

Joyce Hudman  
County Clerk  
Brazoria County, Texas

## NOTICE OF MEETING

### BRAZORIA COUNTY TOLL ROAD AUTHORITY OF BRAZORIA COUNTY, TEXAS

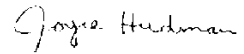
Notice is hereby given that the Board of Directors of the Brazoria County Toll Road Authority (BCTRA) of Brazoria County, Texas will hold a Meeting, open to the public, at 4:00pm on, **Thursday, February 23, 2023 at the Brazoria County Engineer Conference Room, 2<sup>nd</sup> Floor, County Courthouse Annex, 451 N. Velasco Street, Angleton, Texas 77515.** At said meeting, the Board of Directors will deliberate, discuss, consider, and/or take final action on any, or all, of the following matters:

#### AGENDA

- I. **Call to Order**
- II. **Roll Call**
- III. **Approve Minutes**
- IV. **Public Appearances**

During the Public Comment section of the meeting, each individual will be allowed five (5) minutes to speak on a given item and time will be determined by a designee of the Board. Minutes run consecutively and cannot be broken into separate speaking periods; unused minutes cannot be passed/given to another speaker or used on another item. Speakers who require the assistance of a translator will be given 10 minutes if simultaneous translation equipment that allows the body to hear the translated public testimony simultaneously is not used.

- V. **New Business:**
  - A. Discussion and possible action regarding the Payment of Bills.  
**Resolution No. R2023-4**
  - B. Discussion and possible action regarding FY 2022 Audit Report.  
**Resolution No. R2023-5**
  - C. Discussion and possible action regarding engagement letter for FY 2023 Audit Services. **Resolution No. R2023-6**
  - D. Discussion and possible action regarding the HB 803 report. **Resolution No. R2023-7**
  - E. Discussion and possible action regarding engagement letter for legal services with Greenberg Traurig LLP, said engagement letter includes a contingent fee payment



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provision for services rendered in connection with the issuance of bonds or other obligations. In addition, discussion and possible action regarding written findings pursuant to Section 2254.1036(b) of the Government Code. Notice of said engagement letter is posted with the agenda in accordance with Section 2254 of the Government Code. **Resolution No. R2023-8**

- F. Discussion and possible action regarding termination of letter of engagement for legal services with Orrick, Herrington & Sutcliffe LLP. **Resolution No. R2023-9**
- G. Discussion and possible action regarding Agreement for Financial Services with Estrada Hinojosa & Company, Inc. **Resolution No. R2023-10**
- H. Discussion and possible action regarding the Public Information Act. **Resolution No. R2023-11**
- I. Discussion regarding Toll Rate Setting Policy.


**VI. Reports**

- A. 2023 Legislative Session Report
- B. Treasurer's Financial Report
- C. Program Management & Engineering Report regarding Maintenance, Construction & Extension
- D. Operation Manager Report regarding Transactions and Texas 811

**VII. Announcements**

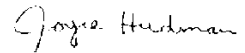
**VIII. Requests for Future Agenda Items**

**IX. Adjourn**

  
Stephanie Lucas

The Brazoria County Toll Road Authority is committed to the compliance of the Americans with Disabilities Act (ADA). Reasonable accommodations and equal opportunity for effective communications will be provided upon request. If accommodations are required, please contact the **Office of the County Engineer (979) 864-1265** at least 24 hours in advance of this meeting.

PLEASE NOTE: AGENDA ITEMS MAY NOT NECESSARILY BE PRESENTED IN THE ORDER THEY ARE POSTED ON THIS NOTICE.



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## PUBLIC NOTICE

At its meeting to be held at the Brazoria County Engineer Conference Room, 2<sup>nd</sup> Floor, County Courthouse Annex, 451 N. Velasco Street, Angleton, Texas 77515 on February 23, 2023, at 4:00 p.m., the governing body of the Brazoria County Toll Road Authority (the "Issuer") will consider engaging Greenberg Traurig LLP ("GT") as special outside counsel and bond counsel pursuant to an engagement letter which includes, among other things, legal services relating to the issuance of bonds or other obligations of the Issuer ("Bonds").

Pursuant to Section 2254.1036, Texas Government Code, the following written notice is given to the public:

1. The reason for pursuing issuance of Bonds (the matter that is one of the subjects of the legal services for which GT would be retained) from time to time is to finance one or more projects or infrastructure improvements of the Issuer or for the purpose of refunding outstanding bonds or other obligations of the Issuer. The Issuer desires that any Bonds issued from time to time be done so in accordance with applicable state, federal tax and securities laws.
2. GT is a nationally recognized bond counsel firm specializing in the field of municipal finance law, and it is one of the largest law firms in the nation with a municipal finance practice. The municipal finance attorneys at GT have advised thousands of clients on state law requirements and federal securities and tax matters in connection with the issuance of bonds and otherwise.
3. Certain municipal finance attorneys at GT have an existing relationship with approximately 10 year's experience as Issuer's bond counsel prior to joining GT in 2023.
4. The Issuer does not have attorneys and/or supporting personnel who can perform this type of specialized legal work with experience in applicable state, federal tax and securities laws relating to the issuance of municipal bonds.
5. The Issuer cannot reasonably engage attorneys for bond counsel services under hourly fee contracts without contingency because then the Issuer would have to pay such counsel fees from the Issuer's general funds or, if any, other legally available funds, regardless of whether the Bonds are successfully issued, and such funds are limited and needed for other uses.
6. Contingency fee payment arrangements for bond counsel services are typical in the municipal finance industry and would be in the best interest of the residents of the Issuer because the fees are fixed and only become due and payable when, and if, Bonds are successfully issued.