

Control Number: 42929



Item Number: 4

Addendum StartPage: 0

House Bill (HB) 1600 and Senate Bill (SB) 567 83<sup>rd</sup>  
Legislature, Regular Session, transferred the functions  
relating to the economic regulation of water and sewer  
utilities from the TCEQ to the PUC effective  
September 1, 2014

**Brian Dickey**

**From:** Curtis Steger <curtis.steger@stegerbizzell.com>  
**Sent:** Tuesday, January 29, 2013 11:43 AM  
**To:** Brian Dickey  
**Cc:** Aaron Laughlin  
**Subject:** RE:  
**Attachments:** Bill of Sale.PDF; LCRA Closing Certificate.PDF; Liberty Hill Closing Certificate.PDF; Liberty Hill Evidence of Authority to Close.PDF

RECEIVED  
 2014 NOV 19 PM 3:24  
 PUBLIC UTILITY COMMISSION  
 FILING CLERK

Brian:

The Title Company was able to e-mail the closing documents. I've attached the Bill of Sale, Closing Certificates, and the evidence of the City's Authority to Close. These documents should fulfill all the requirements you need to show transfer and approval by LCRA, which will clear Page 3, Paragraph 3.

Please let me know if you need any more information.

Thanks

Curtis R. Steger, P.E.  
 (Texas No. 87905)

**STEGER BIZZELL**

Steger Bizzell  
 Texas Registered Engineering Firm No. 181  
 1978 South Austin Avenue  
 Georgetown, Texas 78626  
 512.930.9412 (o)  
 512.930.9416 (f)  
[www.stegerbizzell.com](http://www.stegerbizzell.com)

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**From:** Curtis Steger  
**Sent:** Monday, January 28, 2013 5:08 PM  
**To:** 'Brian Dickey'  
**Subject:** RE:

Brian:

I've attached the e-mail from the Title company stating that the purchase "officially closed". This e-mail has a link to closing documents/easements, but I didn't see the signed final closing agreement.

Curtis R. Steger, P.E.  
 (Texas No. 87905)

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Steger Bizzell  
 Texas Registered Engineering Firm No. 181  
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 Georgetown, Texas 78626

512.930.9412 (o)  
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[www.stegerbizzell.com](http://www.stegerbizzell.com)

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**From:** Brian Dickey [<mailto:brian.dickey@tceq.texas.gov>]  
**Sent:** Monday, January 28, 2013 5:02 PM  
**To:** Curtis Steger  
**Subject:**

Page 3 paragraph 3

## **BILL OF SALE AND ASSIGNMENT**

**Date:** Dated April 30, 2012, to be effective May 1, 2012

**Grantor:** LOWER COLORADO RIVER AUTHORITY, a Texas conservation and reclamation district.

**Grantor's Mailing Address:** P.O. Box 220  
Austin, Texas 78767-0220

**Grantee:** CITY OF LIBERTY HILL, TEXAS, a Type-A municipal corporation

**Grantee's Mailing Address:** P.O. Box 1920  
1120 Loop 332  
Liberty Hill, Texas 78642

**Consideration:** Ten Dollars (\$10.00) and other good and valuable consideration in hand paid by Grantee

Grantor (herein also referred to sometimes as "LCRA"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, sells, assigns, and transfers to Grantee:

- 1) the Facilities of the LCRA Wastewater System Assets, as those are defined in that certain "Purchase Agreement for the Liberty Hill Wastewater System" between Grantor and Grantee and dated November 15, 2011 ("Agreement"), and which Facilities are further listed in the updated Inventory attached hereto as **Exhibit A**; and
- 2) the Intangible Assets of the LCRA Wastewater System Assets, which include all contracts, leases, option rights, permits, certificates, licenses, reimbursement rights, service agreements, deposits, warranties from vendors or manufacturers or other third parties, regulatory correspondence, as-build plans and specifications, engineering reports, files, records, information, data and other intangible assets of LCRA that are related to the ongoing operation and ownership of the Facilities; including but not limited to the following:
  - a. Texas Pollutant Discharge Elimination System (TPDES) Permit No. WQ0014477001;
  - b. Revised and Restated Utility Facilities Construction and Conveyance Agreement and Wastewater Service Agreement between LCRA and Williamson County MUD No. 13 (MUD 13) entered March 13, 2006;

- c. Utility Facilities and Construction and Conveyance Agreement and Wastewater Services Agreement between LCRA and Lookout Partners, L.P., entered September 14, 2004, as assigned to Lennar Buffington Stonewall Ranch, L.P. (Buffington), entered August 26, 2005, and amended August 29, 2005, and May 14, 2008;
- d. Wholesale Wastewater Service Agreement between LCRA, Brazos River Authority, and Williamson County Municipal Utility District (MUD) No. 13 entered February 1, 2007;
- e. Wholesale Wastewater Service Agreement from LCRA to CTSUD for Service to MUD Nos. 12 and 19 entered September 25, 2006, as amended September 9, 2010 by the First Amendment to the Wholesale Wastewater Treatment Agreement from LCRA to Chisholm Trail Special Utility District for Service to Williamson County Municipal Utility District Nos. 13 and 19; and
- f. Wholesale Wastewater Service Agreement for Service to Rosenbusch Tract between LCRA, Brazos, and Chisholm Trail SUD entered February 7, 2007;
- g. Agreement relating to the Provision of Retail Wastewater Service within Williamson County Municipal Utility District No. 13 entered September 13, 2006;
- h. Supplemental Agreement to the Wholesale Wastewater Service Agreement from LCRA to Chisholm Trail Special Utility District for Service to Williamson County Municipal Utility District Nos. 12 and 19 effective June 19, 2009;
- i. Contract for Billing Services between LCRA and Chisholm Trail SUD dated May 17, 2007;
- j. Wholesale Wastewater Service Agreement” between the City, LCRA, and Brazos dated December 27, 2006;
- k. Wastewater Services Agreement between BRA – LCRA Alliance and City of Liberty Hill” dated April 30, 2004; and
- l. Interlocal Agreement Regarding BRA-LCRA Alliance Liberty Hill Wastewater Systems” dated March 10, 2004.

AS PROVIDED BY AND IN ACCORDANCE WITH THE AGREEMENT, LIBERTY HILL ACKNOWLEDGES AND AGREES THAT IT IS ACCEPTING THE WASTEWATER SYSTEM ASSETS IN THEIR "AS-IS, WHERE-IS" CONDITION "WITH ALL FAULTS" AND DEFECTS AS OF THE CLOSING AND SPECIFICALLY AND EXPRESSLY WITHOUT ANY WARRANTIES, REPRESENTATIONS, OR GUARANTEES, EITHER EXPRESS OR IMPLIED, AS TO THEIR CONDITION, FITNESS FOR ANY PARTICULAR PURPOSE, MERCHANTABILITY, OR ANY OTHER WARRANTY OF ANY KIND, NATURE, OR TYPE WHATSOEVER FROM OR ON BEHALF OF LCRA OTHER THAN THIRD-PARTY WARRANTIES RELATED TO THE SYSTEM, AS THIS TERM IS DEFINED IN THE AGREEMENT, TO THE EXTENT SAME IS ASSIGNABLE.

Notwithstanding the foregoing, Grantor makes to Grantee those certain, limited representations and warranties set forth in the attached "Closing Certificate," attached hereto as **Exhibit B** and incorporated herein for all purposes.

Grantor agrees to hereby cooperate with Grantee, take such actions and execute such other specific documents as may be necessary or appropriate to accomplish the transfers contemplated in the Agreement and this document. Grantee hereby assumes all rights, obligations, and duties of the Grantor arising under or from the Wastewater System Assets, as defined by the Agreement, and releases and fully discharges Grantor from all of Grantor's obligations under the Wastewater System Assets.

When the context requires, singular nouns and pronouns include the plural. References to defined terms shall refer to those terms as defined in the Agreement.

Executed and effective on the date set forth on the first page above.

**GRANTOR:**

**LOWER COLORADO RIVER AUTHORITY**

By: Rebecca S. Motal

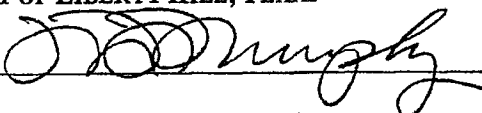
Name: Rebecca S. Motal

Title: General Manager

**ACCEPTED:**

**GRANTEE:**

**CITY OF LIBERTY HILL, TEXAS**

By: 

Name: Michele "Mike" Murphy

Title: Mayor

Attest:

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

**EXHIBIT A**

**WASTEWATER SYSTEM ASSETS**

**FACILITIES**

Being that equipment, facilities and related improvements reasonable and necessary to collect and treat wastewater listed in the attached pages.



**EXHIBIT B**

**CLOSING CERTIFICATE**

**Closing Certificate**  
**Lower Colorado River Authority**

I, Rebecca S. Motal, in my capacity as the General Manager of the Lower Colorado River Authority ("LCRA"), do hereby certify as of the date of Closing, in connection with the Closing of the sale and transfer of Wastewater System Assets by the LCRA to the City of Liberty Hill ("City") pursuant to that certain "Purchase Agreement for the Liberty Hill Wastewater System," the Effective Date of which is November 15, 2011 ("Agreement"), as follows:

- a. That I am duly authorized to execute this Certificate and other instruments to be executed by LCRA at Closing according to the Agreement;
- b. That LCRA has full right and authority to consummate the transaction described in the Agreement;
- c. That the Agreement constitutes a valid and legally binding obligation of LCRA, and is enforceable against LCRA in accordance with its terms, subject to applicable law;
- d. That neither the execution or delivery of the Agreement nor the performance of LCRA's obligations under the Agreement violates, or will violate any contract or agreement to which LCRA is a party or by which LCRA is otherwise bound;
- e. That, other than the Required Consents set forth in Schedule 4 of Exhibit A of the Agreement (all of which have been obtained as of the date of this Certificate), there are no consents or approvals needed for LCRA to transfer the Wastewater System Assets to Liberty Hill at Closing;
- f. Except for the Facilities in the Wastewater System Assets that are located within the two tracts of land described in Exhibits A and B to this Closing Certificate (collectively, the "Cul de sac Facilities"), that LCRA has no knowledge that any Facilities in the Wastewater System Assets are located outside the Property being conveyed to City or public utility easement or public rights-of-way;
- g. Except for the notice by Joe P. Giddens Jr. of an alleged default by LCRA of a December 22, 2003, Real Estate Contract between Joan M. Giddens and Joe P. Giddens and LCRA, as amended in a May 20, 2010 letter from LCRA to Mr. and Mrs. Joe P. Giddens (the "Giddens Default Notice"), that LCRA has not received nor does it have actual knowledge and possession of any written notices alleging the occurrence of any default or alleged default under any of the contracts included in the System Assets, or any violation or alleged violation of any law, regulation, order or other requirement of any governmental authority having jurisdiction over the System Assets, or any tort or other claims relating to LCRA's ownership, operation, or disposition of the System Assets;
- h. Neither the fact that the Cul de sac Facilities are located on property on which the LCRA does not have an easement, nor the Giddens Default Notice have affected or impacted the

ability of LCRA to operate the Cul de sac Facilities or the other Wastewater System Assets prior to the effective date of this Certificate;

- i. That the Wastewater System Assets are conveyed to the City AS-IS without any representations, warranties or guarantees, save except as otherwise expressly provided in the Agreement, third-party warranties related to the System to the extent the same are assignable, and LCRA's special warranty of title contain in the Special Warranty Deed;
- j. That LCRA has not entered into any new contracts or amendment to existing contracts with third parties for design, engineering, construction and/or other similar matters related to the Facilities after the Effective Date of the Agreement; and
- k. That a certified copy of the LCRA Board resolution determining that the Wastewater System Assets are no longer necessary, convenient or of beneficial use to the business of LCRA is attached to this certificate as Exhibit C.

Each and every presentation and warranty contained in this Certificate is and continues to be true and correct and shall survive the Closing. All capitalized terms herein have the meaning ascribed to them in the Agreement. The effective date of this Certificate is May 1, 2012.

Lower Colorado River Authority:



By: Rebecca S. Motal  
Rebecca S. Motal  
General Manager

## Exhibit

Liberty Hill Regional Wastewater Study  
Giddens Tract  
0.026 Acre Tract  
Proposed P.U.E.

Page 1 of 3  
Williamson County, Texas  
Appraisal District Parcel No. RD22281

### EXHIBIT "A"

#### DESCRIPTION

FOR A 0.026 ACRE (1,150 SQUARE FOOT) TRACT OF LAND SITUATED IN THE JOHN B. ROBINSON SURVEY, ABSTRACT NO. 521, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF A CALLED 43 ACRE TRACT OF LAND AS DESCRIBED IN THAT GIFT DEED TO JOE P. GIDDENS, SR. AND RECORDED IN VOLUME 2703, PG. 635 OF THE OFFICIAL RECORDS OF SAID COUNTY, AS SHOWN ON THE ACCOMPANYING SKETCH, IS MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING FOR REFERENCE at an iron rod found with "LCRA" cap for the northwest corner of a called 1.533 acre tract of land as described in that deed to the Lower Colorado River Authority and recorded in Document No. 2004002671 of the Official Records of said county, being on the east right-of-way line of U.S. Highway 183 (120 foot right-of-way width);

THENCE with the east right-of-way line of said U.S. Highway 183, N 21° 03' 17" W for a distance of 14.90 feet to an iron rod found with "LCRA" cap on the north line of a 15 foot wide public utility easement as described in that deed recorded in Document No. 2004002672 of the Official Public Records of said county;

THENCE with the north line of said 15 foot wide public utility easement, N 68° 56' 18" E for a distance of 1016.53 feet to 1/4" iron rod set with "LCRA" cap for the most westerly corner and POINT OF BEGINNING (N= 10,202,155.28', E= 3,073,490.73', NAD 83/HARN Texas Central Zone) hereof;

THENCE through the interior of said 43 acre tract, with the arc of a curve to the right, having a radius of 65.00 feet, an arc length of 104.88 feet, a central angle of 92° 27' 11", and a chord which bears, N 68° 56' 18" E for a distance of 93.87 feet to a 1/4" iron rod set with "LCRA" cap on the north line of said 15 foot wide public utility easement, for the most easterly corner hereof, from which an iron rod found with "LCRA" cap for the northeast corner of said 15 foot wide public utility easement bears, N 68° 56' 18" E for a distance of 3.22 feet;

A

Liberty Hill Regional Wastewater Study  
Giddens Tract  
0.026 Acre Tract  
Proposed P.U.E.

Page 1 of 3  
Williamson County, Texas  
Appraisal District Parcel No. R032281

## EXHIBIT "A"

### DESCRIPTION

FOR A 0.026 ACRE (1,150 SQUARE FOOT) TRACT OF LAND SITUATED IN THE JOHN B. ROBINSON SURVEY, ABSTRACT NO. 521, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF A CALLED 43 ACRE TRACT OF LAND AS DESCRIBED IN THAT GIFT DEED TO JOE P. GIDDENS, SR. AND RECORDED IN VOLUME 2703, PG. 635 OF THE OFFICIAL RECORDS OF SAID COUNTY, AS SHOWN ON THE ACCOMPANYING SKETCH, IS MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING FOR REFERENCE at an iron rod found with "LCRA" cap for the northwest corner of a called 1.533 acre tract of land as described in that deed to the Lower Colorado River Authority and recorded in Document No. 2004002671 of the Official Records of said county, being on the east right-of-way line of U. S. Highway 183 (120 foot right-of-way width);

THENCE with the east right-of-way line of said U. S. Highway 183, N 21° 03' 17" W for a distance of 14.90 feet to an iron rod found with "LCRA" cap on the north line of a 15 foot wide public utility easement as described in that deed recorded in Document No. 2004002672 of the Official Public Records of said county;

THENCE with the north line of said 15 foot wide public utility easement, N 68° 56' 18" E for a distance of 1016.53 feet to 1/2" iron rod set with "LCRA" cap for the most westerly corner and POINT OF BEGINNING (N= 10,202,155.28', E= 3,073,490.73', NAD 83/HARN Texas Central Zone) hereof;

THENCE through the interior of said 43 acre tract, with the arc of a curve to the right, having a radius of 65.00 feet, an arc length of 104.88 feet, a central angle of 92° 27' 11", and a chord which bears, N 68° 56' 18" E for a distance of 93.87 feet to a 1/2" iron rod set with "LCRA" cap on the north line of said 15 foot wide public utility easement, for the most easterly corner hereof, from which an iron rod found with "LCRA" cap for the northeast corner of said 15 foot wide public utility easement bears, N 68° 56' 18" E for a distance of 3.22 feet;

Liberty Hill Regional Wastewater Study  
Giddens Tract  
0.026 Acre Tract  
Proposed P.U.E.

**EXHIBIT A**  
Page 2 of 3  
Williamson County, Texas  
Appraisal District Parcel No. R032281

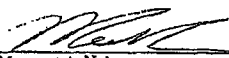
THENCE with the north line of said 15 foot wide public utility easement, S 68° 56' 18" W for a distance of 25.07 feet to a 1/2" iron rod set with "LCRA" cap for a non-tangent point of curvature hereof;

THENCE through the interior of said 43 acre tract, with the arc of a curve to the left, having a radius of 50.00 feet, an arc length of 45.25 feet, a central angle of 51° 51' 15", and a chord which bears, S 68° 56' 18" W for a distance of 43.73 feet to a 1/2" iron rod set with "LCRA" cap "LCRA" cap on the north line of said 15 foot wide public utility easement, for a point of non-tangency hereof;

THENCE with the north line of said 15 foot wide public utility easement, S 68° 56' 18" W for a distance of 25.07 feet to the POINT OF BEGINNING and containing 0.026 acre of land.

BEARING BASIS: Texas Lambert Grid Central Zone NAD 83/HARN  
WORD FILE: LCRAW60D-0022A.DOC  
ACAD: LCRAW60D-0022A.DWG

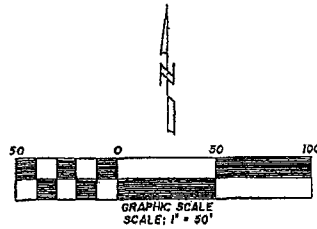
I, Margaret A. Nolen, a Registered Professional Land Surveyor, do hereby certify that the above description and the accompanying plat is true and correct to the best of my knowledge and belief and that the property described herein was determined by a survey made on the ground during November, 2005 under my direction and supervision.

  
Margaret A. Nolen  
Registered Professional Land Surveyor No. 5589  
BAKER-AICKLEN & ASSOCIATES, INC.  
203 E. Main Street, Suite 201  
Round Rock, Texas 78664  
(512) 244-9620



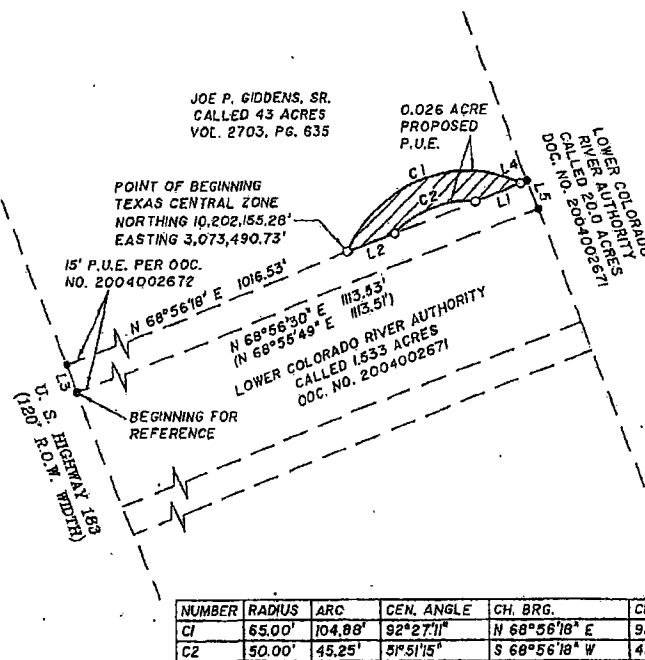
Job No.: 0322-3-013-11  
Filename: W:\PROJECTS\LCRA\LIBERTY HILL\EASEMENTS\METES & BOUNDS\LCRAW60D-0022A.DOC

Williamson County, Texas

LIBERTY HILL REGIONAL  
WASTEWATER STUDY

## LEGEND

- IRON ROD FOUND WITH "LCRA" CAP
- 1/2" IRON ROD SET WITH "LCRA" CAP



ALL DISTANCES SHOWN ARE SURFACE VALUES - TO  
COMPUTE GRID DISTANCE, MULTIPLY BY CSF OF 0.99986

DRAWN BY: MAN  
NO NO.: 0522-3-013-11  
FIELD BOOK: RA-253  
DATE: NOV. 2005 FILE: LCRAW00-0022A  
WORD FILE: LCRAW00-0022A.DOC  
SCALE: 1" = 200'  
HORIZONTAL DATUM: NAD 83/93 HARN  
VERTICAL DATUM: NAVD 88  
COMBINED SCALE FACTOR: 0.99986  
BEARING BASIS: Texas Lambert Grid, Central Zone, NAD 83/93 HARN

NUMBER	BEARING	DISTANCE
L1	S 68°56'18" W	25.07'
L2	S 68°56'18" W	25.07'
L3	N 21°03'17" W	14.90'
L4	N 68°56'18" E	3.22'
L5	S 20°40'29" E	14.98'

BAKER-AICKLEN

SURVEY PLAT TO ACCOMPANY DESCRIPTION  
PROPOSED 0.026 ACRE P.U.E.  
OUT OF THE JOHN B. ROBINSON SURVEY  
ABSTRACT NO. 521, WILLIAMSON COUNTY, TEXAS

**LCRA**  
ENERGY-WATER-COMMUNITY SERVICES

X:\PROJECTS\LCRA\LIBERTY HILL\CA REVENT\DWG\LCRAW00-0022A.dwg (PAGE 3) November 04, 2005 - 10:06

**Exhibit  
B**



EXHIBIT " B "

DESCRIPTION

FOR A 0.026 ACRE (1,148 SQUARE FOOT) TRACT OF LAND SITUATED IN THE JOHN B. ROBINSON SURVEY, ABSTRACT NO. 521, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF A CALLED 43 ACRE TRACT OF LAND AS DESCRIBED IN THAT GIFT DEED TO JOE P. GIDDENS, SR. AND RECORDED IN VOLUME 2703, PG. 635 OF THE OFFICIAL RECORDS OF SAID COUNTY, AS SHOWN ON THE ACCOMPANYING SKETCH, IS MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING FOR REFERENCE at an iron rod found with "LCRA" cap for the southwest corner of a called 1.533 acre tract of land as described in that deed to the Lower Colorado River Authority and recorded in Document No. 2004002671 of the Official Records of said county, being on the east right-of-way line of U. S. Highway 183 (120 foot right-of-way width);

THENCE with the east right-of-way line of said U. S. Highway 183, S 21° 03' 17" E for a distance of 15.11 feet to an iron rod found with "LCRA" cap on the south line of a 15 foot wide public utility easement as described in that deed recorded in Document No. 2004002672 of the Official Public Records of said county;

THENCE with the south line of said 15 foot wide public utility easement, N 68° 56' 13" E for a distance of 1016.58 feet to a 1/2" iron rod set with "LCRA" cap for the most westerly corner and POINT OF BEGINNING (N= 10,202,071.35', E= 3,073,523.09', NAD 83/HARN Texas Central Zone) hereof;

THENCE continuing with the south line of said 15 foot wide public utility easement, N 68° 56' 13" E for a distance of 25.11 feet to a 1/2" iron rod set with "LCRA" cap for a non-tangent point of curvature hereof;

THENCE through the interior of said 43 acre tract, with the arc of a curve to the left, having a radius of 50.00 feet, an arc length of 45.09 feet, a central angle of 51° 39' 54", and a chord which bears, N 68° 56' 13" E for a distance of 43.58 feet to a 1/2" iron rod set with "LCRA" cap on the south line of said 15 foot wide public utility easement, for a point of non-tangency hereof;

Liberty Hill Regional Wastewater Study  
Giddens Tract  
0.026 Acre Tract  
Proposed P.U.E.

**EXHIBIT B**

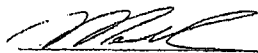
Page 2 of 3  
Williamson County, Texas  
Appraisal District Parcel No. R032281

THENCE with the south line of said 15 foot wide public utility easement, N 68° 56' 13" E for a distance of 25.11 feet to a 1/2" iron rod set with "LCRA" cap for the most easterly corner hereof, from which an iron rod found with "LCRA" cap for the southeast corner of said 15 foot wide public utility easement bears, N 68° 56' 13" E for a distance of 2.65 feet;

THENCE through the interior of said 43 acre tract, with the arc of a curve to the right, having a radius of 65.00 feet, an arc length of 104.78 feet, a central angle of 92° 21' 54", and a chord which bears, S 68° 56' 13" W for a distance of 93.80 feet to the POINT OF BEGINNING and containing 0.026 acre of land.

BEARING BASIS: Texas Lambert Grid Central Zone NAD 83/HARN  
WORD FILE: LCRAW60D-0023A.DOC  
ACAD: LCRAW60D-0023A.DWG

That I, Margaret A. Nolen, a Registered Professional Land Surveyor, do hereby certify that the above description and the accompanying plat is true and correct to the best of my knowledge and belief and that the property described herein was determined by a survey made on the ground during November, 2005 under my direction and supervision.

  
Margaret A. Nolen  
Registered Professional Land Surveyor No. 5589  
BAKER-AICKLEN & ASSOCIATES, INC.  
203 E. Main Street, Suite 201  
Round Rock, Texas 78664  
(512) 244-9620

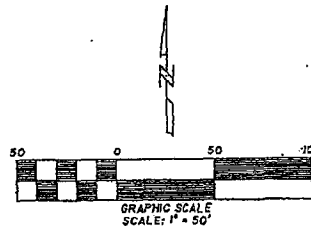


Job No: 0522-3-013-11  
Filename: W:\PROJECTS\LCRA\LIBERTY HILL\EASEMENTS\WETES & BOUNDS\LCRAW60D-0023A.DOC

## EXHIBIT "B"

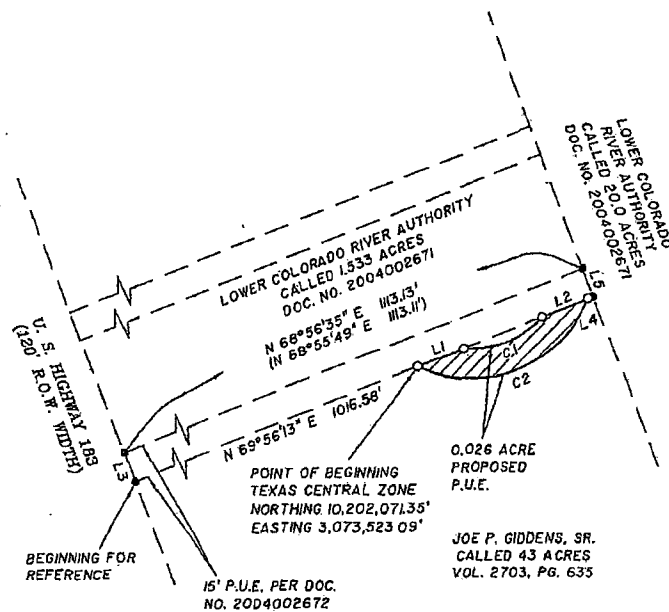
Page 3 of 3

Williamson County, Texas

LIBERTY HILL REGIONAL  
WASTEWATER STUDY

## LEGEND

- IRON ROD FOUND WITH "LCRA" CAP
- 1/2" IRON ROD SET WITH "LCRA" CAP



NUMBER	RADIUS	ARC	CEN. ANGLE	CH. BRG.	CHORD
C1	50.00'	45.09'	5°39'54"	N 68°56'13" E	43.58'
C2	65.00'	104.78'	92°21'54"	S 69°56'13" W	93.80'

ALL DISTANCES SHOWN ARE SURFACE VALUES - TO  
COMPUTE GRID DISTANCE, MULTIPLY BY CSF OF 0.99998

DRAWN BY: MAN  
WD NO.: Q522-3-013-11  
FIELD BOOK: RR-253  
DATE: NOV., 2005 FILE: LCRAM500-0023A  
WORD FILE: LCRAM500-0023A.DOC  
SCALE: 1" = 200'  
HORIZONTAL DATUM: NAD 83/93 HARN  
VERTICAL DATUM: NAVD 88  
COMBINED SCALE FACTOR: 0.99998  
BEARING BASIS: Texas Lambert Grid, Central Zone, NAD 83/93 HARN

NUMBER	BEARING	DISTANCE
L1	N 68°56'13" E	25.8'
L2	N 68°56'13" E	25.1'
L3	S 21°03'17" E	15.1'
L4	N 68°56'13" E	2.65'
L5	N 20°40'29" W	14.99'

BAKER-AICKLEN

SURVEY PLAT TO ACCOMPANY DESCRIPTION  
PROPOSED 0.026 ACRE P.U.E.  
OUT OF THE JOHN B. ROBINSON SURVEY  
ABSTRACT NO. 521, WILLIAMSON COUNTY, TEXAS

**LCRA**  
ENERGY • WATER • COMMUNITY SERVICES

\\PROJECTS\LCRA\LIBERTY HILL\WASTEWATER\DWG\LCRAM500-0023A.dwg (PAGE 3) November 04, 2005 - 2:17pm

STATE OF TEXAS

§  
§  
§

COUNTY OF TRAVIS

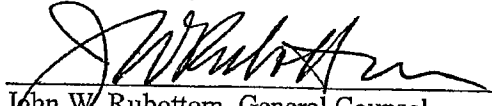
I, John W. Rubottom, hereby certify that I am the General Counsel and Assistant Secretary of the Board of Directors of the Lower Colorado River Authority (LCRA), a conservation and reclamation district, duly organized and existing under and by virtue of the public laws of the State of Texas.

I further certify that the Board of Directors of LCRA, on October 19, 2011, in a meeting posted properly in accordance with the Texas Open Meetings Act and with a quorum present and voting, by a unanimous vote of 15 to 0, adopted resolutions authorizing the general manager or her designee to negotiate and execute purchase and sale agreements for LCRA water and wastewater utility systems, including a purchase and sale agreement with the City of Liberty Hill for the Liberty Hill Wastewater System, and that such resolutions are duly recorded in the Board's minutes of the meeting.

I further certify that the attached is a true and correct copy of an excerpt (LCRA Board Minute No. 11-166) from the Board's minutes of the meeting held on October 19, 2011, and of the aforesaid resolution related to the Liberty Hill Wastewater System adopted at the meeting.

TO CERTIFY WHICH, witness my hand an official seal this 27<sup>th</sup> day of April, 2012.



  
John W. Rubottom, General Counsel  
and Assistant Secretary of the  
LCRA Board of Directors

**LCRA Board of Directors  
Minutes (excerpt)  
October 19, 2011**

\*\*\*\*\*

**11-166**        Upon motion by Director Franklin, seconded by Director McHenry, the Board, by unanimous vote of 15 to 0, adopted separate resolutions authorizing the general manager or her designee to negotiate and execute purchase and sale agreements for each of the following systems, in accordance with the resolutions, as recommended by staff:

- City of Liberty Hill for the Liberty Hill Wastewater System;
- Lakeway Barge Participants for the Lakeway Regional Raw Water System;
- City of Austin for the Glenlake Water System; and
- Whitewater Springs Water Supply Corporation for the Whitewater Springs Water System.

The resolutions are attached hereto as Exhibits Q, R, S and T, respectively.

\*\*\*\*\*

**RESOLUTION**  
LCRA Board of Directors  
October 19, 2011

**LCRA Liberty Hill Wastewater System**

WHEREAS, in November 2010, the Board directed staff to seek a buyer for LCRA's water and wastewater utility systems based on the following criteria:

- ability and commitment to provide reliable and quality utility services;
- ability to invest capital for additional and/or necessary water and wastewater utility infrastructure;
- commitment to meet applicable regulatory requirements; and
- willingness to compensate LCRA for its investment in water and wastewater utility systems.

NOW, THEREFORE BE IT RESOLVED, that the Board authorize the general manager or her designee to negotiate until November 15, 2011, and if successful, to execute a purchase and sale agreement consistent with the terms attached hereto (previously approved by the LCRA Board in March 2011) for the Liberty Hill Wastewater System from the City of Liberty Hill.

FURTHER RESOLVED, that the Board authorize the general manager or her designee to do all things necessary to accomplish the conveyance of the Liberty Hill Wastewater System to the City of Liberty Hill for which the purchase and sale agreement has been fully executed by November 15, 2011, in accordance with this Resolution.

FURTHER RESOLVED, that the Board declare the Liberty Hill Wastewater System as no longer necessary or convenient or of beneficial use to the business of LCRA, such declaration for the system to be contingent upon the closing of the sale of such system in accordance with this Resolution.

**EXHIBIT Q**

**ATTACHMENT  
TO RESOLUTION**  
LCRA Board of Directors  
October 19, 2011

**LCRA Liberty Hill Wastewater System**

Proposed Terms

City of Liberty Hill's Purchase of the Liberty Hill Wastewater System  
3/23/11

- City of Liberty Hill would pay approximately \$4.471 million for the Liberty Hill Wastewater System. The wastewater system is sold as is. Of this amount:
  - Approximately \$3.307 million in outstanding debt (trued up at closing)
  - Estimated \$62,000 in defeasance (actual amount will be paid at closing)
  - \$246,000 discounted future contribution to Public Service Fund
  - \$855,000 discounted future non-inurred debt service coverage
  - \$1,000 for costs of environmental site assessment
- Impact fees received by LCRA pending closing and not used to date will be applied toward the outstanding debt.
- All existing contracts between LCRA and developers, neighboring municipal utility districts and Chisholm Trail Special Utility District will be assigned to the City of Liberty Hill if the contracts allow for such assignment. If the contracts require consent by other parties for assignment to the City, the City will be responsible for obtaining consent from other parties to the contracts, including but not limited to Brazos River Authority, prior to closing.
- LCRA's rights to the existing LCRA-BRA-Liberty Hill wastewater CCN and wastewater permit shall be transferred to the City of Liberty Hill provided that BRA consents to the transfers; the City acknowledges that LCRA cannot transfer BRA's rights in the wastewater CCN or permit and the City must negotiate with BRA if the City desires to hold the CCN and permit exclusively.
- The City will assume responsibility for operation of the system at closing and will be solely responsible for negotiating with BRA or others in regard to operations.

**EXHIBIT Q**

**Closing Certificate  
Lower Colorado River Authority**

I, Rebecca S. Motal, in my capacity as the General Manager of the Lower Colorado River Authority ("LCRA"), do hereby certify as of the date of Closing, in connection with the Closing of the sale and transfer of Wastewater System Assets by the LCRA to the City of Liberty Hill ("City") pursuant to that certain "Purchase Agreement for the Liberty Hill Wastewater System," the Effective Date of which is November 15, 2011 ("Agreement"), as follows:

- a. That I am duly authorized to execute this Certificate and other instruments to be executed by LCRA at Closing according to the Agreement;
- b. That LCRA has full right and authority to consummate the transaction described in the Agreement;
- c. That the Agreement constitutes a valid and legally binding obligation of LCRA, and is enforceable against LCRA in accordance with its terms, subject to applicable law;
- d. That neither the execution or delivery of the Agreement nor the performance of LCRA's obligations under the Agreement violates, or will violate any contract or agreement to which LCRA is a party or by which LCRA is otherwise bound;
- e. That, other than the Required Consents set forth in Schedule 4 of Exhibit A of the Agreement (all of which have been obtained as of the date of this Certificate), there are no consents or approvals needed for LCRA to transfer the Wastewater System Assets to Liberty Hill at Closing;
- f. Except for the Facilities in the Wastewater System Assets that are located within the two tracts of land described in Exhibits A and B to this Closing Certificate (collectively, the "Cul de sac Facilities"), that LCRA has no knowledge that any Facilities in the Wastewater System Assets are located outside the Property being conveyed to City or public utility easement or public rights-of-way;
- g. Except for the notice by Joe P. Giddens Jr. of an alleged default by LCRA of a December 22, 2003, Real Estate Contract between Joan M. Giddens and Joe P. Giddens and LCRA, as amended in a May 20, 2010 letter from LCRA to Mr. and Mrs. Joe P. Giddens (the "Giddens Default Notice"), that LCRA has not received nor does it have actual knowledge and possession of any written notices alleging the occurrence of any default or alleged default under any of the contracts included in the System Assets, or any violation or alleged violation of any law, regulation, order or other requirement of any governmental authority having jurisdiction over the System Assets, or any tort or other claims relating to LCRA's ownership, operation, or disposition of the System Assets;
- h. Neither the fact that the Cul de sac Facilities are located on property on which the LCRA does not have an easement, nor the Giddens Default Notice have affected or impacted the



ability of LCRA to operate the Cul de sac Facilities or the other Wastewater System Assets prior to the effective date of this Certificate;

- i. That the Wastewater System Assets are conveyed to the City AS-IS without any representations, warranties or guarantees, save except as otherwise expressly provided in the Agreement, third-party warranties related to the System to the extent the same are assignable, and LCRA's special warranty of title contain in the Special Warranty Deed;
- j. That LCRA has not entered into any new contracts or amendment to existing contracts with third parties for design, engineering, construction and/or other similar matters related to the Facilities after the Effective Date of the Agreement; and
- k. That a certified copy of the LCRA Board resolution determining that the Wastewater System Assets are no longer necessary, convenient or of beneficial use to the business of LCRA is attached to this certificate as Exhibit C.

Each and every presentation and warranty contained in this Certificate is and continues to be true and correct and shall survive the Closing. All capitalized terms herein have the meaning ascribed to them in the Agreement. The effective date of this Certificate is May 1, 2012.

Lower Colorado River Authority:



By:

Rebecca S. Motal

Rebecca S. Motal  
General Manager

## Exhibit

Liberty Hill Regional Wastewater Study  
Giddens Tract  
0.026 Acre Tract  
Proposed P.U.E.

Page 1 of 3  
Williamson County, Texas  
Appraisal District Parcel No. R032281

### EXHIBIT "A"

#### DESCRIPTION

FOR A 0.026 ACRE (1,150 SQUARE FOOT) TRACT OF LAND SITUATED IN THE JOHN B. ROBINSON SURVEY, ABSTRACT NO. 521, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF A CALLED 43 ACRE TRACT OF LAND AS DESCRIBED IN THAT GIFT DEED TO JOE P. GIDDENS, SR. AND RECORDED IN VOLUME 2703, PG. 635 OF THE OFFICIAL RECORDS OF SAID COUNTY, AS SHOWN ON THE ACCOMPANYING SKETCH, IS MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING FOR REFERENCE at an iron rod found with "LCRA" cap for the northwest corner of a called 1.533 acre tract of land as described in that deed to the Lower Colorado River Authority and recorded in Document No. 2004002671 of the Official Records of said county, being on the east right-of-way line of U. S. Highway 183 (120 foot right-of-way width),

THENCE with the east right-of-way line of said U. S. Highway 183, N 21° 03' 17" W for a distance of 14.90 feet to an iron rod found with "LCRA" cap on the north line of a 15 foot wide public utility easement as described in that deed recorded in Document No. 2004002672 of the Official Public Records of said county;

THENCE with the north line of said 15 foot wide public utility easement, N 68° 56' 18" E for a distance of 1016.53 feet to 1/4" iron rod set with "LCRA" cap for the most westerly corner and POINT OF BEGINNING (N= 10,202,153.28', E= 3,073,490.73', NAD 83/HARN Texas Central Zone) hereof;

THENCE through the interior of said 43 acre tract, with the arc of a curve to the right, having a radius of 65.00 feet, an arc length of 104.88 feet, a central angle of 92° 27' 11", and a chord which bears, N 68° 56' 18" E for a distance of 93.87 feet to a 1/4" iron rod set with "LCRA" cap on the north line of said 15 foot wide public utility easement, for the most easterly corner hereof, from which an iron rod found with "LCRA" cap for the northeast corner of said 15 foot wide public utility easement bears, N 68° 56' 18" E for a distance of 3.22 feet;

**EXHIBIT "A"**

**DESCRIPTION**

FOR A 0.026 ACRE (1,150 SQUARE FOOT) TRACT OF LAND SITUATED IN THE JOHN B. ROBINSON SURVEY, ABSTRACT NO. 521, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF A CALLED 43 ACRE TRACT OF LAND AS DESCRIBED IN THAT GIFT DEED TO JOE P. GIDDENS, SR. AND RECORDED IN VOLUME 2703, PG. 635 OF THE OFFICIAL RECORDS OF SAID COUNTY, AS SHOWN ON THE ACCOMPANYING SKETCH, IS MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING FOR REFERENCE at an Iron rod found with "LCRA" cap for the northwest corner of a called 1.533 acre tract of land as described in that deed to the Lower Colorado River Authority and recorded in Document No. 2004002671 of the Official Records of said county, being on the east right-of-way line of U. S. Highway 183 (120 foot right-of-way width);

THENCE with the east right-of-way line of said U. S. Highway 183, N 21° 03' 17" W for a distance of 14.90 feet to an iron rod found with "LCRA" cap on the north line of a 15 foot wide public utility easement as described in that deed recorded in Document No. 2004002672 of the Official Public Records of said county;

THENCE with the north line of said 15 foot wide public utility easement, N 68° 56' 18" E for a distance of 1016.53 feet to a 1/2" iron rod set with "LCRA" cap for the most westerly corner and POINT OF BEGINNING (N= 10,202,155.28', E= 3,073,490.73', NAD 83/HARN Texas Central Zone) hereof;

THENCE through the interior of said 43 acre tract, with the arc of a curve to the right, having a radius of 65.00 feet, an arc length of 104.88 feet, a central angle of 92° 27' 11", and a chord which bears, N 68° 56' 18" E for a distance of 93.87 feet to a 1/2" iron rod set with "LCRA" cap on the north line of said 15 foot wide public utility easement, for the most easterly corner hereof, from which an iron rod found with "LCRA" cap for the northeast corner of said 15 foot wide public utility easement bears, N 68° 56' 18" E for a distance of 3.22 feet;

Liberty Hill Regional Wastewater Study  
Giddens Tract  
0.026 Acre Tract  
Proposed P.U.E.

**EXHIBIT A**  
Page 2 of 3  
Williamson County, Texas  
Appraisal District Parcel No. R032281

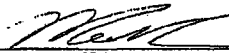
THENCE with the north line of said 15 foot wide public utility easement, S 68° 56' 18" W for a distance of 25.07 feet to a 1/2" iron rod set with "LCRA" cap for a non-tangent point of curvature hereof;

THENCE through the interior of said 43 acre tract, with the arc of a curve to the left, having a radius of 50.00 feet, an arc length of 45.25 feet, a central angle of 51° 51' 15", and a chord which bears, S 68° 56' 18" W for a distance of 43.73 feet to a 1/2" iron rod set with "LCRA" cap "LCRA" cap on the north line of said 15 foot wide public utility easement, for a point of non-tangency hereof;

THENCE with the north line of said 15 foot wide public utility easement, S 68° 56' 18" W for a distance of 25.07 feet to the POINT OF BEGINNING and containing 0.026 acre of land.

BEARING BASIS: Texas Lambert Grid Central Zone NAD 83/HARN  
WORD FILE: LCRAW60D-0022A.DOC  
ACAD: LCRAW60D-0022A.OWG

That I, Margaret A. Nolen, a Registered Professional Land Surveyor, do hereby certify that the above description and the accompanying plat is true and correct to the best of my knowledge and belief and that the property described herein was determined by a survey made on the ground during November, 2005 under my direction and supervision.

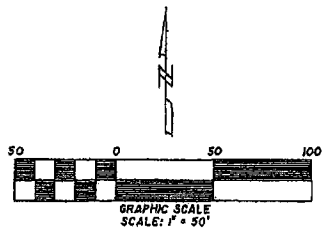
  
Margaret A. Nolen  
Registered Professional Land Surveyor No. 5589  
BAKER-AICKLEN & ASSOCIATES, INC.  
203 E. Main Street, Suite 201  
Round Rock, Texas 78664  
(512) 244-9620



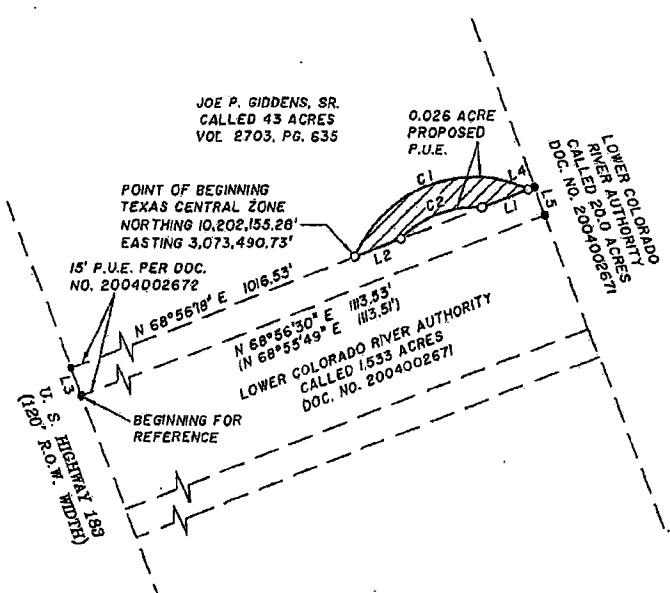
Job No: 0512-013-11  
Filename: W:\PROJECTS\LCRA\LIBERTY HILL\EASEMENTS\METES & BOUNDS\LCRAW60D-0022A.DOC

# EXHIBIT "A"

Page 3 of 3  
Williamson County, Texas  
LIBERTY HILL REGIONAL  
WASTEWATER STUDY



- LEGEND**
- IRON ROD FOUND WITH "LCRA" CAP
  - 1/2" IRON ROD SET WITH "LCRA" CAP



NUMBER	RADIUS	ARC	CEN. ANGLE	CH. BRG.	CHORD
C1	65.00'	104.88'	92°27'11"	N 68°56'18" E	93.87'
C2	50.00'	45.25'	51°51'15"	S 68°56'18" W	43.73'

ALL DISTANCES SHOWN ARE SURFACE VALUES - TO.  
COMPUTE GRID DISTANCE, MULTIPLY BY CSF OF 0.99986

DRAWN BY: MAN  
NO. NO.: 0322-3-013-11  
FIELD BOOK: RR-253  
DATE: NOV., 2003 FILE: LCRAH600-0022A  
WORD FILE: LCRAH600-0022A.DOC  
SCALE: 1" = 200'  
HORIZONTAL DATUM: NAD 83/93 HARN  
VERTICAL DATUM: NAVD 88  
COMBINED SCALE FACTOR: 0.99986  
BEARING BASIS: Texas Lambert Grid, Central Zone, NAD 83/93 HARN

NUMBER	BEARING	DISTANCE
L1	S 68°56'18" W	26.07'
L2	S 68°56'18" W	25.07'
L3	N 21°03'17" W	14.90'
L4	N 68°56'18" E	3.22'
L5	S 20°40'29" E	14.96'

BAKER-AICKLEN  
SURVEY PLAT TO ACCOMPANY DESCRIPTION  
PROPOSED 0.026 ACRE P.U.E.  
DUT OF THE JOHN B. ROBINSON SURVEY  
ABSTRACT NO. 521, WILLIAMSON COUNTY, TEXAS



\\P\PROJECTS\LCRA\LIBERTY HILL\CAAS\H\000\LCRAH600-0022A.dwg (PAGE 3) November 04, 2003 - 10:00p

**Exhibit  
B**

EXHIBIT " B "

DESCRIPTION

FOR A 0.026 ACRE (1,148 SQUARE FOOT) TRACT OF LAND SITUATED IN THE JOHN B. ROBINSON SURVEY, ABSTRACT NO. 521, IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF A CALLED 43 ACRE TRACT OF LAND AS DESCRIBED IN THAT GIFT DEED TO JOE P. GIDDENS, SR. AND RECORDED IN VOLUME 2703, PG. 635 OF THE OFFICIAL RECORDS OF SAID COUNTY, AS SHOWN ON THE ACCOMPANYING SKETCH, IS MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING FOR REFERENCE at an iron rod found with "LCRA" cap for the southwest corner of a called 1.533 acre tract of land as described in that deed to the Lower Colorado River Authority and recorded in Document No. 2004002671 of the Official Records of said county, being on the east right-of-way line of U. S. Highway 183 (120 foot right-of-way width);

THENCE with the east right-of-way line of said U. S. Highway 183, S 21° 03' 17" E for a distance of 15.11 feet to an iron rod found with "LCRA" cap on the south line of a 15 foot wide public utility easement as described in that deed recorded in Document No. 2004002672 of the Official Public Records of said county;

THENCE with the south line of said 15 foot wide public utility easement, N 68° 56' 13" E for a distance of 1016.58 feet to a 1/4" iron rod set with "LCRA" cap for the most westerly corner and POINT OF BEGINNING (N= 10,202,071.35', E= 3,073,523.09', NAD 83/HARN Texas Central Zone) hereof;

THENCE continuing with the south line of said 15 foot wide public utility easement, N 68° 56' 13" E for a distance of 25.11 feet to a 1/4" iron rod set with "LCRA" cap for a non-tangent point of curvature hereof;

THENCE through the interior of said 43 acre tract, with the arc of a curve to the left, having a radius of 50.00 feet, an arc length of 45.09 feet, a central angle of 51° 39' 54", and a chord which bears, N 68° 56' 13" E for a distance of 43.58 feet to a 1/4" iron rod set with "LCRA" cap on the south line of said 15 foot wide public utility easement, for a point of non-tangency hereof;

Liberty Hill Regional Wastewater Study  
Giddens Tract  
0.026 Acre Tract  
Proposed P.U.E.

**EXHIBIT B**

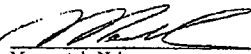
Page 2 of 3  
Williamson County, Texas  
Appraisal District Parcel No. R032281

THENCE with the south line of said 15 foot wide public utility easement, N 68° 56' 13" E for a distance of 25.11 feet to a 1/2" iron rod set with "LCRA" cap for the most easterly corner hereof, from which an iron rod found with "LCRA" cap for the southeast corner of said 15 foot wide public utility easement bears, N 68° 56' 13" E for a distance of 2.65 feet;

THENCE through the interior of said 43 acre tract, with the arc of a curve to the right, having a radius of 65.00 feet, an arc length of 104.78 feet, a central angle of 92° 21' 54", and a chord which bears, S 68° 56' 13" W for a distance of 93.80 feet to the POINT OF BEGINNING and containing 0.026 acre of land.

BEARING BASIS: Texas Lambert Grid Central Zone NAD 83/HARN  
WORD FILE: LCRAW60D-0023A.DOC  
ACAD: LCRAW60D-0023A.DWG

That I, Margaret A. Nolen, a Registered Professional Land Surveyor, do hereby certify that the above description and the accompanying plat is true and correct to the best of my knowledge and belief and that the property described herein was determined by a survey made on the ground during November, 2005 under my direction and supervision.

  
Margaret A. Nolen  
Registered Professional Land Surveyor No. 5589  
BAKER-AICKLEN & ASSOCIATES, INC.  
203 E. Main Street, Suite 201  
Round Rock, Texas 78664  
(512) 244-9620



Job No.: 05223-013-1)  
Filename: W:\PROJECTS\LCRA\LIBERTY HILL\EASEMENT\METES & BOUNDS\LCRAW60D-0023A.DOC

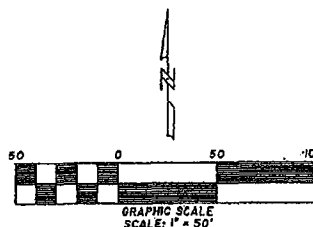


# EXHIBIT "B"

Page 3 of 3

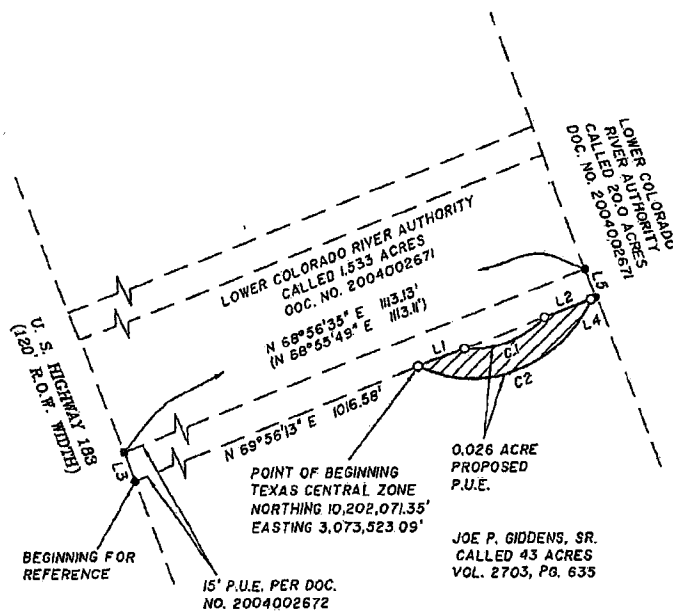
Williamson County, Texas

## LIBERTY HILL REGIONAL WASTEWATER STUDY



### LEGEND

- IRON ROD FOUND WITH "LCRA" CAP
- 1/2" IRON ROD SET WITH "LCRA" CAP



NUMBER	RADIUS	ARC	CEN. ANGLE	CH. BRG.	CHORD
C1	50.00'	45.09'	51°39'54"	N 68°56'13" E	43.58'
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ALL DISTANCES SHOWN ARE SURFACE VALUES - TO COMPUTE GRID DISTANCE, MULTIPLY BY CSF OF 0.99986

DRAWN BY: MAN  
 WO NO.: 0522-3-013-11  
 FIELD BOOK: RR-253  
 DATE: NOV. 2005 FILE: LCRAW600-0023A  
 WORD FILE: LCRAW600-0023A.DOC  
 SCALE: 1" = 200'  
 HORIZONTAL DATUM: NAD 83/93 HARN  
 VERTICAL DATUM: NAVD 88  
 COMBINED SCALE FACTOR: 0.99986  
 BEARING BASIS: Texas Lambert Grid, Central Zone, NAD 83/93 HARN

NUMBER	BEARING	DISTANCE
L1	N 68°56'13" E	23.11'
L2	N 68°56'13" E	25.11'
L3	S 21°03'17" E	15.11'
L4	N 68°56'13" E	2.65'
L5	N 20°40'29" W	14.99'

### BAKER-AICKLEN

SURVEY PLAT TO ACCOMPANY DESCRIPTION  
 PROPOSED 0.026 ACRE P.U.E.  
 OUT OF THE JOHN B. ROBINSON SURVEY  
 ABSTRACT NO. 521, WILLIAMSON COUNTY, TEXAS



\\prodjects\LCRA\LIBERTY HILL\EA\SENDER\OFFICE\LCRAW600-0023A.dwg (PAGE 3) November 04, 2005 - 1:17pm

STATE OF TEXAS       §  
                                 §  
COUNTY OF TRAVIS   §

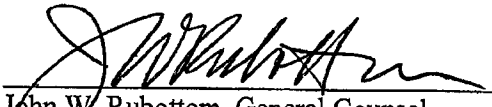
I, John W. Rubottom, hereby certify that I am the General Counsel and Assistant Secretary of the Board of Directors of the Lower Colorado River Authority (LCRA), a conservation and reclamation district, duly organized and existing under and by virtue of the public laws of the State of Texas.

I further certify that the Board of Directors of LCRA, on October 19, 2011, in a meeting posted properly in accordance with the Texas Open Meetings Act and with a quorum present and voting, by a unanimous vote of 15 to 0, adopted resolutions authorizing the general manager or her designee to negotiate and execute purchase and sale agreements for LCRA water and wastewater utility systems, including a purchase and sale agreement with the City of Liberty Hill for the Liberty Hill Wastewater System, and that such resolutions are duly recorded in the Board's minutes of the meeting.

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TO CERTIFY WHICH, witness my hand an official seal this 27<sup>th</sup> day of April, 2012.



  
John W. Rubottom, General Counsel  
and Assistant Secretary of the  
LCRA Board of Directors

**LCRA Board of Directors  
Minutes (excerpt)  
October 19, 2011**

\*\*\*\*\*

**11-166**        Upon motion by Director Franklin, seconded by Director McHenry, the Board, by unanimous vote of 15 to 0, adopted separate resolutions authorizing the general manager or her designee to negotiate and execute purchase and sale agreements for each of the following systems, in accordance with the resolutions, as recommended by staff:

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- City of Austin for the Glenlake Water System; and
- Whitewater Springs Water Supply Corporation for the Whitewater Springs Water System.

The resolutions are attached hereto as Exhibits Q, R, S and T, respectively.

\*\*\*\*\*

**RESOLUTION**  
LCRA Board of Directors  
October 19, 2011

**LCRA Liberty Hill Wastewater System**

WHEREAS, in November 2010, the Board directed staff to seek a buyer for LCRA's water and wastewater utility systems based on the following criteria:

- ability and commitment to provide reliable and quality utility services;
- ability to invest capital for additional and/or necessary water and wastewater utility infrastructure;
- commitment to meet applicable regulatory requirements; and
- willingness to compensate LCRA for its investment in water and wastewater utility systems.

NOW, THEREFORE BE IT RESOLVED, that the Board authorize the general manager or her designee to negotiate until November 15, 2011, and if successful, to execute a purchase and sale agreement consistent with the terms attached hereto (previously approved by the LCRA Board in March 2011) for the Liberty Hill Wastewater System from the City of Liberty Hill.

FURTHER RESOLVED, that the Board authorize the general manager or her designee to do all things necessary to accomplish the conveyance of the Liberty Hill Wastewater System to the City of Liberty Hill for which the purchase and sale agreement has been fully executed by November 15, 2011, in accordance with this Resolution.

FURTHER RESOLVED, that the Board declare the Liberty Hill Wastewater System as no longer necessary or convenient or of beneficial use to the business of LCRA, such declaration for the system to be contingent upon the closing of the sale of such system in accordance with this Resolution.

**EXHIBIT Q**

**ATTACHMENT  
TO RESOLUTION**  
LCRA Board of Directors  
October 19, 2011

**LCRA Liberty Hill Wastewater System**

Proposed Terms  
City of Liberty Hill's Purchase of the Liberty Hill Wastewater System  
3/23/11

- City of Liberty Hill would pay approximately \$4.471 million for the Liberty Hill Wastewater System. The wastewater system is sold as is. Of this amount:
  - Approximately \$3.307 million in outstanding debt (trued up at closing)
  - Estimated \$62,000 in defeasance (actual amount will be paid at closing)
  - \$246,000 discounted future contribution to Public Service Fund
  - \$855,000 discounted future non-inurred debt service coverage
  - \$1,000 for costs of environmental site assessment
- Impact fees received by LCRA pending closing and not used to date will be applied toward the outstanding debt.
- All existing contracts between LCRA and developers, neighboring municipal utility districts and Chisholm Trail Special Utility District will be assigned to the City of Liberty Hill if the contracts allow for such assignment. If the contracts require consent by other parties for assignment to the City, the City will be responsible for obtaining consent from other parties to the contracts, including but not limited to Brazos River Authority, prior to closing.
- LCRA's rights to the existing LCRA-BRA-Liberty Hill wastewater CCN and wastewater permit shall be transferred to the City of Liberty Hill provided that BRA consents to the transfers; the City acknowledges that LCRA cannot transfer BRA's rights in the wastewater CCN or permit and the City must negotiate with BRA if the City desires to hold the CCN and permit exclusively.
- The City will assume responsibility for operation of the system at closing and will be solely responsible for negotiating with BRA or others in regard to operations.

**EXHIBIT Q**


**Closing Certificate  
City of Liberty Hill, Texas**

I, Michele "Mike" Murphy, in my capacity as the Mayor of the City of Liberty Hill, Texas ("City"), do hereby certify as of the date of Closing, in connection with the Closing of the sale and transfer of Wastewater System Assets (as such term is defined in the Agreement, defined below) by the Lower Colorado River Authority ("LCRA") to the City pursuant to that certain "Purchase Agreement for the Liberty Hill Wastewater System," the Effective Date of which is November 15, 2011, as amended ("Agreement"), as follows:

- a. That I am duly authorized to execute this Certificate and other instruments to be executed by the City at Closing according to the Agreement;
- b. That the City has full right and authority to consummate the transaction described in the Agreement;
- c. That the Agreement constitutes a valid and legally binding obligation of the City, and is enforceable against the City in accordance with its terms, subject to applicable law; and
- d. That neither the execution or delivery of the Agreement nor the performance of the City's obligations under the Agreement violates, or will violate, any contract or agreement to which the City is a party or by which the City is otherwise bound.
- e. That a certified copy of a resolution of the City dated April 9, 2012, authorizing the City to take all necessary action to effectuate the closing on the purchase of the Wastewater System Assets from LCRA is attached to this Certificate as Exhibit A.

Each and every representation and warranty contained in this Certificate is and continues to be true and correct and shall survive the Closing. All capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Agreement.

City of Liberty Hill, Texas

By:   
Michele "Mike" Murphy  
Mayor

**Exhibit A**

**Resolution Authorizing Closing on Purchase of the Wastewater System Assets**

### CERTIFICATE OF SECRETARY

1. I, the undersigned officer of THE CITY OF LIBERTY HILL, TEXAS, hereby certify as follows:

2. The City Council of said City convened in a REGULAR MEETING ON APRIL 9, 2012, at the City Council Chamber, and the roll was called of the duly constituted officers and members of said City Council, to-wit:

Michele "Mike" Murphy	Mayor
Mike Crane,	Mayor Pro-Tem, Alderman, Place 1
Jack Harkrider	Alderman, Place 2
Byron Tippe	Alderman, Place 3
Charles Canady	Alderman, Place 4
Vacant	Alderman, Place 5
Tammy Kirk	City Secretary
Rachel Austin	Deputy City Secretary

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

**A RESOLUTION OF THE CITY OF LIBERTY HILL, TEXAS AUTHORIZING THE MAYOR, CITY MANAGER AND CITY ATTORNEY TO TAKE ALL NECESSARY AND EXPEDIENT ACTION TO EFFECTUATE THE CLOSING ON THE PURCHASE OF THE LIBERTY HILL WASTEWATER TREATMENT PLANT; PROVIDING FOR SEVERABILITY; REPEALING CONFLICTING RESOLUTIONS; AND PROVIDING AN EFFECTIVE DATE.**

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

AYES: 3

NOES: 1

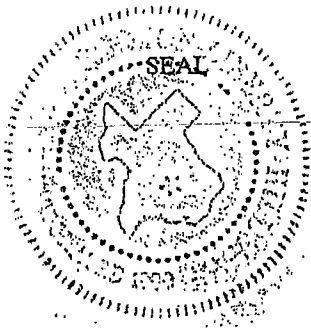
3. That a true, full and correct copy of the aforesaid Resolution adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; that the Resolution has been duly recorded in the Board's minutes of the meeting; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of the Council as indicated therein; that each of the officers and members of the Council was duly and



sufficiently notified officially and personally, in advance, of the time, place and purpose of the aforesaid meeting, and that the Resolution would be introduced and considered for adoption at the meeting, and each of the officers and members consented, in advance, to the holding of the meeting for such purpose; that the meeting was open to the public as required by law; and that public notice of the time, place and subject of the meeting was given as required by Chapter 551, Texas Government Code, and Section 49.063, Texas Water Code, as amended.

SIGNED AND SEALED on this 4<sup>th</sup> day of April, 2012.

  
Secretary, City Council



**RESOLUTION NO. \_\_\_\_\_**

A RESOLUTION OF THE CITY OF LIBERTY HILL, TEXAS AUTHORIZING THE MAYOR, CITY MANAGER AND CITY ATTORNEY TO TAKE ALL NECESSARY AND EXPEDIENT ACTION TO EFFECTUATE THE CLOSING ON THE PURCHASE OF THE LIBERTY HILL WASTEWATER TREATMENT PLANT; PROVIDING FOR SEVERABILITY; REPEALING CONFLICTING RESOLUTIONS; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, on October 24, 2011 the City of Liberty Hill, Texas unanimously authorized the execution of the purchase agreement with Lower Colorado River Authority ("LCRA") for the Liberty Hill Wastewater Treatment Plant ("Liberty Hill WWTP"); and

WHEREAS, the purchase agreement for the Liberty Hill WWTP has been executed by the City of Liberty Hill and the LCRA; and

WHEREAS, the City of Liberty Hill and the LCRA are in the process of closing on the purchase of the WWTP; and

WHEREAS, the City Council of the City of Liberty Hill has determined that in order to meet contractual obligations and close on the WWTP in a timely manner, it is prudent to authorize the Mayor, City Manager and City Attorney to take any and all necessary and expedient actions to effectuate the closing on the purchase of the WWTP;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF LIBERTY HILL, TEXAS

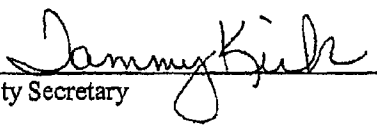
PART I. The City Council of the City of Liberty Hill, Texas authorizes the Mayor, City Manager and City Attorney to take any and all necessary and expedient actions to effectuate the closing on the purchase of the Liberty Hill WWTP.

PART II. Should any section or provision of this resolution be declared by a court of competent jurisdiction to be invalid, that decision shall not affect the validity of the resolution as a whole or any part thereof, other than the part so declared to be invalid.

PART III. This Resolution shall be effective immediately upon passage.

PASSED and APPROVED this 9<sup>th</sup> day of April, 2012.

ATTEST:

  
City Secretary

APPROVED:

  
Mayor

## CERTIFICATE OF SECRETARY

1. I, the undersigned officer of THE CITY OF LIBERTY HILL, TEXAS, hereby certify as follows:

2. The City Council of said City convened in a REGULAR MEETING ON APRIL 9, 2012, at the City Council Chamber, and the roll was called of the duly constituted officers and members of said City Council, to-wit:

Michele "Mike" Murphy	Mayor
Mike Crane,	Mayor Pro-Tem, Alderman, Place 1
Jack Harkrider	Alderman, Place 2
Byron Tippe	Alderman, Place 3
Charles Canady	Alderman, Place 4
Vacant	Alderman, Place 5
<u>Tammy Kirk</u>	<u>City Secretary</u>
Rachel Austin	Deputy City Secretary

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

**A RESOLUTION OF THE CITY OF LIBERTY HILL, TEXAS AUTHORIZING THE MAYOR, CITY MANAGER AND CITY ATTORNEY TO TAKE ALL NECESSARY AND EXPEDIENT ACTION TO EFFECTUATE THE CLOSING ON THE PURCHASE OF THE LIBERTY HILL WASTEWATER TREATMENT PLANT; PROVIDING FOR SEVERABILITY; REPEALING CONFLICTING RESOLUTIONS; AND PROVIDING AN EFFECTIVE DATE.**

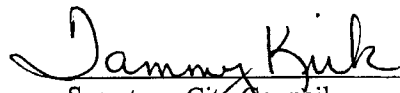
was introduced for the consideration of the Board. It was then duly moved and seconded that the Resolution be adopted; and, after due discussion, the motion, carrying with it the adoption of the Resolution, prevailed and carried by the following vote:

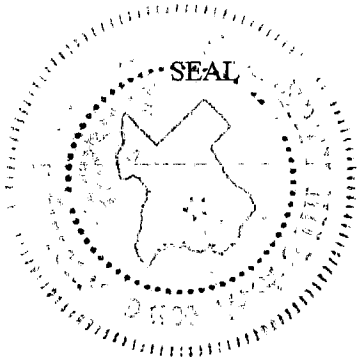
AYES: 3  
NOES: 1

3. That a true, full and correct copy of the aforesaid Resolution adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; that the Resolution has been duly recorded in the Board's minutes of the meeting; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of the Council as indicated therein; that each of the officers and members of the Council was duly and

sufficiently notified officially and personally, in advance, of the time, place and purpose of the aforesaid meeting, and that the Resolution would be introduced and considered for adoption at the meeting, and each of the officers and members consented, in advance, to the holding of the meeting for such purpose; that the meeting was open to the public as required by law; and that public notice of the time, place and subject of the meeting was given as required by Chapter 551, Texas Government Code, and Section 49.063, Texas Water Code, as amended.

SIGNED AND SEALED on this 9<sup>th</sup> day of April, 2012.

  
Secretary, City Council



**RESOLUTION NO. 12-R-08**

A RESOLUTION OF THE CITY OF LIBERTY HILL, TEXAS AUTHORIZING THE MAYOR, CITY MANAGER AND CITY ATTORNEY TO TAKE ALL NECESSARY AND EXPEDIENT ACTION TO EFFECTUATE THE CLOSING ON THE PURCHASE OF THE LIBERTY HILL WASTEWATER TREATMENT PLANT; PROVIDING FOR SEVERABILITY; REPEALING CONFLICTING RESOLUTIONS; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, on October 24, 2011 the City of Liberty Hill, Texas unanimously authorized the execution of the purchase agreement with Lower Colorado River Authority ("LCRA") for the Liberty Hill Wastewater Treatment Plant ("Liberty Hill WWTP"); and

WHEREAS, the purchase agreement for the Liberty Hill WWTP has been executed by the City of Liberty Hill and the LCRA; and

WHEREAS, the City of Liberty Hill and the LCRA are in the process of closing on the purchase of the WWTP; and

WHEREAS, the City Council of the City of Liberty Hill has determined that in order to meet contractual obligations and close on the WWTP in a timely manner, it is prudent to authorize the Mayor, City Manager and City Attorney to take any and all necessary and expedient actions to effectuate the closing on the purchase of the WWTP;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF LIBERTY HILL, TEXAS

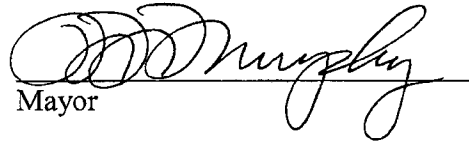
PART I. The City Council of the City of Liberty Hill, Texas authorizes the Mayor, City Manager and City Attorney to take any and all necessary and expedient actions to effectuate the closing on the purchase of the Liberty Hill WWTP.

PART II. Should any section or provision of this resolution be declared by a court of competent jurisdiction to be invalid, that decision shall not affect the validity of the resolution as a whole or any part thereof, other than the part so declared to be invalid.

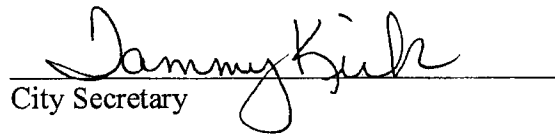
PART III. This Resolution shall be effective immediately upon passage.

PASSED and APPROVED this 9th day of April, 2012.

APPROVED:

  
Mayor

ATTEST:

  
City Secretary