

SH130 MUNICIPAL MANAGEMENT DISTRICT NO. 1
201 W. 5th Street, Suite 1350
Austin, Texas 78701

Minutes of Regular Meeting
of
The Board of Directors of SH130 Municipal Management District No. 1

THE STATE OF TEXAS §

COUNTY OF TRAVIS §

SH130 MUNICIPAL MANAGEMENT DISTRICT NO. 1 §

The Board of Directors (“**Board**”) of SH130 Municipal Management District No. 1 (“**District**”) met in a regular session, open to the public, on June 20, 2024, at 100 Congress Avenue, Suite 1100, Austin, Texas 78701, a designated office of the District outside the boundaries of the District. Mike Krusee, President of the Board of Directors, called the meeting to order at or about 12:30 p.m.

The following members of the Board were present at the meeting:

Mike Krusee	President
Vacant	Vice President
Austin Talley	Secretary
Albert Hawkins	Asst. Secretary
Robert Walker	Asst. Secretary

All current Directors were present and a quorum was had. All Directors were present at each time a vote was taken, and had an opportunity to vote on all items that came before the Board during the meeting.

Also present at the meeting were Aundre Dukes, Tim Alcott, Kristinn Massay, and Candice Salazar, all of whom are staff of the District; Marcus Metzger, CEO of Hayes Innovation Center for Advanced Manufacturing (“**HICAM**”) and Marc Spier, also with HICAM; Tyler Ostby of Juice Consulting; Keith Young of Doucet & Associates, engineers for the District; attorney Emilio B. Nicolas, and paralegal Tracey Green, both of Jackson Walker L.L.P. (“**Jackson Walker**”), legal counsel for the District; Andrew Johnson of Johnson Petrov LLP, prospective legal counsel for the District; and Jim Carpenter and Kristina Hayes, each of whom are landowners within the District.

In addition to those present at the meeting, Aundre Dukes requested that Zoom links be provided to the following remote attendees: Felix Zayas of Greenport International Airport and Technology Center; Thomas D’Alessandro of Blakefield LLC; Christopher Nabicz of 4N Global Lifestyle + Hospitality; and William Wyatt of Aquila Commercial. All were provided links prior to the scheduled meeting time.

References herein to “*Agenda Item No.*” refer to the corresponding agenda item number set forth in the meeting’s *Public Notice of Regular Meeting of the Board of Directors of SH130 Municipal Management District No. 1* dated June 12, 2024.

1. With regard to Agenda Item No. 3: The Board called for public comments. There being none, the Board proceeded on with the agenda.

2. With regard to Agenda Item No. 4: The Board was presented with minutes from the May 15, 2024 regular meeting. Following a motion made by Director Krusee, which was seconded by Director Talley, the Board voiced unanimous approval of the May 15, 2024 minutes as written.

3. With regard to Agenda Item No. 5: The Board reviewed the Cash Activity Report and expense payments presented in a set of written materials prepared by Candice Salazar. Ms. Salazar read through and summarized the information for the Board, and advised the Board on expenses paid during the preceding period. Ms. Salazar further advised the Board that Baker Tilley was working on additional materials and updates that were anticipated to be presented to the Board during an upcoming meeting. Director Krusee moved the Board to approve the financials as presented, and Director Walker seconded such motion, following which, the Board voiced unanimous approval of the financial data presented, including the expenditures contained therein.

4. With regard to Agenda Item No. 6: The Board considered a proposed interest payment to the Hayes family for amounts advanced to the District for operations during its development stage. Director Krusee addressed Kristina Hayes during the meeting to express gratitude to the Hayes family for its contribution to the project, and the Board unanimously voted to approve the interest payment. An interest rate of 5% was determined by the Board to be customary, acceptable, and within the parameters allowed for such payment.

5. With regard to Agenda Items No. 7 and 9: Marcus Metzger, Executive Director of HICAM, supplied a copy of HICAM’s “Executive Director Update to MMD Board” to each Director containing a written summary of project status, financial information, and construction photographs. Mr. Metzger advised the Board that, after diligent effort, permits were obtained from the City of Austin; however, a Fire Marshal is requiring additional permitting, and a further update thereon from Mike Martinez is forthcoming. Mr. Metzger also reported to the Board that HICAM’s planned build site is active, the contractor received its first payment, and materials have been received on site; and that a sink hole was discovered at the site and, after collecting multiple bids, a proposal of approximately \$21,500 had been accepted for the remediation of the sink hole. Mr. Metzger also reported to the Board that the existing contract with Capital Factory was up for renewal for another three-year term at the rate of \$150,000 per year and that negotiations with Capital Factory were in progress; Ms. Salazar noted that Capital Factory had submitted a proposed invoice from Capital Factory for the first renewal year payment (\$150,000); and the Board took no action on with respect to the contract renewal or invoice payment, pending formal review and resolution of the contract renewal’s specific terms.

To conclude the presentation by HICAM, both of Marcus Metzger and Tyler Ostby (of Juice Consulting) expressed HICAM’s enthusiasm about proposed collaborations with various organizations, including a collaboration with ACC on workforce development groups, and another

with Blue Forge Alliance in College Station. Mr. Metzger described HICAM's pursuit of a Center of Excellence Grant, among others, and that he would soon represent HICAM in an upcoming AI Conference. Marc Spier expressed appreciation to Mr. Metzger for his efforts.

6. With regard to Agenda Item No. 8: After a brief discussion, no vote was proposed by any Director and the Board took no action on this item.

7. With regard to Agenda Item No. 10 (executive session): On or about 1:05 p.m., the Board recessed into executive session. The executive session was attended by all four current Directors; Mr. Dukes; Mr. Alcott; Mr. Johnson; and Mr. Nicolas. The executive session was had to deliberate and consult with attorneys about the matters set forth in Agenda Item No. 10, specifically: (a) Consultation with attorney(s) in accordance with TEX. GOV'T CODE § 551.071; (b) the purchase, exchange, lease, and/or value of real property in accordance with TEX. GOV'T CODE § 551.072; and (c) commercial or financial information received from a business prospect that the District seeks to have locate, stay, or expand in or near the District's territory and with which the District is conducting economic development negotiations, as in accordance with TEX. GOV'T CODE § 551.087(1). The executive session adjourned at or about 1:30 p.m., at which time Director Krusee announced that the Board would reconvene in public session and that no action was taken in the executive session; and thus, the meeting was reopened.

8. With regard to Agenda Item Nos. 11, 12, and 13: There being no additional business to conduct, with the date of the next regular meeting of the Board to be held at a date in July 2024 to be determined by Director Krusee (as President of the Board), and upon motion by Director Krusee, seconded by Director Talley, and unanimously approved, the Board adjourned the meeting at or about 1:37 p.m.

APPROVED AND ADOPTED on this 17 day of July, 2024.



SH130 Municipal Management District No. 1

By: [Signature]

Print Name: AUSTIN TALLEY

Title: BOARD OF DIRECTORS