

**Minutes of the Juban Crossing Community Development District
Livingston, Louisiana
April 25, 2024**

The Livingston Parish Council met as the Board of Supervisors of the Juban Crossing Community Development District being duly called, advertised and convened at its regular meeting place, the Parish Council Chambers, Governmental Building, 20355 Government Boulevard, Livingston, Louisiana, on Thursday, April 25, 2024, at the hour of five forty-five (5:45) p.m. with the following members present:

Billy Taylor	Lonnie Watts
Erin Sandefur	John Mangus
Joseph "Joe" Erdey	Dean Coates
Ricky Goff	Ryan Chavers

John Wascom

The chair called the meeting to order meeting as the Board of Supervisors of Juban Crossing Community Development District.

The chair addressed agenda item number 3 and called upon Mr. Jim Ryan, the Parish of Livingston's Financial Advisor. Mr. Ryan greeted the members of the District and was available to answer questions.

The chair read the summary of the resolution and asked for a motion to adopt the resolution as follows:

RESOLUTION NO. JCCDD2024-003

**JUBAN CROSSING COMMUNITY DEVELOPMENT DISTRICT,
PARISH OF LIVINGSTON, STATE OF LOUISIANA**

The following resolution was offered by John Mangus and seconded by Lonnie Watts:

A RESOLUTION AUTHORIZING THE JUBAN CROSSING COMMUNITY DEVELOPMENT DISTRICT, PARISH OF LIVINGSTON, STATE OF LOUISIANA (THE "DISTRICT") TO ISSUE NOT TO EXCEED THIRTY MILLION DOLLARS (\$30,000,000) REVENUE AND SPECIAL ASSESSMENTS REVENUE BONDS, IN ONE OR MORE SERIES, MAKING APPLICATION TO THE LOUISIANA STATE BOND COMMISSION; AND OTHERWISE PROVIDING WITH RESPECT THERETO.

WHEREAS, Juban Crossing Community Development District, Parish of Livingston, State of Louisiana (the "**District**" or "**Issuer**") is a Community Development District organized and existing under the provisions of Chapter 27-B of Title 33 of the Louisiana Revised Statutes of 1950, as amended, specifically La. R.S. 33:9039.11 through 9039.37, inclusive (the "**CDD Act**"), and pursuant to an Ordinance duly adopted by the Parish Council, acting as the governing authority, of the Parish of Livingston, State of Louisiana on December 28, 2006, and effective thereon (the "**CDD Ordinance**"), which District is comprised of and includes all of the immovable property situated within the described boundaries described in the CDD Ordinance; and

WHEREAS, pursuant to the provisions of the CDD Act, the District is authorized to finance, fund, plan, establish, acquire, construct or reconstruct, enlarge, extend, equip, operate and maintain systems, facilities and basic infrastructure for the following: (i) surface water management and control systems, (ii) water distribution and transmission and wastewater collection and transmission facilities, (iii) roadwork, (iv) related incidental costs (including assessment prepayments on transferred property), (v) financing up to thirty-six (36) months of capitalized interest on the Bonds (as hereinafter defined), (vi) funding a reserve for the Bonds, if required, and (vii) paying the issuance costs thereof; and

WHEREAS, the District is authorized by the CDD Act to levy and collect non ad valorem special assessments against all immovable property situated in the District that is subject to assessment as a result of the Project (as defined herein) to finance, fund, plan, establish, acquire, construct or reconstruct, enlarge, extend, equip, operate and maintain systems, facilities and basic infrastructure for the District ("**Special Assessment Revenues**"); and

WHEREAS, this Board of Supervisors (the "**Board**"), acting as the governing authority, of the District has found and determined that it is beneficial that the District undertake, in one or more phases, including, but not limited to, the acquisition and construction of certain water and wastewater facilities, a surface water management system, roadway improvements, and landscaping, pursuant to the CDD Act for the special benefit of immovable property located in the plane of residential development within of the District, as set forth on the plats of record thereof (the "**Development Lots**"); and

WHEREAS, this Board desires to authorize the issuance of not exceeding Thirty Million Dollars (\$30,000,000) of Revenue and Special Assessment Bonds, in one or more series (the "**Bonds**") for the purposes of: (i) financing the acquisition and construction costs of surface water management and control systems, water distribution and transmission and wastewater collection and transmission facilities, roadwork, related incidental costs related to the Development Lots, (ii) paying capitalized interest on the Bonds, if necessary; (iii) funding a debt service reserve fund or paying the cost of a debt service reserve policy, if necessary; and (iv) paying the costs of issuing the Bonds, including the cost of bond insurance, if necessary (collectively, the "**Project**"); and

WHEREAS, the Bonds will be special and limited obligations of the Issuer secured by and payable solely from: (i) the revenues generated from the sale of the Development Lots (the "**Revenues**"); and (ii) the Special Assessment Revenues collected yearly from the Development Lots (together, the "**Pledged Revenues**"); and

WHEREAS, this Board now desires to make formal application to Louisiana State Bond Commission ("**Bond Commission**") for approval of the Bonds and further to employ bond counsel and other financing professional in connection therewith.

NOW, THEREFORE, BE IT RESOLVED by the Board of the District, that:

SECTION 1. Preliminary Approval of the Bonds. Preliminary approval is given to the issuance of the Bonds in the name of the District pursuant to the CDD Act and other constitutional and statutory authority, for the purposes of the Project. The Bonds shall bear interest at a rate or rates not to exceed eight percent (8%) per annum and shall mature over a period not exceeding thirty-five (35) years from the date of delivery. The Bonds shall be issued in fully registered form, shall be sold to the purchaser thereof at a price of not less than par, plus accrued interest, if any, and shall have such additional terms and provisions as may be determined by this Board.

In accordance with Section 9039.27 of the District Act, the Bonds will be limited obligations of the District payable solely from and secured by the Pledged Revenues, all in accordance with the provisions of a trust indenture (the "**Indenture**") to be executed by the District and the trustee named therein. The Bonds will not constitute a debt, liability or pledge of Livingston Parish (the "**Parish**"), or the State of Louisiana (the "**State**"), or any political subdivision thereof, and neither the Parish, the State nor any political subdivision thereof shall be

obligated to pay the Bonds, the interest thereon or any other costs incidental thereto. The Bonds shall contain a statement on their face substantially to this effect.

SECTION 2. State Bond Commission Application. Application is hereby formally made by the Issuer to the State Bond Commission for consent and authority to issue, sell and deliver the Bonds. A certified copy of this Resolution shall be forwarded to the State Bond Commission, together with a letter requesting prompt consideration and approval of this application.

SECTION 3. State Bond Commission Swap Policy. By virtue of applicants/issuer's application for, acceptance and utilization of the benefits of the Louisiana State Bond Commission's approval(s) resolved and set forth herein, it resolves that it understands and agrees that such approval(s) are expressly conditioned upon, and it further resolves that it understands, agrees and binds itself, its successors and assigns to, full and continuing compliance with the "State Bond Commission Policy on Approval of Proposed Use of Swaps, or other forms of Derivative Products Hedges, Etc." adopted by the Commission on July 20, 2006, as to the borrowing(s) and other matter(s) subject to the approval(s), including subsequent application and approval under said Policy of the implementation or use of any swap(s) or other product(s) or enhancement(s) covered thereby.

SECTION 4. Authorization. The Chairman, Vice Chairman, or Secretary Director (each a "**Responsible Officer**") of the Board are hereby authorized, empowered and directed, for and on behalf of the Board, to take any and all further action and to execute any and all documents, instruments, writings and certificates as may be necessary to carry out the purposes of this resolution and to file, on behalf of the Board, with any governmental board or entity having jurisdiction over the Bonds or the Project, such applications or requests for approval thereof as may be required by law.

SECTION 5. Bond Counsel. It is recognized, found and determined that a real necessity exists for the employment of Bond Counsel in connection with the issuance of the Bonds; accordingly, Boles Shafto, LLC is hereby employed as "Bond Counsel" to perform comprehensive, legal and coordinate professional work with respect to the issuance and sale of the Bonds. Bond Counsel shall (i) prepare and submit to the Issuer for adoption all of the proceedings incidental to the authorization, issuance, sale and delivery of the Bonds; (ii) counsel and advise the Issuer with respect to the issuance and sale of the Bonds; and (iii) furnish their opinion covering the legality of the issuance thereof. The fee to be paid Bond Counsel shall be an amount less than the Attorney General's then current Bond Counsel Fee Schedule and other guidelines for comprehensive, legal and coordinate professional work in the issuance of revenue bonds applied to the actual aggregate principal amount issued, sold, delivered and paid for at the time the Bonds are delivered, together with reimbursement of out-of-pocket expenses incurred and advanced in connection with the issuance of the Bonds, said fee to be payable out of Bonds proceeds or other funds provided by the Issuer subject to the Attorney General's written approval of said employment and fee.

SECTION 6. Issuer Counsel. Fayard & Honeycutt, APC, is hereby appointed as Issuer counsel ("**Issuer Counsel**") in connection with the issuance of the Bonds. The fee to be paid to Issuer Counsel will be subsequently approved by this Board and paid from the proceeds of the Bonds, contingent upon issuance of the Bonds.

SECTION 7. Municipal Advisor. Government Consultants of Louisiana, Inc. of Baton Rouge, Louisiana is hereby appointed and employed as municipal advisor (the "**Municipal Advisor**") in connection with the Bonds, any compensation to be subsequently approved by the District and to be paid from the proceeds of the Bonds, contingent upon issuance of the Bonds.

SECTION 8. Underwriter / Placement Agent. If it is found and determined that a necessity exists for the employment of underwriters or placement agents ("**Underwriters**") in connection with the issuance of the Bonds. Oppenheimer and Co., Inc. and Huntington Bank are hereby appointed as Underwriters in connection with the issuance of the Bonds. Any compensation to the Underwriters is to be paid from the proceeds of the Bonds and is contingent upon issuance, sale and delivery of the Bonds; and all costs incurred by the Underwriters in conjunction with the issuance, sale and delivery of the Bonds must be reasonable and approved by this Board.

SECTION 9. Bond Purchase Agreement / Commitment Letter. A Responsible Officer of this Board is authorized to execute and deliver to the Underwriters, or such other purchasers of the Bonds as the case may be, a bond purchase agreement, commitment letter, or such other document evidencing the intent to purchase the Bonds as the case may be, if deemed necessary upon advice of Bond Counsel.

SECTION 10. Authority to Proceed. This Board hereby authorizes and directs Bond Counsel, Issuer Counsel and the Municipal Advisor to proceed with the preparation of all necessary and appropriate financing documents and to file drafts of said financing documents with the State Bond Commission in accordance with its Rules.

SECTION 11. Other Professionals. Should it be necessary to engage other professionals, the Authorized Representative shall be authorized to engage such professionals provided the contracts employing such professionals shall be promptly submitted to this Board.

SECTION 12. Electronic Signatures. This Board consents and agrees to the execution of documents by electronic signature in accordance with the Louisiana Uniform Electronic Transactions Act (La. R.S. 9:2601, et. seq.), and electronically executed documents are deemed binding and legal on all parties to the extent allowed by the provisions of that act.

SECTION 13. Declaration of Official Intent. Prior to the delivery of the Bonds, the Board anticipates that it may pay a portion of the costs of the Project from available funds subsequent to the date which is sixty (60) days prior to the date hereof. Upon the issuance of the Bonds, the Issuer reasonably expects to reimburse any such expenditures of other available funds from a portion of the proceeds of the Bonds. Any such allocation of proceeds of the Bonds for reimbursement will be with respect to capital expenditures (as defined in Reg. 1.150-1(b)) and will be made upon the delivery of the Bonds and not later than eighteen (18) months after the later of (i) the date such expenditure was paid or (ii) the date on which the Project was placed in service (but in no event no more than three (3) years after the date of the original expenditure of such monies). This Section is intended to be a declaration of official intent within the meaning of Reg. 1.150-2.

SECTION 14. Effective Date. This Resolution shall become effective immediately upon adoption hereof.

This resolution having been submitted to a vote, the vote thereon was as follows:

YEAS: MR. TAYLOR, MR. WATTS, MR. CHAVERS, MS. SANDEFUR, MR. ERDEY,
MR. GOFF, MR. WASCOM, MR. COATES, MR. MANGUS

NAYS: NONE

ABSTAIN: NONE

ABSENT: NONE

WHEREUPON, this resolution was declared adopted on this the 25th day of April, 2024.

/s/ John Wascom

John Wascom, Chairman

Attest:

/s/ Sandy C. Teal

Sandy C. Teal, Parish Clerk

The chair recognized a representative of management from Movie Tavern located at 9998 Crossing Way, Denham Springs, Louisiana 70726.

The representative introduced himself to the Board of Supervisors of Juban Crossing Community Development District and explained his attendance at this meeting. He wished to share an exciting upcoming event that would be taking place on Friday, May 3, 2024 at the Juban Crossing Movie Tavern. He advised that the 25th Anniversary of “Star Wars: The Phantom Menace” would be celebrated with a re-release of the movie.

He acknowledged that Councilman John Mangus would be there to share in the celebration and he planned to participate in costume from prior promotional work that he had done for the movie with Lucasfilm.

The chair asked if there were any other business to transact for the Juban Crossing Community Development District.

Having no other business to conduct, the chair called for a motion to adjourn.

LPR NO. JCCDD2024-004

MOTION was offered by Billy Taylor and duly seconded by Joseph “Joe” Erdey to adjourn the April 25, 2024 meeting of the Board of Supervisors of Juban Crossing Community Development District.

Upon being submitted to a vote, the vote thereon was as follows:

YEAS: MR. TAYLOR, MR. WATTS, MR. CHAVERS, MS. SANDEFUR, MR. ERDEY,
MR. GOFF, MR. WASCOM, MR. COATES, MR. MANGUS

NAYS: NONE

ABSTAIN: NONE

ABSENT: NONE

WHEREUPON, this resolution was declared to be adopted on the 25th day of April, 2024.

/s/ Sandy C. Teal

Parish Clerk

/s/ John Wascom

Council Chairman