

RESOLUTION AND ORDER NO. 02-19-925

OF THE BOARD OF DIRECTORS OF THE EDWARDS AQUIFER AUTHORITY APPROVING THE THIRD AND FINAL ONE-YEAR RENEWAL AND EXTENSION OF THE BANK DEPOSITORY SERVICES AGREEMENT WITH BBVA COMPASS BANK FOR THE PERIOD EXTENDING FROM MARCH 1, 2019 THROUGH FEBRUARY 28, 2020, AND AUTHORIZING THE GENERAL MANAGER TO EXECUTE THE DOCUMENTS NECESSARY TO EFFECTUATE THE FINAL RENEWAL AND EXTENSION OF THE AGREEMENT.

WHEREAS, the Edwards Aquifer Authority ("EAA") was created by the Edwards Aquifer Authority Act of May 30, 1993, 73<sup>rd</sup> Leg., R.S., ch. 626, 1993 Tex. Gen. Laws 2350, as amended ("Act"); and

WHEREAS, under Section 1.02 of the Act, the EAA is a conservation and reclamation district created by virtue of Article XVI, Section 59 of the Texas Constitution, and is a governmental agency and body politic and corporate vested with the full authority to exercise the powers and to perform the functions specified in the Act; and

WHEREAS, under Section 1.08(a) of the Act, the EAA has all the powers, rights, and privileges necessary to manage, conserve, preserve, and protect the Edwards Aquifer ("Aquifer") and to increase the recharge of, and prevent the waste or pollution of water in, the Aquifer; and

WHEREAS, pursuant to Section 1.11(d)(2) of the Act, the EAA may enter into contracts; and

WHEREAS, pursuant to Sections 36.155 and 49.156, Texas Water Code, and Section 9.10(d) of the Bylaws of the EAA, the EAA may designate a central depository for its funds; and

WHEREAS, on February 10, 2015, the Board of Directors ("Board") of the EAA approved the "Bank Depository Services Agreement" ("Agreement") between the EAA and BBVA Compass Bank to be effective March 1, 2015, for depository services relative to the EAA's funds for the two-year period beginning March 1, 2015, and ending February 28, 2017; and

WHEREAS, Section 1 of the Agreement authorizes three options to renew and extend the Agreement for additional one-year periods; and

WHEREAS, EAA staff is satisfied with the services provided by BBVA Compass Bank and, in accordance with Section 1 of the Agreement, desires to exercise its right to renew and extend the Agreement and its depository relationship with BBVA Compass Bank for an additional final one-year period; and

WHEREAS, this renewal and extension is the third and final renewal and extension provided for under the Agreement; and

WHEREAS, on January 22, 2019, the Finance/Administrative Committee voted to recommend that the EAA Board adopt a resolution and order approving a third and final one-year renewal and extension of the Agreement with BBVA Compass Bank to continue to provide depository bank services for the period extending from March 1, 2019, and ending February 28, 2020, and authorizing the General Manager to execute the documents necessary to effectuate the final renewal and extension of the Agreement; and

WHEREAS, the original Agreement, and the renewal and extension documents for the Agreement, were reviewed by EAA legal counsel prior to Board approval; and

WHEREAS, a regular meeting of the Board was held on February 12, 2019, at 3:00 p.m., notice of public meeting having been duly and properly posted in accordance with Chapter 551, Texas Government Code; and

WHEREAS, an agenda item was duly listed in the notice of public meeting that is the subject of this Resolution and Order; and

WHEREAS, a majority of the Directors of the Board were present and constituted a quorum of the Board; and

WHEREAS, the Board duly considered the Agenda Item that is the subject of this Resolution and Order; and

WHEREAS, a vote of the majority of the quorum of the Board present passed on, voted in favor of, and adopted the following Resolution and Order; and

WHEREAS, it is in the public interest that the EAA have central depository banking services for the management of the EAA's public funds.

NOW, THEREFORE, BE IT RESOLVED AND ORDERED BY THE BOARD OF DIRECTORS OF THE EDWARDS AQUIFER AUTHORITY THAT:

- Section 1. The recitals set out above are found to be true and correct, and they are hereby adopted by the Board of Directors and are made a part of this Resolution and Order for all purposes.
- Section 2. The Board of Directors hereby approves the renewal and extension of the Agreement with BBVA Compass Bank for an additional one-year period, being the third and final renewal and extension authorized under the original Agreement, to continue to provide central depository services for the period extending from March 1, 2019 through February 28, 2020.

Section 3. The General Manager is authorized to execute and deliver the documents necessary to effectuate the final renewal and extension of the Agreement attached hereto under the same terms as the original Agreement.

Section 4. This Resolution and Order shall become effective from and after its adoption.


PASSED AND APPROVED BY THE BOARD OF DIRECTORS OF THE EDWARDS  
AQUIFER AUTHORITY THIS 12<sup>TH</sup> DAY OF FEBRUARY 2019.

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Luana Buckner  
Chairman of the Board

ATTEST:

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Enrique P. Valdivia  
Secretary, Board of Directors

APPROVED AS TO FORM

  
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Darcy Alan Frownfelter  
General Counsel