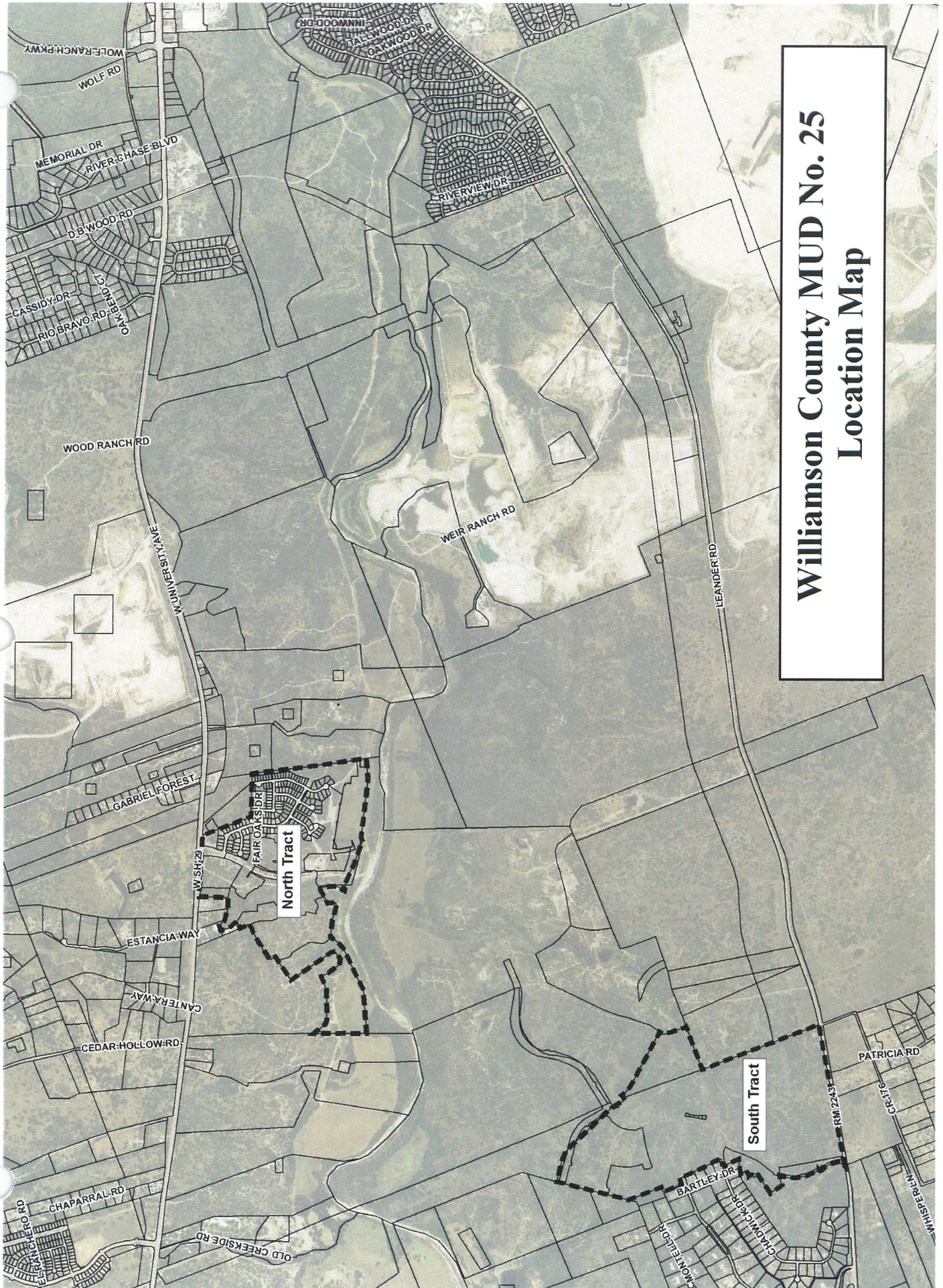
**WILLIAMSON COUNTY  
MUNICIPAL UTILITY  
DISTRICT NO. 25**

**BOUNDARY EXHIBIT OF**  
WILLIAMSON COUNTY MUNICIPAL UTILITY DISTRICT  
NO. 25, SITUATED IN WILLIAMSON COUNTY, TEXAS

**BURY**  
221 West Sixth Street, Suite 600  
Austin, Texas 78701  
Tel. (512) 328-0011 Fax (512) 328-0325  
TBPE # F-1048 TBPLS # F-10107500  
Copyright © 2013



# Williamson County MUD No. 25 Location Map





## **PHOTOGRAPHS**

The homes shown in the attached photographs are representative of the type of construction presently located within the District, and these photographs are presented solely to illustrate such construction.

The District makes no representation that any additional construction such as that as illustrated in the following photographs will occur in the District. See "THE DISTRICT."

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**APPENDIX A**

**AUDITED FINANCIAL STATEMENT OF THE DISTRICT  
FOR THE FISCAL YEAR ENDED JUNE 30, 2022**

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# **McCALL GIBSON SWEDLUND BARFOOT PLLC**

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## **INDEPENDENT AUDITOR'S REPORT**

Board of Directors  
Williamson County Municipal  
Utility District No. 25  
Williamson County, Texas

### **Opinions**

We have audited the accompanying financial statements of the governmental activities and each major fund of Williamson County Municipal Utility District No. 25 (the "District") as of and for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the District as of June 30, 2022, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

### **Basis for Opinions**

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the District, and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

### **Responsibilities of Management for the Financial Statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

### **Required Supplementary Information**

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis and the Schedule of Revenues, Expenditures and Changes in Fund Balance - Budget and Actual - General Fund be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.



### **Supplementary Information**

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's basic financial statements. The supplementary information required by the Texas Commission on Environmental Quality as published in the *Water District Financial Management Guide* is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The supplementary information, excluding that portion marked "Unaudited" on which we express no opinion or provide an assurance, has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

### **Other Information**

Management is responsible for the Other Supplementary Information included in the annual report. The Other Supplementary Information does not include the basic financial statements and our auditor's report thereon. Our opinions on the basic financial statements do not cover the Other Supplementary Information, and we do not express an opinion or any form of assurance thereon.

In connection with our audit of the basic financial statements, our responsibility is to read the other information and consider whether a material inconsistency exists between the other information and the basic financial statements, or the other information otherwise appears to be materially misstated. If, based on the work performed, we conclude that an uncorrected material misstatement of the other information exists, we are required to describe it in our report.



McCall Gibson Swedlund Barfoot PLLC  
Certified Public Accountants  
Houston, Texas

October 18, 2022

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED JUNE 30, 2022**

Management's discussion and analysis of the financial performance of Williamson County Municipal Utility District No. 25 (the "District") provides an overview of the District's financial activities for the fiscal year ended June 30, 2022. Please read it in conjunction with the District's financial statements.

**USING THIS ANNUAL REPORT**

This annual report consists of a series of financial statements. The basic financial statements include: (1) combined fund financial statements and government-wide financial statements and (2) notes to the financial statements. The combined fund financial statements and government-wide financial statements combine both: (1) the Statement of Net Position and Governmental Funds Balance Sheet and (2) the Statement of Activities and Governmental Funds Statement of Revenues, Expenditures and Changes in Fund Balances. This report also includes other supplementary information in addition to the basic financial statements.

**GOVERNMENT-WIDE FINANCIAL STATEMENTS**

The District's annual report includes two financial statements combining the government-wide financial statements and the fund financial statements. The government-wide portion of these statements provides both long-term and short-term information about the District's overall status. Financial reporting at this level uses a perspective similar to that found in the private sector with its basis in full accrual accounting and elimination or reclassification of internal activities.

The Statement of Net Position is the District-wide statement of its financial position presenting information that includes all of the District's assets, liabilities and deferred inflows and outflows of resources, if applicable, with the difference reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the District as a whole is improving or deteriorating. Evaluation of the overall health of the District would extend to other non-financial factors.

The government-wide Statement of Activities reports how the District's net position changed during the current fiscal year. All current year revenues and expenditures are included regardless of when cash is received or paid.

**FUND FINANCIAL STATEMENTS**

The combined statements also include fund financial statements. A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The District has three governmental fund types. The General Fund accounts for resources not accounted for in another fund including property tax revenues as well as general and administrative expenditures. The Debt Service Fund accounts for financial resources restricted, committed or assigned for servicing bond debt. The Capital Projects Fund accounts for financial resources restricted, committed or assigned for acquisition or construction of facilities and related costs.



**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED JUNE 30, 2022**

**FUND FINANCIAL STATEMENTS (Continued)**

Governmental funds are reported in each of the financial statements. The focus in the fund financial statements provides a distinctive view of the District's governmental funds. These statements report short-term fiscal accountability focusing on the use of spendable resources and balances of spendable resources available at the end of the year. They are useful in evaluating annual financing requirements of the District and the commitment of spendable resources for the near-term.

Since the government-wide focus includes the long-term view, comparisons between these two perspectives may provide insight into the long-term impact of short-term financing decisions. The adjustments columns, the Reconciliation of the Governmental Funds Balance Sheet to the Statement of Net Position, and the reconciliation of the Governmental Funds Statement of Revenues, Expenditures and Changes in Fund Balances to the Statement of Activities explain the differences between the two presentations and assist in understanding the differences between these two perspectives.

**NOTES TO THE FINANCIAL STATEMENTS**

The accompanying notes to the financial statements provide information essential to a full understanding of the government-wide and fund financial statements.

**OTHER INFORMATION**

In addition to the financial statements and accompanying notes, this report also presents certain required supplementary information ("RSI"), supplementary information, other supplementary information. The budgetary comparison schedule is included as RSI for the General Fund.

**GOVERNMENT-WIDE FINANCIAL ANALYSIS**

Net position may serve over time as a useful indicator of the District's financial position. In the case of the District, liabilities exceeded assets by \$271,858 as of June 30, 2022. A portion of the District's net position reflects its net investment in capital assets (land, storm water quality ponds and intangible assets less any debt used to acquire those assets that is still outstanding).

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED JUNE 30, 2022**

**GOVERNMENT-WIDE FINANCIAL ANALYSIS (Continued)**

A comparative analysis of government-wide changes in net position is presented below:

	Summary of Changes in the Statement of Net Position		
	2022	2021	Change Positive (Negative)
Current and Other Assets	\$ 2,241,403	\$ 2,291,798	\$ (50,395)
Capital Assets (Net of Accumulated Depreciation)	3,634,250	3,339,005	295,245
Intangible Assets	<u>36,283,998</u>	<u>25,063,887</u>	<u>11,220,111</u>
Total Assets	<u>\$ 42,159,651</u>	<u>\$ 30,694,690</u>	<u>\$ 11,464,961</u>
Due to Developers	\$ 28,219,878	\$ 21,985,171	\$ (6,234,707)
Bonds Payable	14,007,235	8,097,203	(5,910,032)
Other Liabilities	<u>204,396</u>	<u>148,381</u>	<u>(56,015)</u>
Total Liabilities	<u>\$ 42,431,509</u>	<u>\$ 30,230,755</u>	<u>\$ (12,200,754)</u>
Net Position:			
Net Investment in Capital Assets	\$ (2,000,565)	\$ (1,371,180)	\$ (629,385)
Restricted	748,080	338,820	409,260
Unrestricted	<u>980,627</u>	<u>1,496,295</u>	<u>(515,668)</u>
Total Net Position	<u>\$ (271,858)</u>	<u>\$ 463,935</u>	<u>\$ (735,793)</u>

The following table summarized the District's operations for the current and prior fiscal year:

	Summary of Changes in the Statement of Activities		
	2022	2021	Change Positive (Negative)
Revenues:			
Property Taxes	\$ 1,203,956	\$ 891,644	\$ 312,312
Other Revenues	<u>9,691</u>	<u>11,212</u>	<u>(1,521)</u>
Total Revenues	\$ 1,213,647	\$ 902,856	\$ 310,791
Expenses for Services	<u>1,949,440</u>	<u>680,374</u>	<u>(1,269,066)</u>
Change in Net Position	\$ (735,793)	\$ 222,482	\$ (958,275)
Net Position, Beginning of Year	<u>463,935</u>	<u>241,453</u>	<u>222,482</u>
Net Position, End of Year	<u>\$ (271,858)</u>	<u>\$ 463,935</u>	<u>\$ (735,793)</u>

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED JUNE 30, 2022**

**FINANCIAL ANALYSIS OF THE DISTRICT'S GOVERNMENTAL FUNDS**

The District's combined fund balances as of June 30, 2022, were \$2,166,173, a decrease of \$59,899 for the year then ended.

The General Fund fund balance decreased by \$516,282, primarily due to \$641,440 in surplus funds approved to reimburse the developer for construction costs and payment of developer interest.

The Debt Service Fund fund balance increased by \$456,385, primarily due to the structure of the District's outstanding debt and the issuance of the Series 2021 bonds.

The Capital Projects Fund fund balance decreased to zero at the end of fiscal year 2022 after the proceeds from the Series 2021 bonds were used to reimburse the developers for construction costs and to pay for developer interest, bond issuance costs and future interest costs.

**GENERAL FUND BUDGETARY HIGHLIGHTS**

The Board of Directors adopted an unappropriated budget for the current fiscal year which was not amended during the year. Actual revenues were \$8,477 more than budgeted revenues and actual expenditures were \$657,922 more than budgeted expenditures due to unbudgeted capital outlay and developer interest costs. This resulted in an overall negative budget versus actual variance of \$649,445.

**CAPITAL ASSETS AND INTANGIBLE ASSETS**

Capital assets as of June 30, 2022, totaled \$3,634,250 (net of accumulated depreciation) and include land and storm water quality ponds.

Capital Assets At Year-End			Change Positive (Negative)
	2022	2021	
Capital Assets Not Being Depreciated:			
Land	\$ 197,480	\$ 167,565	\$ 29,915
Capital Assets Subject to Depreciation:			
Storm Water Quality Ponds	3,780,880	3,462,439	318,441
Less Accumulated Depreciation	(344,110)	(290,999)	(53,111)
Total Net Capital Assets	<u>\$ 3,634,250</u>	<u>\$ 3,339,005</u>	<u>\$ 295,245</u>

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED JUNE 30, 2022**

**CAPITAL ASSETS AND INTANGIBLE ASSETS (Continued)**

The District is located within the extraterritorial jurisdiction of the City of Georgetown, Texas (the "City"). In accordance with the Consent Agreement with the City, certain water and wastewater facilities are conveyed to the City once constructed and placed in service. The City operates the facilities and is responsible for the maintenance. Drainage and roadways are conveyed to Williamson County, Texas for maintenance. In exchange for these conveyances, the District's residents receive services from these entities and the District records the assets conveyed and used in providing these services as intangible assets. The total cost of the facilities conveyed to other entities and recorded as intangible assets as of June 30, 2022 is \$36,283,998.

**LONG-TERM DEBT ACTIVITY**

As of June 30, 2022, the District recorded a liability to its developer of \$27,911,578 for construction costs and \$308,300 for operating advances paid by the Developer on behalf of the District.

As of June 30, 2022, the District had total bond debt payable of \$14,050,000. The change in the debt position of the District during the year ended June 30, 2022, is as follows:

Bond Debt Payable, July 1, 2021	\$ 8,150,000
Add: Bond Sale	<u>5,900,000</u>
Bond Debt Payable, June 30, 2022	<u>\$ 14,050,000</u>

On November 18, 2021, the District issued \$5,900,000 of Unlimited Tax Bonds, Series 2021, with interest rates ranging from 2.00% to 2.625% and final maturity of August 15, 2046. Bond proceeds were used to reimburse the developers for construction costs and to pay for developer interest, bond issuance costs and future interest costs.

**CURRENTLY KNOWN FACTS, DECISIONS OR CONDITIONS**

The adopted budget for fiscal year 2023 projects a decrease in the General Fund fund balance of \$21,314. Revenues are expected to be \$552,451 and expenditures are expected to be \$573,765.

**CONTACTING THE DISTRICT'S MANAGEMENT**

This financial report is designed to provide a general overview of the District's finances. Questions concerning any of the information provided in this report or requests for additional information should be addressed to Williamson County Municipal Utility District No. 25, c/o Allen Boone Humphries Robinson LLP, 1108 Lavaca St., Suite 510, Austin, Texas 78701.

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
STATEMENT OF NET POSITION AND  
GOVERNMENTAL FUNDS BALANCE SHEET  
JUNE 30, 2022**

	<u>General Fund</u>	<u>Debt Service Fund</u>
<b>ASSETS</b>		
Cash	\$ 9,959	\$
Investments	1,299,271	884,212
Receivables:		
Property Taxes	5,616	6,653
Accrued Interest	2,078	
Due from Other Funds	1,350	
Prepaid Costs	33,614	
Capital Assets (Net of Accumulated Depreciation):		
Land		
Storm Water Quality Ponds		
Intangible Assets		
<b>TOTAL ASSETS</b>	<u>\$ 1,351,888</u>	<u>\$ 890,865</u>

The accompanying notes to the financial  
statements are an integral part of this report.

Capital Projects Fund	Total	Adjustments	Statement of Net Position
\$	\$ 9,959	\$	\$ 9,959
	2,183,483		2,183,483
	12,269		12,269
	2,078		2,078
	1,350	(1,350)	
	33,614		33,614
		197,480	197,480
		3,436,770	3,436,770
		36,283,998	36,283,998
<u>\$ -0-</u>	<u>\$ 2,242,753</u>	<u>\$ 39,916,898</u>	<u>\$ 42,159,651</u>

The accompanying notes to the financial statements are an integral part of this report.

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
STATEMENT OF NET POSITION AND  
GOVERNMENTAL FUNDS BALANCE SHEET  
JUNE 30, 2022**

	<u>General Fund</u>	<u>Debt Service Fund</u>
<b>LIABILITIES</b>		
Accounts Payable	\$ 62,961	\$
Accrued Interest Payable		
Due to Developers		
Due to Other Funds		1,350
Long-Term Liabilities:		
Bonds Payable, Due Within One Year		
Bonds Payable, Due After One Year		
<b>TOTAL LIABILITIES</b>	<u>\$ 62,961</u>	<u>\$ 1,350</u>
<b>DEFERRED INFLOWS OF RESOURCES</b>		
Property Taxes	<u>\$ 5,616</u>	<u>\$ 6,653</u>
<b>FUND BALANCES</b>		
Nonspendable -		
Prepaid Costs	\$ 33,614	\$
Restricted for Debt Service		882,862
Assigned to 2023 Budget	21,314	
Unassigned	<u>1,228,383</u>	
<b>TOTAL FUND BALANCES</b>	<u>\$ 1,283,311</u>	<u>\$ 882,862</u>
<b>TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND FUND BALANCES</b>	<u>\$ 1,351,888</u>	<u>\$ 890,865</u>
<b>NET POSITION</b>		
Net Investment in Capital Assets		
Restricted for Debt Service		
Unrestricted		
<b>TOTAL NET POSITION</b>		

The accompanying notes to the financial  
statements are an integral part of this report.

<u>Capital Projects Fund</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
\$	\$ 62,961	\$	\$ 62,961
		141,435	141,435
		28,219,878	28,219,878
	1,350	(1,350)	
		285,000	285,000
		13,722,235	13,722,235
<u>\$ -0-</u>	<u>\$ 64,311</u>	<u>\$ 42,367,198</u>	<u>\$ 42,431,509</u>
<u>\$ -0-</u>	<u>\$ 12,269</u>	<u>\$ (12,269)</u>	<u>\$ -0-</u>
\$	\$ 33,614	\$ (33,614)	\$
	882,862	(882,862)	
	21,314	(21,314)	
	1,228,383	(1,228,383)	
<u>\$ - 0 -</u>	<u>\$ 2,166,173</u>	<u>\$ (2,166,173)</u>	<u>\$ - 0 -</u>
<u>\$ -0-</u>	<u>\$ 2,242,753</u>		
		\$ (2,000,565)	\$ (2,000,565)
		748,080	748,080
		980,627	980,627
		<u>\$ (271,858)</u>	<u>\$ (271,858)</u>

The accompanying notes to the financial statements are an integral part of this report.



**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
RECONCILIATION OF THE GOVERNMENTAL FUNDS BALANCE SHEET  
TO THE STATEMENT OF NET POSITION  
JUNE 30, 2022**

Total Fund Balances - Governmental Funds	\$	2,166,173
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Amounts reported for governmental activities in the Statement of Net Position are different because:

Capital assets and intangible assets used in governmental activities are not current financial resources and, therefore, are not reported as assets in the governmental funds.		39,918,248
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Deferred tax revenues for the 2021 and prior tax levies became part of recognized revenue in the governmental activities of the District.		12,269
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Certain liabilities are not due and payable in the current period and, therefore, are not reported as liabilities in the governmental funds. These liabilities at year end consisted of:

Accrued Interest Payable	(141,435)	
Due to Developer	(28,219,878)	
Bonds Payable	<u>(14,007,235)</u>	
		<u>(42,368,548)</u>

Total Net Position - Governmental Activities	\$	<u>(271,858)</u>
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The accompanying notes to the financial  
statements are an integral part of this report.

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**WILLIAMSON COUNTY**  
**MUNICIPAL UTILITY DISTRICT NO. 25**  
**STATEMENT OF ACTIVITIES AND GOVERNMENTAL FUNDS STATEMENT OF**  
**REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES**  
**FOR THE YEAR ENDED JUNE 30, 2022**

	General Fund	Debt Service Fund
<b>REVENUES</b>		
Property Taxes	\$ 549,018	\$ 649,527
Penalty and Interest	1,150	1,315
Investment and Miscellaneous Revenues	5,122	2,093
<b>TOTAL REVENUES</b>	<u>\$ 555,290</u>	<u>\$ 652,935</u>
<b>EXPENDITURES/EXPENSES</b>		
Service Operations:		
Professional Fees	\$ 233,689	\$
Contracted Services	51,465	400
Repairs and Maintenance	51,955	
Depreciation		
Other	38,572	
Capital Outlay	540,463	
Developer Interest	100,977	
Debt Service:		
Bond Interest		272,163
Bond Issuance Costs	54,451	
<b>TOTAL EXPENDITURES/EXPENSES</b>	<u>\$ 1,071,572</u>	<u>\$ 272,563</u>
<b>EXCESS OF REVENUES OVER (UNDER)</b>		
<b>EXPENDITURES/EXPENSES</b>	<u>\$ (516,282)</u>	<u>\$ 380,372</u>
<b>OTHER FINANCING SOURCES (USES)</b>		
Proceeds from Issuance of Long-Term Debt	\$	\$ 76,013
Bond Discount		
Bond Premium		
<b>TOTAL OTHER FINANCING SOURCES, NET</b>	<u>\$ -0-</u>	<u>\$ 76,013</u>
<b>NET CHANGE IN FUND BALANCES</b>	\$ (516,282)	\$ 456,385
<b>CHANGE IN NET POSITION</b>		
<b>FUND BALANCES/NET POSITION -</b>		
<b>JULY 1, 2021</b>	<u>1,799,593</u>	<u>426,477</u>
<b>FUND BALANCES/NET POSITION -</b>		
<b>JUNE 30, 2022</b>	<u>\$ 1,283,311</u>	<u>\$ 882,862</u>

The accompanying notes to the financial  
statements are an integral part of this report.

Capital Projects Fund	Total	Adjustments	Statement of Activities
\$	\$ 1,198,545	\$ 5,411	\$ 1,203,956
	2,465		2,465
11	7,226		7,226
<u>\$ 11</u>	<u>\$ 1,208,236</u>	<u>\$ 5,411</u>	<u>\$ 1,213,647</u>
\$	\$ 233,689	\$	\$ 233,689
	51,865		51,865
	51,955		51,955
		53,111	53,111
	38,572		38,572
4,793,297	5,333,760	(5,333,760)	
527,473	628,450		628,450
	272,163	54,646	326,809
510,538	564,989		564,989
<u>\$ 5,831,308</u>	<u>\$ 7,175,443</u>	<u>\$ (5,226,003)</u>	<u>\$ 1,949,440</u>
<u>\$ (5,831,297)</u>	<u>\$ (5,967,207)</u>	<u>\$ 5,231,414</u>	<u>\$ (735,793)</u>
\$ 5,823,987	\$ 5,900,000	\$ (5,900,000)	\$
(44,363)	(44,363)	44,363	
51,671	51,671	(51,671)	
<u>\$ 5,831,295</u>	<u>\$ 5,907,308</u>	<u>\$ (5,907,308)</u>	<u>\$ -0-</u>
\$ (2)	\$ (59,899)	\$ 59,899	\$
		(735,793)	(735,793)
2	2,226,072	(1,762,137)	463,935
<u>\$ -0-</u>	<u>\$ 2,166,173</u>	<u>\$ (2,438,031)</u>	<u>\$ (271,858)</u>

The accompanying notes to the financial statements are an integral part of this report.

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
RECONCILIATION OF THE GOVERNMENTAL FUNDS STATEMENT OF  
REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES  
TO THE STATEMENT OF ACTIVITIES  
JUNE 30, 2022**

Net Change in Fund Balances - Governmental Funds	\$	(59,899)
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Amounts reported for governmental activities in the Statement of Activities are different because:

Governmental funds report tax revenues when collected. However, in the Statement of Activities, revenue is recorded in the accounting period for which the taxes are levied.		5,411
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Governmental funds do not account for depreciation. However, in the Statement of Net Position, capital assets are depreciated and depreciation expense is recorded in the Statement of Activities.		(53,111)
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Capital outlay is an expenditure in the governmental funds and is shown as either a reduction in the liability to the developer in the government-wide financial statements or as capital assets or intangible assets.		5,333,760
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Governmental funds report bond premiums and discounts as other financing sources and uses in the year paid. However, in the Statement of Net Position, bond premiums and discounts are amortized over the life of the bonds and the current year amortized portion is recorded in the Statement of Activities.		(10,032)
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Governmental funds report interest expenditures on long-term debt as expenditures in the year paid. However, in the Statement of Net Position, interest is accrued on the long-term debt through fiscal year-end.		(51,922)
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Governmental funds report bond proceeds as other financing sources. Issued bonds increase long-term liabilities in the Statement of Net Position.		(5,900,000)
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Change in Net Position - Governmental Activities	\$	<u>(735,793)</u>
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The accompanying notes to the financial  
statements are an integral part of this report.

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
NOTES TO THE FINANCIAL STATEMENTS  
JUNE 30, 2022**

**NOTE 1. CREATION OF DISTRICT**

Williamson County Municipal Utility District No. 25 (the “District”) was created, organized and established on December 10, 2009. Pursuant to the provisions of Chapters 49 and 54 of the Texas Water Code, the District is empowered to purchase, operate and maintain all facilities, plants and improvements necessary to provide water and wastewater services, storm sewer drainage, irrigation, solid waste collection and disposal, including recycling, and to construct parks and recreational facilities for the residents of the District. The District is governed by a five-member Board of Directors which has been elected by District residents or appointed by the Board of Directors. The District held its first meeting on February 24, 2010 and its first bonds were sold on August 29, 2019.

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES**

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America as promulgated by the Governmental Accounting Standards Board (“GASB”). In addition, the accounting records of the District are maintained generally in accordance with the *Water District Financial Management Guide* published by the Texas Commission on Environmental Quality (the “Commission”).

The District is a political subdivision of the State of Texas governed by an elected board. GASB has established the criteria for determining whether or not an entity is a primary government or a component unit of a primary government. The primary criteria are that it has a separately elected governing body, it is legally separate, and it is fiscally independent of other state and local governments. Under these criteria, the District is considered a primary government and is not a component unit of any other government. Additionally, no other entities meet the criteria for inclusion in the District’s financial statement as component units.

**Financial Statement Presentation**

These financial statements have been prepared in accordance with GASB Codification of Governmental Accounting and Financial Reporting Standards Part II, Financial Reporting (“GASB Codification”).

GASB Codification sets forth standards for external financial reporting for all state and local government entities, which include a requirement for a Statement of Net Position and a Statement of Activities. It requires the classification of net position into three components: Net Investment in Capital Assets; Restricted; and Unrestricted. These classifications are defined as follows:

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
NOTES TO THE FINANCIAL STATEMENTS  
JUNE 30, 2022**

**NOTE 2.      SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Financial Statement Presentation (Continued)

- Net Investment in Capital Assets – This component of net position consists of capital assets and intangible assets reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvements of those assets.
- Restricted Net Position – This component of net position consists of external constraints placed on the use of assets imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulation of other governments or constraints imposed by law through constitutional provisions or enabling legislation.
- Unrestricted Net Position – This component of net position consists of assets that do not meet the definition of Restricted or Net Investment in Capital Assets.

When both restricted and unrestricted resources are available for use, generally it is the District's policy to use restricted resources first.

Government-Wide Financial Statements

The Statement of Net Position and the Statement of Activities display information about the District as a whole. The District's Statement of Net Position and Statement of Activities are combined with the governmental fund financial statements. The District is viewed as a special-purpose government and has the option of combining these financial statements.

The Statement of Net Position is reported by adjusting the governmental fund types to report on the full accrual basis, economic resource basis, which recognizes all long-term assets and receivables as well as long-term debt and obligations. Amounts recorded due to and due from other funds, if any, are eliminated in the Statement of Net Position.

The Statement of Activities is reported by adjusting the governmental fund types to report only items related to current year revenues and expenditures. Items such as capital outlay are allocated over their estimated useful lives as depreciation expense. Internal activities between governmental funds, if any, are eliminated by adjustment to obtain net total revenue and expense of the government-wide Statement of Activities.

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
NOTES TO THE FINANCIAL STATEMENTS  
JUNE 30, 2022**

**NOTE 2.      SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Fund Financial Statements

The District's fund financial statements are combined with the government-wide financial statements. The fund financial statements include a Balance Sheet and a Statement of Revenues, Expenditures and Changes in Fund Balances.

Governmental Funds

The District has three governmental funds and considers each to be a major fund.

General Fund - Accounts for property tax revenues, professional fees and general expenditures.

Debt Service Fund - To account for financial resources restricted, committed or assigned for servicing bond debt.

Capital Projects Fund - To account for financial resources restricted, committed or assigned for acquisition or construction of facilities and related costs.

Basis of Accounting

The District uses the modified accrual basis of accounting for governmental fund types. The modified accrual basis of accounting recognizes revenues when both "measurable and available." Measurable means the amount can be determined. Available means collectable within the current period or soon enough thereafter to pay current liabilities. The District considers revenue reported in governmental funds to be available if they are collectable within 60 days after year end. Also, under the modified accrual basis of accounting, expenditures are recorded when the related fund liability is incurred, except for principal and interest on long-term debt, which are recognized as expenditures when payment is due.

Property taxes considered available by the District and included in revenue include taxes collected during the year and taxes collected after year-end, which were considered available to defray the expenditures of the current year. Deferred inflows of resources related to property tax revenues are those taxes which the District does not reasonably expect to be collected soon enough in the subsequent period to finance current expenditures.

Amounts transferred from one fund to another fund are reported as other financing sources or uses. Loans by one fund to another fund and amounts paid by one fund for another fund are reported as interfund receivables and payables in the Governmental Funds Balance Sheet if there is intent to repay the amount and if the debtor fund has the ability to repay the advance on a timely basis. The Debt Service Fund owed the General Fund \$1,350 related to tax collections.



**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
NOTES TO THE FINANCIAL STATEMENTS  
JUNE 30, 2022**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Capital Assets

Capital assets, which include land and infrastructure assets, are reported in the government-wide Statement of Net Position. All capital assets are valued at historical cost or estimated historical cost if actual historical cost is not available. Donated assets are valued at their acquisition value on the date donated. Repairs and maintenance are recorded as expenditures in the governmental fund incurred and as an expense in the government-wide Statement of Activities. Capital asset additions, improvements and preservation costs that extend the life of an asset are capitalized and depreciated over the estimated useful life of the asset. Interest costs, including developer interest, are not capitalized as part of the asset; however, engineering fees and certain other costs are capitalized as part of the asset.

Assets are capitalized, including infrastructure assets, if they have an original cost greater than \$5,000 and a useful life over two years. Depreciation is calculated on each class of depreciable property using the straight-line method of depreciation. Estimated useful lives of storm water quality ponds are 45 years.

Intangible Assets

The District is located within the extraterritorial jurisdiction of the City of Georgetown, Texas (the “City”). In accordance with the Consent Agreement with the City (Note 7), certain water and wastewater facilities are conveyed to the City once constructed and placed in service. The City operates the facilities and is responsible for the maintenance of these facilities. Drainage facilities and roadways are conveyed to Williamson County, Texas for maintenance. In exchange for these conveyances, the District’s residents receive water, wastewater, and drainage service rights from these entities, which are recorded as intangible assets. The term of the agreement will be from the effective date of the agreement and continue in effect until the District is dissolved and its obligations are fully assumed by the City, at the City’s sole election, or until terminated in writing by mutual agreement. As the agreement has no specific termination date, the intangible assets have an indefinite useful life and no amortization has been recognized.

Budgeting

An unappropriated budget was adopted for the General Fund on a basis consistent with generally accepted accounting principles. The District’s Board utilizes the budget as a management tool for planning and cost control purposes. The budget was not amended during the fiscal year. The Schedule of Revenues, Expenditures and Changes in Fund Balance – Budget and Actual – General Fund presents the budgeted amounts compared to the actual amounts of revenues and expenditures for the current year.

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
NOTES TO THE FINANCIAL STATEMENTS  
JUNE 30, 2022**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Pensions

The District has not established a pension plan as the District does not have employees. The Internal Revenue Service has determined that fees of office received by directors are considered to be wages subject to federal income tax withholding for payroll tax purposes only.

Measurement Focus

Measurement focus is a term used to describe which transactions are recognized within the various financial statements. In the government-wide Statement of Net Position and Statement of Activities, the governmental activities are presented using the economic resources measurement focus. The accounting objectives of this measurement focus are the determination of operating income, changes in net position, financial position, and cash flows. All assets and liabilities associated with the activities are reported. Fund equity is classified as net position.

Governmental fund types are accounted for on a spending or financial flow measurement focus. Accordingly, only current assets and current liabilities are included on the Balance Sheet, and the reported fund balance provides an indication of available spendable or appropriable resources. Operating statements of governmental fund types report increases and decreases in available spendable resources. Fund balances in governmental funds are classified using the following hierarchy:

*Nonspendable:* amounts that cannot be spent either because they are in nonspendable form or because they are legally or contractually required to be maintained intact.

*Restricted:* amounts that can be spent only for specific purposes because of constitutional provisions, or enabling legislation, or because of constraints that are imposed externally.

*Committed:* amounts that can be spent only for purposes determined by a formal action of the Board of Directors. The Board is the highest level of decision-making authority for the District. This action must be made no later than the end of the fiscal year. Commitments may be established, modified, or rescinded only through ordinances or resolutions approved by the Board. The District does not have any committed fund balances.

*Assigned:* amounts that do not meet the criteria to be classified as restricted or committed, but that are intended to be used for specific purposes. The District has not adopted a formal policy regarding the assignment of fund balances. The District assigned \$21,314 of the fund balance to cover the deficit expected from the fiscal year 2023 budget.

*Unassigned:* all other spendable amounts in the General Fund.

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
NOTES TO THE FINANCIAL STATEMENTS  
JUNE 30, 2022**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Measurement Focus (Continued)

When expenditures are incurred for which restricted, committed, assigned or unassigned fund balances are available, the District considers amounts to have been spent first out of restricted funds, then committed funds, then assigned funds, and finally unassigned funds.

Accounting Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenditures during the reporting period. Actual results could differ from those estimates.

**NOTE 3. LONG-TERM DEBT**

	<u>Series 2019</u>	<u>Series 2021</u>
Amounts Outstanding – June 30, 2022	\$ 8,150,000	\$ 5,900,000
Interest Rates	2.10% - 3.375%	2.00% - 2.625%
Maturity Dates – Serially Beginning/Ending	August 15, 2022/2039	August 15, 2024/2046
Interest Payment Dates	August 15/ February 15	August 15/ February 15
Callable Dates	August 15, 2024*	August 15, 2026*

- \* The Bonds are subject to redemption at the option of the District prior to their maturity in whole or from time to time in part, on the call date or any date thereafter at a price of par value plus unpaid accrued interest from the most recent interest payment date to the date fixed for redemption. Series 2019 term bonds due August 15, 2039 are subject to mandatory redemption by lot or other customary method at a price of par plus accrued interest on August 15 in the years and amounts as reflected in the debt service schedules. Series 2021 term bonds due August 15, 2046 are subject to mandatory redemption by lot or other customary method at a price of par plus accrued interest on August 15 in the years and amounts as reflected in the debt service schedules

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
NOTES TO THE FINANCIAL STATEMENTS  
JUNE 30, 2022**

**NOTE 3. LONG-TERM DEBT (Continued)**

On November 18, 2021, the District issued \$5,900,000 of Unlimited Tax Bonds, Series 2021, with interest rates ranging from 2.00% to 2.625%. The net proceeds of \$5,456,686 (after payment of underwriter fees and other bond related costs) were used to finance developer funded construction costs, fund future interest payments and to pay subsequent bond issue costs.

As of June 30, 2022, the District had authorized but unissued bonds in the amount of \$788,950,000 for utility facilities, \$156,000,000 for parks and recreation facilities and \$60,000,000 for roads. These authorizations can also be used to refund bonds previously issued.

The following is a summary of transactions regarding long-term liabilities for the year ended June 30, 2022:

	July 1, 2021	Additions	Retirements	June 30, 2022
Bonds Payable	\$ 8,150,000	\$ 5,900,000	\$	\$ 14,050,000
Unamortized Discounts	(52,797)	(44,363)	(4,015)	(93,145)
Unamortized Premiums		51,671	1,291	50,380
Bonds Payable, Net	<u>\$ 8,097,203</u>	<u>\$ 5,907,308</u>	<u>\$ (2,724)</u>	<u>\$ 14,007,235</u>
Amount Due Within One Year				\$ 285,000
Amount Due After One Year				13,722,235
Bonds Payable, Net				<u>\$ 14,007,235</u>

As of June 30, 2022, the debt service requirements on the bonds outstanding were as follows:

Fiscal Year	Principal	Interest	Total
2023	\$ 285,000	\$ 374,165	\$ 659,165
2024	300,000	367,873	667,873
2025	480,000	359,380	839,380
2026	500,000	348,609	848,609
2027	525,000	336,919	861,919
2028-2032	3,025,000	1,473,106	4,498,106
2033-2037	3,825,000	1,017,172	4,842,172
2038-2042	3,375,000	423,903	3,798,903
2043-2047	1,735,000	117,404	1,852,404
	<u>\$ 14,050,000</u>	<u>\$ 4,818,531</u>	<u>\$ 18,868,531</u>

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
NOTES TO THE FINANCIAL STATEMENTS  
JUNE 30, 2022**

**NOTE 3. LONG-TERM DEBT (Continued)**

The bonds are payable from the proceeds of an ad valorem tax levied upon all property subject to taxation within the District, without limitation as to rate or amount. During the year ended June 30, 2022, the District levied an ad valorem debt service tax rate of \$0.50 per \$100 of assessed valuation, which resulted in a tax levy of \$654,324 on the adjusted taxable valuation of \$131,088,597 for the 2021 tax year. The bond orders require the District to levy and collect an ad valorem debt service tax sufficient to pay interest and principal on bonds when due and the cost of assessing and collecting taxes. See Note 6 for the maintenance tax levy.

All property values and exempt status, if any, are determined by the appraisal district. Assessed values are determined as of January 1 of each year, at which time a tax lien attaches to the related property. Taxes are levied around October/November, are due upon receipt and are delinquent the following February 1. Penalty and interest attach thereafter.

**NOTE 4. SIGNIFICANT BOND ORDER AND LEGAL REQUIREMENTS**

The District has covenanted that it will take all necessary steps to comply with the requirement that rebatable arbitrage on the investment of the gross proceeds of the Bonds, within the meaning of section 148(f) of the Internal Revenue Code, be rebated to the federal government. The minimum requirement for determination of the rebatable amount is on the five-year anniversary of each issue.

The District is required by the Securities and Exchange Commission to provide continuing disclosure of certain general financial information and operating data to certain information repositories. This information, along with the audited annual financial statements, is to be provided within six months after the end of each fiscal year and shall continue to be provided through the life of the bonds.

**NOTE 5. DEPOSITS AND INVESTMENTS**

Deposits

Custodial credit risk is the risk that, in the event of the failure of a depository financial institution, a government will not be able to recover deposits or will not be able to recover collateral securities that are in the possession of an outside party. The District's deposit policy for custodial credit risk requires compliance with the provisions of Texas statutes.

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
NOTES TO THE FINANCIAL STATEMENTS  
JUNE 30, 2022**

**NOTE 5. DEPOSITS AND INVESTMENTS (Continued)**

Deposits (Continued)

Texas statutes require that any cash balance in any fund shall, to the extent not insured by the Federal Deposit Insurance Corporation or its successor, be continuously secured by a valid pledge to the District of securities eligible under the laws of Texas to secure the funds of the District, having an aggregate market value, including accrued interest, at all times equal to the uninsured cash balance in the fund to which such securities are pledged. At fiscal year end, the carrying amount of the District's deposits was \$789,959 and the bank balance was \$793,041. The District was not exposed to custodial credit risk at year end.

The carrying values of the deposits are included in the Governmental Funds Balance Sheet and the Statement of Net Position at June 30, 2022, as listed below:

	Cash	Certificates of Deposit	Total
GENERAL FUND	\$ 9,959	\$ 780,000	\$ 789,959

Investments

Under Texas law, the District is required to invest its funds under written investment policies that primarily emphasize safety of principal and liquidity and that address investment diversification, yield, maturity, and the quality and capability of investment management, and all District funds must be invested in accordance with the following investment objectives: understanding the suitability of the investment to the District's financial requirements, first; preservation and safety of principal, second; liquidity, third; marketability of the investments if the need arises to liquidate the investment before maturity, fourth; diversification of the investment portfolio, fifth; and yield, sixth. The District's investments must be made "with judgment and care, under prevailing circumstances, that a person of prudence, discretion, and intelligence would exercise in the management of the person's own affairs, not for speculation, but for investment, considering the probable safety of capital and the probable income to be derived." No person may invest District funds without express written authority from the Board of Directors.

Texas statutes include specifications for and limitations applicable to the District and its authority to purchase investments as defined in the Public Funds Investment Act. The District has adopted a written investment policy to establish the guidelines by which it may invest. This policy is reviewed annually. The District's investment policy may be more restrictive than the Public Funds Investment Act.

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
NOTES TO THE FINANCIAL STATEMENTS  
JUNE 30, 2022**

**NOTE 5. DEPOSITS AND INVESTMENTS (Continued)**

Investments (Continued)

The District invests in TexPool, an external investment pool that is not SEC-registered. The State Comptroller of Public Accounts of the State of Texas has oversight of the pool. Federated Investors, Inc. manages the daily operations of the pool under a contract with the Comptroller. TexPool measures all of its portfolio assets at amortized cost. As a result, the District also measures its investment in TexPool at amortized cost for financial reporting purposes. There are no limitations or restrictions on withdrawals from TexPool.

The District records its investments in certificates of deposit at acquisition cost.

As of June 30, 2022, the District had the following investments and maturities:

Fund and Investment Type	Fair Value	Maturities of Less Than 1 Year
<u>GENERAL FUND</u>		
TexPool	\$ 519,271	\$ 519,271
Certificates of Deposit	780,000	780,000
<u>DEBT SERVICE FUND</u>		
TexPool	<u>884,212</u>	<u>884,212</u>
<b>TOTAL INVESTMENTS</b>	<u><u>\$ 2,183,483</u></u>	<u><u>\$ 2,183,483</u></u>

Credit risk is the risk that the issuer or other counterparty to an investment will not fulfill its obligations. At June 30, 2022, the District's investment in TexPool was rated AAAM by Standard & Poor's Rating Agency. The District also manages credit risk by investing in certificates of deposit covered by FDIC insurance. Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The District considers the investment in TexPool to have a maturity of less than one year due to the fact the share position can usually be redeemed each day at the discretion of the District, unless there has been a significant change in value. The District also manages interest rate risk by investing in certificates of deposit with maturities of less than one year.

Restrictions

All cash and investments of the Debt Service Fund are restricted for the payment of debt service and the costs of assessing and collecting taxes.

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
NOTES TO THE FINANCIAL STATEMENTS  
JUNE 30, 2022**

**NOTE 6. MAINTENANCE TAX**

On May 8, 2010, the voters of the District approved the levy and collection of a maintenance tax for operations and maintenance of all District facilities not to exceed \$1.20 per \$100 of assessed valuation of taxable property within the District. During the current fiscal year, the District levied an ad valorem maintenance tax rate of \$0.42 per \$100 of assessed valuation, which resulted in a tax levy of \$549,632 on the adjusted taxable valuation of \$131,088,597 for the 2021 tax year.

Road Facilities

On May 8, 2010, the voters of the District approved the levy and collection of a maintenance tax for operation and maintenance of road facilities not to exceed \$0.25 per \$100 of assessed valuation of taxable property within the District. A road facilities tax was not assessed during the current year.

**NOTE 7. CONSENT AGREEMENT**

The City of Georgetown, Texas (the “City”) and Laredo W.O., Ltd. (the “Developer”) previously entered into a Consent Agreement. Upon its creation, the District became a party to the agreement. The agreement was amended on January 11, 2012, October 17, 2019 and June 8, 2021 between the City, the Developer, HM Parkside, L.P., HM CR 176-2243, L.P. and the District.

The agreement provides for the Developer to pay the City an administrative fee of \$50,000 and a master development fee in addition to any other applicable City fees and sums due under this agreement. The master development fee equal to the engineer’s cost estimate will be paid to the City out of the net developer reimbursement from the proceeds from the issuance of bonds at a rate of 10% of each net bond reimbursement received by the Developer. The District agrees not to issue bonds for the purposes of reimbursing the Developer for any costs or expenses paid by the Developer after the 15<sup>th</sup> anniversary of the date of the first issuance of bonds.

The Developer or the District will construct, at no cost to the City, all off-site and on-site facilities necessary to service the land within the District in accordance with the terms and conditions of this agreement and all applicable City ordinances and construction standards.

The Developer or the District will convey all off-site and on-site facilities that the Developer or the District constructs to the City for ownership, operation and maintenance. Water services for all other areas of the District will be provided by the City on a retail basis at a rate applicable for customers located outside of the City limits. Wastewater and garbage services for the District will be provided by the City.



**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
NOTES TO THE FINANCIAL STATEMENTS  
JUNE 30, 2022**

**NOTE 7. CONSENT AGREEMENT (Continued)**

The City agrees to collect any applicable District fees specified in the District's rate order prior to initiation of service to a customer at the time of the collection of the applicable City tap and impact fees from each customer within the District and prior to the customer's initial connection to the on-site facilities. These collections will be remitted by the City to the District at least quarterly. The District will have sole responsibility for collecting any delinquent District fees.

In consideration of the City's consent to the creation of the District, the District agrees that any Commission order approving a bond issue must contain a finding that it is feasible to sell the bonds and maintain a projected District total tax rate (both debt service and operation and maintenance portion) of not more than \$0.92 per \$100 in assessed valuation.

The City agrees that it will not annex any land within the District until (a) the expiration or termination of this agreement between the City and the District or (b) at least 90 percent of the developable acreage within the District has been developed with water, wastewater and drainage facilities and (i) the Developer has been reimbursed by the District for those facilities or (ii) the City has expressly agreed to assume the obligation to reimburse the Developer.

The term of the agreement will be from the effective date of this agreement and continue in effect until the District is dissolved and its obligations are fully assumed by the City, at the City's sole election, or until terminated in writing by mutual agreement.

**NOTE 8. WATER SERVICES AGREEMENT**

The District will construct, at its sole cost, all internal facilities required to extend retail water services, including facilities and equipment required to connect the internal facilities to the City's water system. Once completed, the City will accept the completed facilities for operation, and within 30 days the District will convey the completed facilities to the City.

**NOTE 9. RISK MANAGEMENT**

The District is exposed to various risks of loss related to torts, theft of, damage to and destruction of assets, errors and omissions and natural disasters for which the District carries commercial insurance. There have been no significant reductions in coverage from the prior year and there have been no settlements.

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
NOTES TO THE FINANCIAL STATEMENTS  
JUNE 30, 2022**

**NOTE 10. UNREIMBURSED COSTS**

The District has executed reimbursement agreements with certain Developers of property within the District which call for the Developers to fund costs associated with the construction of utilities, roads, and recreational facilities. As of June 30, 2022, the District has recorded a liability of \$27,911,578 for completed facilities. Reimbursement is contingent on the future sale of bonds to the extent approved by the Commission. The agreements also called for the Developers to fund operating costs of the District during the early stages of development. To date, the Developers have advanced a total of \$308,300 to cover operating costs. The following tables summarizes the current fiscal year activity related to unreimbursed Developer costs:

Due to Developers, July 1, 2021	\$ 21,985,171
Add: Additional Amounts Owed	11,568,467
Less: Amounts Reimbursed	<u>5,333,760</u>
Due to Developers, June 30, 2022	<u>\$ 28,219,878</u>

**NOTE 11. CAPITAL ASSETS AND INTANGIBLE ASSETS**

The total cost of water, sewer, drainage and road infrastructure constructed and conveyed to other entities for ownership and maintenance are recorded as intangible assets. Intangible asset activity for the current fiscal year is summarized in the following table:

	July 1, 2021	Increases	Decreases	June 30, 2022
<b>Intangible Assets -</b>				
Right to Receive Service	<u>\$ 25,063,887</u>	<u>\$ 11,220,111</u>	<u>\$ - 0 -</u>	<u>\$ 36,283,998</u>

Capital asset activity for the current fiscal year is summarized in the following table:

	July 1, 2021	Increases	Decreases	June 30, 2022
<b>Capital Assets Not Being Depreciated</b>				
Land	<u>\$ 167,565</u>	<u>\$ 29,915</u>	<u>\$ -0-</u>	<u>\$ 197,480</u>
<b>Capital Assets Subject to Depreciation</b>				
Storm Water Quality Ponds	<u>\$ 3,462,439</u>	<u>\$ 825,746</u>	<u>\$ 507,305</u>	<u>\$ 3,780,880</u>
<b>Accumulated Depreciation</b>				
Storm Water Quality Ponds	<u>\$ 290,999</u>	<u>\$ 53,111</u>	<u>\$ -0-</u>	<u>\$ 344,110</u>
<b>Total Depreciable Capital Assets, Net of Accumulated Depreciation</b>	<u>\$ 3,171,440</u>	<u>\$ 772,635</u>	<u>\$ 507,305</u>	<u>\$ 3,436,770</u>
<b>Total Assets, Net of Accumulated Depreciation</b>	<u>\$ 3,339,005</u>	<u>\$ 802,550</u>	<u>\$ 507,305</u>	<u>\$ 3,634,250</u>

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25  
NOTES TO THE FINANCIAL STATEMENTS  
JUNE 30, 2022**

**NOTE 12. SUBSEQUENT EVENT – PENDING BOND SALE**

An Order Approving an Engineering project and the Issuance of \$9,000,000 in Unlimited Tax bonds for the District was approved by the Commission on August 30, 2022. The District anticipates closing on the sale of bonds in the 4<sup>th</sup> quarter of 2022. Proceeds from the bonds will be used to reimburse Developers for utility infrastructure construction projects including related land and engineering costs as well as to pay for developer interest, future bond interest costs and bond issuance costs.

**WILLIAMSON COUNTY  
MUNICIPAL UTILITY DISTRICT NO. 25**

**REQUIRED SUPPLEMENTARY INFORMATION**

**JUNE 30, 2022**

**WILLIAMSON COUNTY**  
**MUNICIPAL UTILITY DISTRICT NO. 25**  
**SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES**  
**IN FUND BALANCE - BUDGET AND ACTUAL - GENERAL FUND**  
**FOR THE YEAR ENDED JUNE 30, 2022**

	Original and Final Budget	Actual	Variance Positive (Negative)
<b>REVENUES</b>			
Property Taxes	\$ 535,303	\$ 549,018	\$ 13,715
Penalty and Interest	1,000	1,150	150
Investment and Miscellaneous Revenues	10,510	5,122	(5,388)
<b>TOTAL REVENUES</b>	<u>\$ 546,813</u>	<u>\$ 555,290</u>	<u>\$ 8,477</u>
<b>EXPENDITURES</b>			
Service Operations:			
Professional Fees	\$ 284,000	\$ 233,689	\$ 50,311
Contracted Services	45,000	51,465	(6,465)
Repairs and Maintenance	50,000	51,955	(1,955)
Other	34,650	38,572	(3,922)
Capital Outlay		540,463	(540,463)
Developer Interest		100,977	(100,977)
Bond Issuance Costs		54,451	(54,451)
<b>TOTAL EXPENDITURES</b>	<u>\$ 413,650</u>	<u>\$ 1,071,572</u>	<u>\$ (657,922)</u>
<b>NET CHANGE IN FUND BALANCE</b>	\$ 133,163	\$ (516,282)	\$ (649,445)
<b>FUND BALANCE - JULY 1, 2021</b>	<u>1,799,593</u>	<u>1,799,593</u>	<u></u>
<b>FUND BALANCE - JUNE 30, 2022</b>	<u>\$ 1,932,756</u>	<u>\$ 1,283,311</u>	<u>\$ (649,445)</u>

See accompanying independent auditor's report.

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**APPENDIX B**

**SPECIMEN MUNICIPAL BOND INSURANCE POLICY**

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## MUNICIPAL BOND INSURANCE POLICY

ISSUER:

Policy No: -N

BONDS: \$ in aggregate principal amount of

Effective Date:

Premium: \$

ASSURED GUARANTY MUNICIPAL CORP. ("AGM"), for consideration received, hereby UNCONDITIONALLY AND IRREVOCABLY agrees to pay to the trustee (the "Trustee") or paying agent (the "Paying Agent") (as set forth in the documentation providing for the issuance of and securing the Bonds) for the Bonds, for the benefit of the Owners or, at the election of AGM, directly to each Owner, subject only to the terms of this Policy (which includes each endorsement hereto), that portion of the principal of and interest on the Bonds that shall become Due for Payment but shall be unpaid by reason of Nonpayment by the Issuer.

On the later of the day on which such principal and interest becomes Due for Payment or the Business Day next following the Business Day on which AGM shall have received Notice of Nonpayment, AGM will disburse to or for the benefit of each Owner of a Bond the face amount of principal of and interest on the Bond that is then Due for Payment but is then unpaid by reason of Nonpayment by the Issuer, but only upon receipt by AGM, in a form reasonably satisfactory to it, of (a) evidence of the Owner's right to receive payment of the principal or interest then Due for Payment and (b) evidence, including any appropriate instruments of assignment, that all of the Owner's rights with respect to payment of such principal or interest that is Due for Payment shall thereupon vest in AGM. A Notice of Nonpayment will be deemed received on a given Business Day if it is received prior to 1:00 p.m. (New York time) on such Business Day; otherwise, it will be deemed received on the next Business Day. If any Notice of Nonpayment received by AGM is incomplete, it shall be deemed not to have been received by AGM for purposes of the preceding sentence and AGM shall promptly so advise the Trustee, Paying Agent or Owner, as appropriate, who may submit an amended Notice of Nonpayment. Upon disbursement in respect of a Bond, AGM shall become the owner of the Bond, any appurtenant coupon to the Bond or right to receipt of payment of principal of or interest on the Bond and shall be fully subrogated to the rights of the Owner, including the Owner's right to receive payments under the Bond, to the extent of any payment by AGM hereunder. Payment by AGM to the Trustee or Paying Agent for the benefit of the Owners shall, to the extent thereof, discharge the obligation of AGM under this Policy.

Except to the extent expressly modified by an endorsement hereto, the following terms shall have the meanings specified for all purposes of this Policy. "Business Day" means any day other than (a) a Saturday or Sunday or (b) a day on which banking institutions in the State of New York or the Insurer's Fiscal Agent are authorized or required by law or executive order to remain closed. "Due for Payment" means (a) when referring to the principal of a Bond, payable on the stated maturity date thereof or the date on which the same shall have been duly called for mandatory sinking fund redemption and does not refer to any earlier date on which payment is due by reason of call for redemption (other than by mandatory sinking fund redemption), acceleration or other advancement of maturity unless AGM shall elect, in its sole discretion, to pay such principal due upon such acceleration together with any accrued interest to the date of acceleration and (b) when referring to interest on a Bond, payable on the stated date for payment of interest. "Nonpayment" means, in respect of a Bond, the failure of the Issuer to have provided sufficient funds to the Trustee or, if there is no Trustee, to the Paying Agent for payment in full of all principal and interest that is Due for Payment on such Bond. "Nonpayment" shall also include, in respect of a Bond, any payment of principal or interest that is Due for Payment made to an Owner by or on behalf of the Issuer which has been recovered from such Owner pursuant to the

United States Bankruptcy Code by a trustee in bankruptcy in accordance with a final, nonappealable order of a court having competent jurisdiction. "Notice" means telephonic or telecopied notice, subsequently confirmed in a signed writing, or written notice by registered or certified mail, from an Owner, the Trustee or the Paying Agent to AGM which notice shall specify (a) the person or entity making the claim, (b) the Policy Number, (c) the claimed amount and (d) the date such claimed amount became Due for Payment. "Owner" means, in respect of a Bond, the person or entity who, at the time of Nonpayment, is entitled under the terms of such Bond to payment thereof, except that "Owner" shall not include the Issuer or any person or entity whose direct or indirect obligation constitutes the underlying security for the Bonds.

AGM may appoint a fiscal agent (the "Insurer's Fiscal Agent") for purposes of this Policy by giving written notice to the Trustee and the Paying Agent specifying the name and notice address of the Insurer's Fiscal Agent. From and after the date of receipt of such notice by the Trustee and the Paying Agent, (a) copies of all notices required to be delivered to AGM pursuant to this Policy shall be simultaneously delivered to the Insurer's Fiscal Agent and to AGM and shall not be deemed received until received by both and (b) all payments required to be made by AGM under this Policy may be made directly by AGM or by the Insurer's Fiscal Agent on behalf of AGM. The Insurer's Fiscal Agent is the agent of AGM only and the Insurer's Fiscal Agent shall in no event be liable to any Owner for any act of the Insurer's Fiscal Agent or any failure of AGM to deposit or cause to be deposited sufficient funds to make payments due under this Policy.

To the fullest extent permitted by applicable law, AGM agrees not to assert, and hereby waives, only for the benefit of each Owner, all rights (whether by counterclaim, setoff or otherwise) and defenses (including, without limitation, the defense of fraud), whether acquired by subrogation, assignment or otherwise, to the extent that such rights and defenses may be available to AGM to avoid payment of its obligations under this Policy in accordance with the express provisions of this Policy.

This Policy sets forth in full the undertaking of AGM, and shall not be modified, altered or affected by any other agreement or instrument, including any modification or amendment thereto. Except to the extent expressly modified by an endorsement hereto, (a) any premium paid in respect of this Policy is nonrefundable for any reason whatsoever, including payment, or provision being made for payment, of the Bonds prior to maturity and (b) this Policy may not be canceled or revoked. THIS POLICY IS NOT COVERED BY THE PROPERTY/CASUALTY INSURANCE SECURITY FUND SPECIFIED IN ARTICLE 76 OF THE NEW YORK INSURANCE LAW.

In witness whereof, ASSURED GUARANTY MUNICIPAL CORP. has caused this Policy to be executed on its behalf by its Authorized Officer.

ASSURED GUARANTY MUNICIPAL CORP.

By \_\_\_\_\_  
Authorized Officer

A subsidiary of Assured Guaranty Municipal Holdings Inc.  
1633 Broadway, New York, N.Y. 10019  
(212) 974-0100





**SPECIALIZED PUBLIC FINANCE INC.**  
FINANCIAL ADVISORY SERVICES