

**CERTIFICATE FOR ORDER OR RESOLUTION**

THE STATE OF TEXAS §  
COUNTIES OF TRAVIS AND WILLIAMSON §

The undersigned officers of the Board of Directors of the Ranch at Cypress Creek Municipal Utility District No. 1 of Travis and Williamson Counties, Texas (the "District") hereby certify as follows:

The Board of Directors of the Ranch at Cypress Creek Municipal Utility District No. 1 convened in regular session on the 4<sup>th</sup> day of March 2021, via teleconference and videoconference in compliance with an advisory issued by the Office of the Governor, and the roll was called of the duly constituted officers and members of the Board, to wit: and the roll was called of the duly constituted officers and members of the Board, to wit:

Troy Fielding	President
Chris Schneider	Vice President
Leo Ramirez	Treasurer
Gary Riffle	Assistant Secretary
Patrice Coles	Secretary

and all of said persons were present, except for the following absentees: NONE, thus constituting a quorum. Whereupon, among other business, the following was transacted at the meeting:

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE RANCH AT CYPRESS CREEK MUNICIPAL UTILITY DISTRICT NO. 1; ADOPTING RULES OF ORDER AS A GUIDELINE FOR CONDUCTING BOARD MEETINGS; PROVIDING FINDINGS OF FACT; PROVIDING FOR OPEN MEETING**

was introduced for the consideration of the Board. It was then duly moved and seconded that the Order of Resolution be adopted, and, after due discussion, the motion, carrying with it the adoption of the Order or Resolution prevailed and carried by the following vote:

AYES: Directors Whittington, Coles, and Riffle  
NOES: Directors Fielding and Ramirez

That a true, full and correct copy of the aforesaid Order or Resolution adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; and that said Order or Resolution has been duly recorded in said Board's minutes of said meeting; that the persons named in the above and foregoing paragraph were duly chosen, qualified and acting officers and members of the Board as indicated therein, that each of the officers and members of said Board was duly and sufficiently notified officially and personally, in advance, to the holding of said meeting for such purpose; that said meeting was open to the public as required by law; that public notice of the time, place and subject of said meeting was given as required by the Texas Government Code, §551.043, as amended, and §49.063 of the Texas Water Code, as amended, and that the undersigned are the duly chosen, qualified and acting officers of the current Board of Directors.

SIGNED AND SEALED this 4<sup>th</sup> day of March 2021.

*Patrice Coles*  
\_\_\_\_\_  
Secretary, Board of Directors  
[SEAL]

*Troy Fielding*  
\_\_\_\_\_  
President, Board of Directors

**RULES OF ORDER:  
RANCH AT CYPRESS CREEK  
MUNICIPAL UTILITY DISTRICT NO. 1**

## SECTION 1 - AUTHORITY

### **1.1 PURPOSE**

The Ranch at Cypress Creek Municipal Utility District No. 1 Board of Directors (“Board”) believes in an open, transparent, and democratic local government. The rules established hereafter are intended to establish a uniform and orderly process for directors and citizens to be involved in their government, while encouraging and inviting their participation. They are intended to be simple and reasonable, allowing for common sense and good governance. They are not intended to restrict debate, dissent, open government, or the legislative process.

### **1.2 APPLICABILITY OF RULES OF ORDER; WAIVER AUTHORIZED**

- a. Unless otherwise provided herein, the Rules of Order adopted herein, as amended from time to time, shall apply to the Board and all of its subcommittees.
- b. Any of the rules provided herein may be waived or suspended by a majority vote of the entire membership of the Board, when it is deemed that there is good reason to do so, based upon the particular facts and circumstances involved.
- c. Rules adopted to expedite and facilitate the transaction of the business of the Board in an orderly fashion shall be deemed to be procedural only, and the failure to strictly observe any such rules shall not affect the jurisdiction of, or invalidate any action taken by the Board, unless such failure results in the violation of an applicable State law.

## SECTION 2 - MEETINGS

### **2.1 REGULAR MEETINGS**

Regular meetings of the Board shall be held on the third Thursday of each month. The meetings will begin at 6:30 P.M., unless the time is otherwise modified by a lawfully posted agenda, and will be held at a location specified on the posted agenda.

### **2.2 SPECIAL AND EMERGENCY MEETINGS**

Special meetings of the Board may be called, consistent with Chapter 551, Texas Government Code. Special meetings may be held at any location as long as such meetings are conducted in accordance with State law.

In case of an emergency or urgent public necessity which shall be expressed in the notice of meeting, an emergency meeting may be called, in accordance with the Texas Government Code, by the President or two (2) Directors, and it shall be sufficient if the notice is posted two hours before the meeting is convened. A good faith effort to notify all Directors shall be made prior to the emergency meeting.

### 2.3 EXECUTIVE SESSIONS (CLOSED MEETINGS)

The Board may meet in Executive Session during any regular or special meeting, or anytime otherwise authorized by State law, to consider or hear any matter which is on the meeting agenda and authorized by State law to be heard or considered in Executive Session.

### 2.4 PRESIDENT (PRESIDING OFFICER) AND VICE PRESIDENT

- a. **President.** The President shall preside over all meetings of the Board. The President may participate in the discussion of, and vote on, all matters coming before the Board.

The President shall have the authority to preserve order at all Board meetings, to enforce the rules of the Board and to determine the order of business, provided that, the order of business may be modified upon a majority vote of the Directors present.

- b. **Absence of the President.** The Board shall elect from among the Directors a Vice President. The Vice President shall act as President during the disability or absence of the President and in this capacity shall have the rights conferred upon the President.
- c. **Absence of President and Vice President.** In the event the President and Vice President are absent from a meeting, a simple majority of the Directors present shall appoint a Director of their choosing to serve as the temporary President.

### 2.5 ATTENDANCE BY THE PUBLIC

All Board meetings shall be open and public in accordance with the terms of provisions of Chapter 551, Texas Government Code, and Chapters 49 and 54, Texas Water Code, except for Executive Sessions as authorized by State law.

### 2.6 MINUTES

Minutes of Board meetings will be kept by the Board's designee. Minutes will include final motions with votes. The minutes will also reflect the names of public speakers when possible. Efforts will be made to document the dollar amount of any expenditure authorized by the Board, a board, or commission.

When practicable, minutes of meetings are to be submitted to the Board for approval at the next regular meeting of the Board.

### 2.7 AGENDA REGULATIONS

- a. The President and each Director shall have the authority to place items on the agenda for any regular or special meeting of the Board.
- b. Agenda items shall be submitted to the Board's designee no later than 12:00 noon on the Thursday preceding the District's regularly scheduled meetings.

- c. The Board's designee shall draft agenda items in a manner that (i) reflects the intent of the person requesting a particular agenda item, and, (ii) provides the general public notice of the subject matter to be discussed and/or acted upon. In the event that the Board President finds a requested agenda item to be overly vague or unclear, the President or the District's Attorney shall consult with the person requesting the agenda item, to ensure the item can be accurately posted, discussed and/or acted upon by the Board in compliance with Chapter 551, Texas Government Code.

### **SECTION 3 - ORDER OF BUSINESS**

#### **3.1 GENERAL ORDER**

Board meetings will be generally conducted in the following order, unless otherwise specified or decided by the President or a majority vote of the entire membership of the Board, once the meeting has been called to order. The President may adjourn any meeting into Executive Session at any time after the meeting has been called to order, subject to an applicable provision provided under Chapter 551, Texas Government Code:

1. Board convenes
2. Roll call and announcement that a quorum is or is not present, as applicable
3. Citizen comments
4. Consent Agenda/Approval of Minutes
5. Regular Agenda (including Old Business and New Business)
6. Executive Session (if applicable)
7. Scheduling of Future Agenda Items: No discussion of individual Future Agenda Items may occur during this portion of the agenda.
8. Adjournment

#### **3.2 NUMBERING AND INDEXING OF AGENDA ITEMS**

All items of any nature shall be numbered consecutively for purposes of consideration on the agenda.

#### **3.3 CONSENT AGENDA**

The Consent Agenda shall contain routine, non-controversial items that require action, but generally no deliberation.

Individual agenda items may be removed from the Consent Agenda by a majority vote of Directors present, and shall be considered after consideration of the remaining Consent Agenda.

### **SECTION 4 - RULES OF CONDUCT**

#### **4.1 GENERAL PROCEDURE**

- (a) In addition to these Rules of Order, all applicable state laws shall govern the proceedings of the Board.

(b) Robert's Rules of Orders shall serve solely as a guide for parliamentary procedure for all meetings of the Board, but only to the extent that a matter of procedure is not addressed by these Rules of Order or other applicable law. Ultimate authority regarding questions of parliamentary procedure lies with a majority vote of the entire membership of the Board.

(c) The District's General Counsel shall serve as the Board's parliamentarian, as applicable.

## 4.2 AUTHORITY OF THE PRESIDENT

Subject to an appeal by the majority of the entire membership of the Board, the President shall have the authority to prevent the misuse of motions, the abuse of privilege, or the obstruction of the business of the Board by ruling any such matter out of order. In so ruling, the President shall be courteous and fair and should presume that the moving party is acting in good faith. The authority of the President shall include the ability to order the removal of an individual who attempts to prevent or disrupt a lawful meeting through physical action or verbal utterance.

## 4.3 PRESIDENT TO FACILITATE MEETINGS

In the role of facilitator, the President will guide the Board in focusing on agenda discussions and deliberations.

## 4.4 RULES OF DECORUM FOR BOARD MEETINGS

Board meetings shall be conducted in an orderly manner.

- a. **Directors.** Directors shall refrain from interrupting other speakers; making personal comments not germane to the business at hand and posted on the agenda, or otherwise interfere with the orderly conduct of meetings. Directors shall refrain from abusive conduct, shouting, argumentative/aggressive behavior, personal charges, or verbal attacks upon the character or motives of other Directors, District staff members or consultants, or members of the general public. The President shall be responsible for maintaining order and decorum at their respective meeting.
- b. **District Staff and Consultants.** District staff and Consultants shall observe the same Rules of Order as those that apply to Board.
- c. **Persons Addressing the Board.** Persons addressing the Board shall do so in an orderly manner from the location identified by the presiding officer. Any person who engages in any disorderly conduct that disrupts or otherwise impedes the orderly conduct of any Board meeting shall, at the discretion of the President or majority of the entire membership of the Board, be barred from addressing the Board and from further attendance at the meeting.

#### **4.5 RULES OF ENFORCEMENT OF RULES OF DECORUM**

- a. The President shall request that a person who is breaching the Rules of Order cease the disruptive conduct. If, after receiving a warning from the President, a person persists in disturbing any Board meeting, the President shall order the person to leave the Board meeting. If such person refuses to leave the meeting, the President shall order any law enforcement officer who is on duty to remove that person from the meeting room.
- b. A Director may only be removed from the meeting after a vote is taken of the Board as to whether the Director has violated these Rules of Order. If the vote is in favor of the Director, the Director shall be at liberty to attend the remainder of the meeting and participate accordingly.
- c. If a Director member feels that the President has breached the Rules of Decorum, the Director may request that the President cease the disruptive conduct. If, after the initial request, the President continues with the perceived disruptive conduct, a Director may request that a vote be taken of the Board to determine if the President has violated the Rules of Order. If through the vote it is determined that the President has violated the Rules of Order, the President shall exit the meeting and be barred from further attendance at the meeting. If through the vote it is determined that the President has not violated the Rules of Decorum, the President shall be at liberty to proceed.

#### **4.6 DELIBERATION AND SPEAKERS ORDER**

The President shall control the debate and speaking order of the Board. Directors will generally be called upon by the President in the order which members request to speak or by seating order if multiple Directors simultaneously indicate they would like to speak. With the concurrence of the President, a Director holding the floor may address a question to another Director and that Director may respond while the floor is still held by the Director asking the question. A Director may opt not to answer questions while another Director has the floor.

#### **4.7 LIMIT DELIBERATIONS TO ITEM AT HAND**

Board members shall limit their comments to the subject matter or motion being currently considered.

#### **4.8 LENGTH OF COMMENTS; PREVIOUS QUESTION**

- a. As a courtesy, the President, or her or his designee, will signal to a Director who has been speaking for five (5) minutes. This procedure is not meant to limit debate or to cut comments short, but rather to assist Directors in their efforts to communicate concisely and to conduct the Board's work in an effective and efficient manner.
- b. A motion for "the previous question" is a procedural motion meant to end debate on the matter at hand, and to bring the matter to an immediate vote. Any Director, after obtaining the floor to speak, may move the previous question. The motion is not debatable. If seconded and then approved by a majority vote of the Directors present, the Chair must immediately close debate

on the matter at hand, and call for a vote on the matter. Such subsequent votes must receive a majority vote of the entire membership of the Board in order to prevail.

#### **4.9 OBTAINING THE FLOOR**

Any Director wishing to speak must first obtain the floor by being recognized by the Chair. The Chair must recognize any Director who seeks the floor when appropriately entitled to do so.

#### **4.10 MOTIONS**

Motions may be made by any Director, including the President, provided that before the President offers a motion, the opportunity for making a motion should be offered to other Directors. Any Director, other than the person offering the motion, may second a motion.

#### **4.11 PROCEDURES FOR MOTIONS**

The following is the general procedure for making motions:

- a. A Director who wishes to make a motion should do so through a verbal request to the Chair.
- b. A Director who wishes to second a motion should do so through a verbal request to the Chair.
- c. Once the motion has been properly made and seconded, the Chair shall open the matter for discussion offering the first opportunity to the moving party and, thereafter, to any Director properly recognized by the Chair.
- d. Once the matter has been fully discussed and the Chair calls for a vote, no other discussion will be allowed, provided, however, Directors may be allowed to explain their votes.

#### **4.12 VOTING**

- a. If any Director abstains from a vote because of a **legal** conflict, as provided under Texas Local Government Code Chapters 171, 176, 553, or other applicable state law, he or she is not deemed to be “voting” for purposes of determining whether there has been a “majority vote of those voting and present,” unless otherwise provided by State law.
- b. When a Director abstains or excuses him- or herself from a portion of a Board meeting because of a legal conflict of interest, the member must briefly state, on the record, the nature of the conflict and comply with any other State law requirements.
- c. Should any Director choose to abstain (including any Director momentarily or temporarily excusing themselves from any portion of the meeting without a formal recess) from voting on any question before the Board where no legal conflict of interest exists, i.e., for personal and/or non-legal reasons, the Director shall state the grounds for her or his abstention, and the Director’s vote shall be recorded as an abstention in the official minutes of the meeting.



However, such abstention shall count as a vote in the negative (or a “no” vote) for purposes of determining whether a majority vote prevails on matter at hand.

- d. Unless a tie can be broken by the President, a tie vote results in a lost motion. In such an instance, any Director may offer a motion for further action.
- e. Pursuant to Section 49.053, Texas Water Code, a concurrence of a majority of the entire membership of the board is sufficient for transacting any business of the district. However, for procedural matters (such as, but not limited to, moving the previous question, removing items from the consent agenda), a majority vote of the Directors present shall suffice. In any instance, if a vote does not lead to the required number of affirmative votes, the result is no action. If the matter involves an appeal and an affirmative vote does not occur, the decision appealed stands as previously voted.

## **SECTION 5 - ADDRESSING THE BOARD**

### **5.1 STAFF COMMENTS ON INDIVIDUAL AGENDA ITEMS; DEPARTMENT REPORTS**

For individual agenda items listed for consideration and/or action, staff presentations shall be concise and provide factual background information on the item, and shall include a recommendation for the Board, as applicable.

### **5.2 ORAL PRESENTATIONS AND COMMENTS BY MEMBERS OF THE PUBLIC**

- a. When a citizen is addressing the Board she or he shall recognize and follow proper decorum.
- b. Citizens attending Board meetings wishing to address the Board on non-agenda items shall do so during the public comment portion of the agenda

### **5.3 REPETITIOUS COMMENTS PROHIBITED**

Directors and members of the public may not present the same or substantially the same items or arguments to the Board repeatedly or be repetitious in presenting their oral comments.

### **5.4 NON-EXCLUSIVE RULES**

The rules set forth are not exclusive and do not limit the inherent power and general legal authority of the Board, or of its President, to govern the conduct of Board meetings as may be considered appropriate from time to time, or in particular circumstances, for purposes of orderly and effective conduct of the affairs of the District.