

IN THE OPINION OF BOND COUNSEL, INTEREST ON THE BONDS IS EXCLUDABLE FROM GROSS INCOME FOR FEDERAL INCOME TAX PURPOSES UNDER EXISTING LAW AND INTEREST ON THE BONDS IS NOT INCLUDABLE IN THE ALTERNATIVE MINIMUM TAXABLE INCOME OF INDIVIDUALS OR CORPORATIONS, EXCEPT FOR CERTAIN ALTERNATIVE MINIMUM TAX CONSEQUENCES FOR CORPORATIONS. SEE "TAX MATTERS" FOR A DISCUSSION OF BOND COUNSEL'S OPINION.

The District will designate the Bonds as "Qualified Tax-Exempt Obligations" for financial institutions. See "TAX MATTERS—Qualified Tax-Exempt Obligations for Financial Institutions" herein.

NEW ISSUE—BOOK-ENTRY ONLY

CUSIP No. 260655

RATINGS: Underlying "A2" Moody's
See "MUNICIPAL BOND RATING" herein

\$5,560,000

DOWDELL PUBLIC UTILITY DISTRICT

(A political subdivision of the State of Texas, located in Harris County, Texas)

UNLIMITED TAX BONDS

SERIES 2025

Dated: December 1, 2025

Due: September 1 (as shown below)

Interest on the \$5,560,000 Unlimited Tax Bonds, Series 2025 (the "Bonds" or the "Series 2025 Bonds") will accrue from December 1, 2025, and will be payable on March 1 and September 1 of each year, commencing March 1, 2026. The definitive Bonds will be initially registered and delivered only to Cede & Co., the nominee of The Depository Trust Company ("DTC"), pursuant to the Book-Entry-Only System described herein. Beneficial ownership of the Bonds may be acquired in denominations of \$5,000 or integral multiples thereof. No physical delivery of the Bonds will be made to the owners thereof. Principal of, premium, if any, and interest on the Bonds will be payable by the Paying Agent/Registrar to Cede & Co., which will make distribution of the amounts so paid to the participating members of DTC for subsequent payment to the beneficial owners of the Bonds. See "BOOK-ENTRY-ONLY SYSTEM" herein. The initial Paying Agent/Registrar is The Bank of New York Mellon Trust Company, N.A., Houston, Texas. See "THE BONDS."

MATURITIES, AMOUNTS, INTEREST RATES AND PRICES

<u>Principal Amount</u>	<u>Maturity</u>	<u>Interest Rate</u>	<u>Yield to Maturity (a)</u>	<u>Principal Amount</u>	<u>Maturity</u>	<u>Interest Rate</u>	<u>Yield to Maturity (a)</u>
\$100,000	2028	%	%	\$200,000	2042(b)	%	%
\$105,000	2029	%	%	\$210,000	2043(b)	%	%
\$110,000	2030	%	%	\$220,000	2044(b)	%	%
\$120,000	2031(b)	%	%	\$235,000	2045(b)	%	%
\$125,000	2032(b)	%	%	\$245,000	2046(b)	%	%
\$130,000	2033(b)	%	%	\$255,000	2047(b)	%	%
\$135,000	2034(b)	%	%	\$270,000	2048(b)	%	%
\$145,000	2035(b)	%	%	\$285,000	2049(b)	%	%
\$150,000	2036(b)	%	%	\$300,000	2050(b)	%	%
\$160,000	2037(b)	%	%	\$310,000	2051(b)	%	%
\$165,000	2038(b)	%	%	\$330,000	2052(b)	%	%
\$175,000	2039(b)	%	%	\$345,000	2053(b)	%	%
\$185,000	2040(b)	%	%	\$360,000	2054(b)	%	%
\$190,000	2041(b)	%	%				

- (a) The initial reoffering yields are established by and are the sole responsibility of the Underwriter (hereinafter defined) and may be subsequently changed.
- (b) The Bonds maturing on or after September 1, 2031, are subject to redemption in whole or from time to time in part, at the option of the District (hereinafter defined), on September 1, 2030, or on any date thereafter, at a price equal to the par value thereof plus accrued interest from the most recent interest payment date to the date fixed for redemption. If fewer than all of the Bonds within any one maturity are redeemed, the Bonds to be redeemed shall be selected, on behalf of the District, by the Paying Agent/Registrar, in its capacity as Registrar, by lot or other customary method, in integral multiples of \$5,000 in any one maturity. See "THE BONDS—Optional Redemption."

The proceeds of the Bonds will be used by Dowdell Public Utility District (the "District") to: (1) finance costs associated with the reimbursement to certain developers for funds previously advanced on behalf of the District; (2) fund certain developer interest costs as approved by the TCEQ; (3) to fund certain District central water and sewer facilities; (4) to fund approximately 6 months of interest on the Bonds; and (5) pay issuance and administrative expenses associated with the sale of the Bonds. See "USE OF BOND PROCEEDS." The Bonds, when issued, will constitute valid and binding obligations of the District and will be payable from the proceeds of a continuing direct annual ad valorem tax, without legal limitation as to rate or amount, levied against all taxable property within the District. See "THE BONDS – Sources of and Security for Payment." The Bonds are obligations solely of the District and are not obligations of the State of Texas, Harris County, the City of Houston, or any entity other than the District. Neither the faith and credit nor the taxing power of the State of Texas, Harris County, or the City of Houston, is pledged to the payment of the principal of or interest on the Bonds. **The Bonds are subject to certain investment considerations described under the caption "RISK FACTORS."**

The Bonds are offered when, as and if issued by the District, subject to approval by the Attorney General of Texas and the approval of certain legal matters by Roach Goodall PLLC, The Woodlands, Texas, Bond Counsel. Certain matters will be passed on for the District by Norton Rose Fulbright US LLP, as Disclosure Counsel, Houston, Texas. Delivery of the Bonds is expected through the facilities of DTC on or about December 18, 2025.

Bids Due: Thursday, November 20, 2025 at 9:00 A.M. Houston Time

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USE OF INFORMATION IN OFFICIAL STATEMENT

For purposes of compliance with Rule 15c2-12 of the United States Securities and Exchange Commission, as amended ("Rule 15c2-12" or the "Rule"), this Preliminary Official Statement constitutes an "official statement" of the District with respect to the Bonds that has been deemed "final" by the District as of its date except for the omission of no more than the information permitted by Rule 15c2-12.

No dealer, broker, salesman or other person has been authorized to give any information or to make any representations other than those contained in this Official Statement and, if given or made, such other information or representations must not be relied upon as having been authorized by the District.

This Official Statement is not to be used in connection with an offer to sell or the solicitation of an offer to buy in any state in which such offer or solicitation is not authorized or in which the person making such offer or solicitation is not registered or qualified to do so or to any person to whom it is unlawful to make such offer or solicitation.

All of the summaries of the statutes, resolutions, contracts, audited financial statements, engineering, and other related reports set forth in this Official Statement are made subject to all of the provisions of such documents. These summaries do not purport to be complete statements of such provisions, and reference is made to such documents, copies of which are available from Roach Goodall PLLC, 2001 Timberloch Place, Suite 500, The Woodlands, Texas 77380 upon payment of duplication costs.

This Official Statement contains, in part, estimates, assumptions and matters of opinion which are not intended as statements of fact, and no representation is made as to the correctness of such estimates, assumptions, or matters of opinion, or that they will be realized. Any information and expressions of opinion herein contained are subject to change without notice, and neither the delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the District or other matters described herein since the date hereof. However, the District has agreed to keep this Official Statement current by amendment or sticker to reflect material changes in the affairs of the District and, to the extent that information actually comes to its attention, the other matters described in this Official Statement until delivery of the Bonds to the Underwriter.

References to website addresses presented herein are for informational purposes only and may be in the form of a hyperlink solely for the reader's convenience. Unless specified otherwise, such websites and the information or links contained therein are not incorporated into, and are not part of this Official Statement for any purpose.

SALE AND DISTRIBUTION OF THE BONDS

Award of the Bonds:

After requesting competitive bids for the Bonds, the District has accepted the bid producing the lowest net interest cost to the District, which was tendered by _____ (the "Underwriter"), to purchase the Bonds bearing the rates shown on the cover page of this Official Statement at a price of _____ % of par plus accrued interest to the date of delivery, which resulted in a net effective interest rate of _____ %, as calculated pursuant to Chapter 1204 of the Texas Government Code, as amended.

The Underwriter may offer and sell the Bonds to certain dealers (including dealers depositing Bonds into unit investment trusts) and others at prices lower than the public offering price stated on the cover page hereof. The initial offering price may be changed from time to time by the Underwriter.

The following statement is provided by the Underwriter. In accordance with their responsibilities under the federal securities laws, the Underwriter has reviewed the information in this Official Statement but does not guarantee its accuracy or completeness.

Prices and Marketability:

The delivery of the Bonds is conditioned upon the receipt by the District of a certificate executed and delivered by the Underwriter on or before the date of delivery of the Bonds stating the prices at which a substantial amount of the Bonds of each maturity have been sold to the public. For this purpose, the term "public" shall not include any person who is a bond house, broker or similar person acting in the capacity of underwriter or wholesaler. Otherwise, the District has no understanding with the Underwriter regarding the reoffering yields or prices of the Bonds and has no control over trading of the Bonds after their initial sale by the District. Information concerning reoffering yields or prices is the responsibility of the Underwriter.

THE PRICES AND OTHER TERMS RESPECTING THE OFFERING AND SALE OF THE BONDS MAY BE CHANGED FROM TIME TO TIME BY THE UNDERWRITER AFTER THE BONDS ARE RELEASED FOR SALE, AND THE BONDS MAY BE OFFERED AND SOLD AT PRICES OTHER THAN THE INITIAL OFFERING PRICES, INCLUDING SALES TO DEALERS WHO MAY SELL THE BONDS INTO INVESTMENT ACCOUNTS. IN CONNECTION WITH THE OFFERING OF THE BONDS, THE UNDERWRITER MAY OVER-ALLOT OR EFFECT TRANSACTIONS WHICH STABILIZE OR MAINTAIN THE MARKET PRICES OF THE BONDS AT LEVELS ABOVE THOSE WHICH MIGHT OTHERWISE PREVAIL IN THE OPEN MARKET. SUCH STABILIZING, IF COMMENCED, MAY BE DISCONTINUED AT ANY TIME.

The District has no control over trading of the Bonds in the secondary market. Moreover, there is no guarantee that a secondary market will be made in the Bonds. In such a secondary market, the difference between the bid and asked price of utility district bonds may be greater than the bid and asked price of bonds of comparable maturity and quality issued by more traditional municipal entities, as bonds of such entities are more generally bought, sold or traded in the secondary market.

Securities Laws:

No registration statement relating to the offer and sale of the Bonds has been filed with the Securities and Exchange Commission under the Securities Act of 1933, as amended, in reliance upon the exemptions provided thereunder. The Bonds have not been registered or qualified under the Securities Act of Texas in reliance upon various exemptions contained therein; nor have the Bonds been registered or qualified under the securities laws of any other jurisdiction. The District assumes no responsibility for registration or qualification of the Bonds under the securities laws of any other jurisdiction in which the Bonds may be offered, sold, assigned, pledges, hypothecated or otherwise transferred. This disclaimer of responsibility for registration or qualification for sale or other disposition of the Bonds shall not be construed as an interpretation of any kind with regard to the availability of any exemption from securities registration or qualification provisions in such other jurisdiction.

MUNICIPAL BOND RATING

In connection with the sale of the Bonds the District has made application to Moody's Investors Service, Inc. ("Moody's") which has assigned the underlying rating of "A2" on the Bonds based upon the District's underlying credit without bond insurance. The underlying rating to be released by Moody's of the District will be maintained by Moody's in addition to the rating by virtue of the bond insurance, if applicable. See "BOND INSURANCE." An explanation of the significance of such rating may be obtained from Moody's. The rating reflects only the view of Moody's, and the District makes no representation as to the appropriateness of such rating. The District can make no assurance that Moody's rating will continue for any period of time or that such rating will not be revised downward or withdrawn entirely by Moody's if in the judgment of Moody's circumstances so warrant. Any such downward revision or withdrawal of the rating may have an adverse effect on the market price of the Bonds.

BOND INSURANCE

The District has applied to Assured Guaranty Inc. ("AG") and Build America Mutual Assurance Company ("BAM") for qualification of the Bonds for bond insurance. Potential purchasers may bid for the Bonds with or without bond insurance. If the Underwriters bid for a series of the Bonds with bond insurance, the cost of the bond insurance premium must be paid for by the Underwriters. The District will pay for the cost of the Moody's Investors Services, Inc. ("Moody's") rating. The Underwriters must pay for the cost of any rating other than the Moody's rating. If the Underwriters purchase a series of the Bonds with bond insurance and, subsequent to the sale date and prior to the closing date, the bond insurer's credit rating is down-graded; the Underwriters are still obligated to accept delivery of the Bonds. Information relative to the cost of the insurance premium will be available from AG and BAM on the day of the sale.

OFFICIAL STATEMENT SUMMARY

The following information is qualified in its entirety by the detailed information and financial statements appearing elsewhere in this Official Statement.

THE BONDS

Description:	The \$5,560,000 Dowdell Public Utility District Unlimited Tax Bonds, Series 2025 (herein the "Bonds" or the "Series 2025 Bonds"), will be issued pursuant to Article XVI, Section 59 of the Texas Constitution and general laws of the State of Texas, including but not limited to Chapters 49 and 54, Texas Water Code, as amended; an order of the Texas Commission on Environmental Quality (the "TCEQ"); a bond election held within the District; and an order (the "Bond Order") of the Board of Directors of Dowdell Public Utility District (the "District"). The Bonds are dated December 1, 2025, and mature September 1 in the years and in the principal amounts set forth on the cover page of this Official Statement. Interest on the Bonds is payable on March 1, 2026, and each September 1 and March 1 thereafter until maturity or prior redemption.
Book-Entry-Only System:	The definitive Bonds will be initially registered and delivered only to Cede & Co., the nominee of DTC, pursuant to the Book-Entry-Only System described herein. Beneficial ownership of the Bonds may be acquired in denominations of \$5,000 or integral multiples thereof. No physical delivery of the Bonds will be made to the beneficial owners thereof. Principal of, premium, if any, and interest on the Bonds will be payable by the Paying Agent/Registrar to Cede & Co., which will make distribution of the amounts so paid to the participating members of DTC for subsequent payment to the beneficial owners of the Bonds. See "BOOK-ENTRY-ONLY SYSTEM."
Redemption Provisions:	Bonds maturing on or after September 1, 2031, are subject to early redemption, in whole or from time to time in part, on September 1, 2030, or on any date thereafter at the option of the District at a price of par plus accrued interest from the most recent interest payment date to the date of redemption. See "THE BONDS – Optional Redemption."
Authority for Issuance:	The voters within the District have authorized the issuance of a total of \$172,945,000 of bonds payable from taxes, of which \$47,706,525.07 remain authorized but unissued after the sale of the Bonds. The voters of the District may in the future authorize the issuance of additional bonds. See "THE BONDS – Authority for Issuance."
Sources of Payment:	The Bonds are payable from a continuing direct annual ad valorem tax levied against all taxable property within the District which, under Texas law, is not limited as to rate or amount. See "TAX PROCEDURES." With respect to payment from taxes, the Bonds are further payable equally and ratably with bonds to be issued in the future by the District. See "THE BONDS - Sources of and Security for Payment." The Bonds are obligations of the District, and are not obligations of the City of Houston (the "City"), the State of Texas, Harris County, Texas, or any other political subdivision or agency.
Municipal Bond Rating:	In connection with the sale of the Bonds the District has made application to Moody's which assigned the underlying rating of "A2" on the Bonds based upon the District's underlying credit without bond insurance. An explanation of the significance of such rating may be obtained from Moody's. The rating reflects only the view of Moody's, and the District makes no representation as to the appropriateness of such rating. See "MUNICIPAL BOND RATING."
Bond Insurance:	The District has applied to Assured Guaranty Inc. ("AG") and Build America Mutual Assurance Company ("BAM") for qualification of the Bonds for bond insurance. Potential purchasers may bid for the Bonds with or without bond insurance. If the Underwriters bid for a series of the Bonds with bond insurance, the cost of the bond insurance premium must be paid for by the Underwriters. Information relative to the cost of the insurance premium will be available from AG or BAM on the day of the sale. See "BOND INSURANCE."

Use of Proceeds:	Proceeds from the sale of the Bonds will be used to: (1) finance costs associated with the reimbursement to certain developers for funds previously advanced on behalf of the District; (2) fund certain developer interest costs as approved by the TCEQ; (3) to fund certain District central water and sewer facilities; (4) to fund approximately 6 months of interest on the Bonds; and (5) pay issuance and administrative expenses associated with the sale of the Bonds. See "USE OF BOND PROCEEDS."
Qualified Tax-Exempt Obligations:	The District will designate the Bonds as "qualified tax-exempt obligations." See "TAX MATTERS – Qualified Tax-Exempt Obligations."
Payment Record:	The District has never defaulted in the payment of principal of or interest on its bonds.
Paying Agent/Registrar:	The Bank of New York Mellon Trust Company, N.A., Houston, Texas.
Legal Opinions:	Roach Goodall PLLC, The Woodlands, Texas, Bond Counsel.
Risk Factors:	The Bonds are subject to certain risk factors as set forth in this Official Statement. Prospective purchasers should carefully examine this Official Statement with respect to the investment security of the Bonds particularly the section captioned "RISK FACTORS."

THE DISTRICT

Description:	The District was created by the Texas Legislature (Art. 8280-581) on June 4, 1971, and operates as a municipal utility district pursuant to the provisions of Chapters 49 and 54 of the Texas Water Code and other general statutes of Texas applicable to municipal utility districts. The District is subject to the continuing supervision of the Commission, and is located entirely within the exclusive extraterritorial jurisdiction of the City. The District is located in northern Harris County approximately 25 miles northwest of the central business district of Houston, Texas, via Interstate Highway 45. The District is generally bounded by Stuebner Airline Road to the west, Huffsmith- Kuykendahl Road to the north, Gosling Road to the east and FM 2920 to the south. The District is located entirely within the extraterritorial jurisdiction of the City. The District is located within the Klein Independent School District. Since the creation of the District in 1971, the District has added 33 annexations between 1973 and December 2024, resulting in its existing size of approximately 1,540 acres. See "THE DISTRICT."
Status of Land Development:	A summary of the approximate land use in the District, as of October 1, 2025, appears in the following table:

<u>Type of Land Use</u>	<u>Approximate Acres</u>
Fully Developed Acres (a)	1,188
Acres Under Development	0
Additional Developable Acres (b)	280
Other Undevelopable Acres (c)	<u>72</u>
Total Approximate Acres	1,540

- (a) Approximately 696 acres includes 2,251 completed homes, 4 homes under construction, 76 vacant developed lots, certain improved commercial tracts of land and developed land owned by Klein ISD.
- (b) Includes certain acreage that will be used for detention pond and drainage rights-of-ways as additional land is developed.
- (c) Includes drainage easements and District plant sites.

Single-Family Developers in the District:	D.R. Horton has developed 162 lots and completed the build-out of the single-family residential subdivision known as Willow Lake Village on approximately 72 acres; and marketed homes in the \$280,000 - \$375,000 price range. D.R. Horton has also constructed homes in the 150-lot subdivision known as Vintage Creek, Section 1; homes in this subdivision have been marketed in the \$180,000 - \$200,000 price range.
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K McGaughey FM 2920, LLC has developed 55 lots in the single-family residential subdivisions known as Wildwood Glen, Section 1. MHI began homebuilding in Wildwood Glen, Section 1 during the third quarter of 2014 and completed the build-out of the subdivision during first quarter of 2016. MHI marketed homes in the \$200,000 - \$300,000 price range in the subdivision.

LPUSA, Inc. has developed the lots located in the 2 subdivisions known as Willows Edge (43 lots) and the Preserve at Miramar Lake, Section 1 (96 lots); lots in these sections have been sold to Candlewood Homes, Lennar Homes, and Meritage Homes. Homes were marketed in the \$200,000 - \$300,000 price range in these subdivisions.

K. Hovnanian Houston Willowpoint, LLC has developed 154 lots known as Willowpoint, Section 1 on approximately 41 acres and marketed homes in the \$300,000 range.

Commercial Development:

Commercial development within the District consists of approximately 25 acres developed as a strip center, 5 convenience stores/gas stations, a hotel, and 6 multi-family complexes (1,850 units).

Home Depot USA, Inc. ("Home Depot") has completed the development of a 134,500 square foot retail store located on approximately 16 acres during the first quarter of 2019. Home Depot includes two pad sites that will be available for additional commercial development.

Five Forks Village L.L.C. ("Five Forks") sold approximately 15 acres to Watermark Residential ("Watermark") who developed a 336-unit multi-family project. Project was completed during the first half of 2021. According to representative of Watermark, the project is currently 93% occupied.

Additionally, Klein Independent School District ("Klein ISD") has constructed two elementary schools within the District as well as a multi-purpose building. A middle school, high school and a stadium are also proposed to be constructed within the District by Klein ISD. See "THE DISTRICT – Commercial Development in the District."

Defined Area:

A portion of the land within the District is located within the District Defined Area No. 1 ("Defined Area"). Most of the Defined Area (approximately 65 acres) is being developed by Grand Parkway Marketplace 1750, LLC. Grand Parkway Marketplace 1750, LLC is a special purpose entity created by and controlled by Kimco Realty Corp. ("KIMCO"), which has completed the construction of a 480,510 sq. ft. (approximate size) retail center located at the intersection of Kuykendahl and Spring Stuebner Road. KIMCO is a publicly traded corporation whose stock has been listed on the New York Stock Exchange since 1991 and specializes in shopping center acquisitions, development and management for more than 50 years. See "RISK FACTORS – Defined Area within the District."

Commercial establishments within the Defined Area include 56 establishments and 466,155 square feet of retail space as of September 1, 2025. See "THE DISTRICT – Commercial Development in the District."

The District has issued \$4,550,000 bonds for facilities located within the Defined Area (the "Defined Area Bonds") such Defined Area bonds are secured solely by a District tax levied against the property located within the Defined Area. The additional tax rate within the Defined Area is \$0.38 per \$100 of assessed valuation in 2024; it is currently anticipated that the 2025 tax rate for the Defined Area will again be \$0.38. The additional tax levied on land located within the Defined Area is on a parity with the District tax levied for payment of the Bonds. See "RISK FACTORS – Defined Area within the District."

SELECTED FINANCIAL INFORMATION

(Unaudited)

7/1/2025 Estimated Taxable Value	\$1,353,296,705	(a)
1/1/2025 Taxable Value	\$1,361,562,253	(b)
Direct Debt (See "DISTRICT DEBT")		
Outstanding Bonds (as of October 1, 2025)	\$91,510,000	(c)
The Bonds	<u>\$5,560,000</u>	
Total Direct Debt	\$97,070,000	
Estimated Overlapping Debt	<u>\$82,164,339</u>	(d)
Direct and Estimated Overlapping Debt	\$179,234,339	
Percentage of Direct Debt to:		
7/1/2025 Estimated Taxable Value	7.17%	
1/1/2025 Taxable Value	7.13%	
Percentage of Direct and Estimated Overlapping Debt to:		
7/1/2025 Estimated Taxable Value	13.24%	
1/1/2025 Taxable Value	13.16%	
2025 Tax Rate Per \$100 of Assessed Value		
Debt Service	\$0.46	
Maintenance Tax	<u>\$0.20</u>	
Total 2025 Tax Rate	\$0.66	(e)
Cash and Temporary Investment Balances as of September 18, 2025		
General Fund	\$6,612,863	(f)
Debt Service Fund (Pro-Forma)	\$15,163,977	(g)

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- (a) Reflects data supplied by the Harris Central Appraisal District ("HCAD"). The Estimated Taxable Value as of 7/1/2025 was prepared by HCAD and provided to the District. Such value is not binding on HCAD, and any new value (subsequent to January 1, 2025) will not be included on the District's tax roll until the 2026 tax roll is prepared and certified by HCAD during the second half of 2026. See "TAX DATA" and "TAX PROCEDURES".
- (b) Reflects the January 1, 2025 Certified Taxable Value according to data supplied to the District by HCAD for informational purposes only. Such value represents \$1,296,447,068 value that is fully certified and 85% of HCAD's opinion of the taxable value that will be certified for property still in the certification process (\$65,115,185). See "TAX PROCEDURES."
- (c) Excludes bonds issued by the District for the Defined Area; the Defined Area bonds are secured by a tax levied against property located solely within the Defined Area. The District tax securing the Bonds is on a parity within the District tax securing the Defined Area bonds. See "THE DISTRICT DEBT."
- (d) Includes the Defined Area bonds which, within the Defined Area, are direct obligations of the District and payable on a parity with the Bonds from ad valorem taxes levied in the Defined Area. See "THE DISTRICT DEBT" and "RISK FACTORS—Defined Area within the District."
- (e) The figures above excludes the tax rate of \$0.38 that was levied on the property located within the Defined Area within the District for the 2025 tax year.
- (f) Unaudited figure per the District's records. See "THE SYSTEM—General Fund Operating History."
- (g) Unaudited figure per the District's records. The cash and investment balance in the Debt Service Fund includes \$139,000 of capitalized interest to be funded with Bond proceeds to be deposited into such fund on the date of delivery of the Bonds. Neither Texas law nor the District's Bond Order requires that the District maintain any particular balance in the Debt Service Fund. See "TAX DATA—Tax Adequacy for Debt Service."

DEBT SERVICE SCHEDULE

The following sets forth the debt service requirements for the District's outstanding bonds and the Series 2025 Bonds.

<u>Year</u>	<u>Outstanding Debt Service Requirements</u>	<u>Plus: Debt Service on the Bonds</u>		<u>Total Debt Service Requirements*</u>
		<u>Principal</u>	<u>Interest*</u>	
2026	\$5,824,136	-	\$208,500	\$6,032,636
2027	\$5,879,551	-	\$278,000	\$6,157,551
2028	\$6,024,576	\$100,000	\$278,000	\$6,402,576
2029	\$5,804,613	\$105,000	\$273,000	\$6,182,613
2030	\$6,015,714	\$110,000	\$267,750	\$6,393,464
2031	\$5,771,935	\$120,000	\$262,250	\$6,154,185
2032	\$5,860,259	\$125,000	\$256,250	\$6,241,509
2033	\$5,897,757	\$130,000	\$250,000	\$6,277,757
2034	\$5,969,647	\$135,000	\$243,500	\$6,348,147
2035	\$5,884,770	\$145,000	\$236,750	\$6,266,520
2036	\$5,925,321	\$150,000	\$229,500	\$6,304,821
2037	\$5,984,427	\$160,000	\$222,000	\$6,366,427
2038	\$6,011,527	\$165,000	\$214,000	\$6,390,527
2039	\$6,028,078	\$175,000	\$205,750	\$6,408,828
2040	\$5,578,353	\$185,000	\$197,000	\$5,960,353
2041	\$5,597,691	\$190,000	\$187,750	\$5,975,441
2042	\$5,616,116	\$200,000	\$178,250	\$5,994,366
2043	\$5,598,729	\$210,000	\$168,250	\$5,976,979
2044	\$5,604,442	\$220,000	\$157,750	\$5,982,192
2045	\$5,599,310	\$235,000	\$146,750	\$5,981,060
2046	\$3,173,187	\$245,000	\$135,000	\$3,553,187
2047	\$2,342,687	\$255,000	\$122,750	\$2,720,437
2048	\$2,357,187	\$270,000	\$110,000	\$2,737,187
2049	\$2,372,687	\$285,000	\$96,500	\$2,754,187
2050	\$2,354,437	\$300,000	\$82,250	\$2,736,687
2051	\$1,313,187	\$310,000	\$67,250	\$1,690,437
2052	\$1,327,937	\$330,000	\$51,750	\$1,709,687
2053	\$1,324,937	\$345,000	\$35,250	\$1,705,187
2054	<u>-</u>	<u>\$360,000</u>	<u>\$18,000</u>	<u>\$378,000</u>
TOTALS	\$133,043,198	\$5,560,000	\$5,179,750	\$143,782,948

Maximum Annual Debt Service Requirements (2039)\$6,408,828*

\$0.50 Tax Rate on the 7/1/2025 Estimated Taxable Valuation of \$1,353,296,705

@ 95% collections produces\$6,428,159*

\$0.51 Tax Rate on the 1/1/2025 Taxable Valuation of \$1,361,562,253

@ 95% collections produces\$6,596,769*

*Preliminary, subject to change

OFFICIAL STATEMENT

relating to

\$5,560,000

DOWDELL PUBLIC UTILITY DISTRICT

(A political subdivision of the State of Texas, located within Harris County, Texas)

UNLIMITED TAX BONDS

SERIES 2025

INTRODUCTION

This Official Statement provides certain information in connection with the issuance of the \$5,560,000 Dowdell Public Utility District Unlimited Tax Bonds, Series 2025 (the "Bonds").

The Bonds are issued pursuant to Article XVI, Section 59 of the Texas Constitution, the general laws of the State of Texas, particularly, Chapters 49 and 54 of the Texas Water Code, as amended; an order adopted by the Texas Commission on Environmental Quality (the "TCEQ"); a bond election held within the District; and an order (the "Bond Order") to be adopted by the Board of Directors of Dowdell Public Utility District (the "District"), a conservation and reclamation district and political subdivision of the State of Texas located within Harris County, Texas.

This Official Statement includes descriptions of the Bonds, Use of Proceeds, the Bond Order, and certain information about the District and its financial condition and status of development. All descriptions of documents contained herein are only summaries and are qualified in their entirety by reference to each such document. Copies of such documents may be obtained by requesting such in writing to the Bond Counsel.

RISK FACTORS

General:

The Bonds are obligations of the District and are not obligations of the State of Texas, Harris County, the City of Houston, or any other political subdivision. The security for payment of the Bonds depends on the District's ability to collect taxes levied against property within the District in an amount sufficient to pay debt service on the Bonds when due. The District makes no representation that over the term of the Bonds taxable property within the District will maintain values sufficient to justify continued payment of taxes by property owners or that there will be a market for the property if the District forecloses on property to enforce its tax lien. Further, the collection of delinquent taxes owed the District and the enforcement by a bondholder of the District's obligation to collect sufficient taxes may be costly and lengthy processes. See "– Tax Collections" and "– Registered Owners' Remedies" herein and "THE BONDS – Sources of and Security for Payment."

Marketability

The District has no understanding (other than the initial reoffering yields) with the Underwriter (defined herein) regarding the reoffering yields or prices of the Bonds and has no control over trading of the Bonds in the secondary market. Moreover, there is no assurance that a secondary market will be made in the Bonds. If there is a secondary market, the difference between the bid and asked price of the Bonds may be greater than the spread between the bid and asked price of more traditional issuers as such bonds are generally bought, sold, or traded in the secondary market.

Tax Collections:

The District's ability to make debt service payments may be adversely affected by its inability to collect ad valorem taxes. Under Texas law, the levy of ad valorem taxes by the District constitutes a lien in favor of the District on a parity with the liens of all other state and local taxing authorities on the property against which taxes are levied, and such lien may be enforced by foreclosure. The District's ability to collect ad valorem taxes through foreclosure may be impaired by: (a) cumbersome, time-consuming, and expensive collections procedures, (b) a federal bankruptcy court's stay of tax collection procedures, (c) market conditions affecting the marketability of taxable property within the District and limiting the proceeds from a foreclosure sale of such property, or (d) the taxpayer's right to redeem the property within six (6) months for commercial property and two (2) years for residential and all other property after the purchaser's deed issued at the foreclosure

sale is filed in the county records.. While the District has a lien on taxable property within the District for taxes levied against such property, such lien can be foreclosed only in a judicial proceeding. Attorney's fees and other costs of collecting any such taxpayer's delinquencies could substantially reduce the net proceeds to the District from a tax foreclosure sale. Finally, any bankruptcy court with jurisdiction over bankruptcy proceedings initiated by or against a taxpayer within the District pursuant to the Federal Bankruptcy Code could stay any attempt by the District to collect delinquent ad valorem taxes against such taxpayer. In addition to the automatic stay against collection of delinquent taxes afforded a taxpayer during the pendency of a bankruptcy, a bankruptcy could affect payment of taxes in two (2) other ways: first, a debtor's confirmation plan may allow a debtor to make installment payments on delinquent taxes for up to six (6) years; and, second, a debtor may challenge, and a bankruptcy court may reduce, the amount of any taxes assessed against the debtor, including taxes that have already been paid. See "TAXING PROCEDURES - District's Rights in the Event of Tax Delinquencies." See "TAX PROCEDURES."

Potential Effects of Oil Price Volatility on the Houston Area:

The recent volatility in oil prices in the U.S. and globally, which at times has led to the lowest such prices in three decades, may lead to adverse conditions in the oil and gas industry, including but not limited to reduced revenues, declines in capital and operating expenditures, business failures, and layoffs of workers. The economy of the Houston area has, in the past, been particularly affected by adverse conditions in the oil and gas industry, and such conditions and their spillover effects into other industries could result in declines in the demand for residential and commercial property in the Houston area and could reduce or negatively affect property values or homebuilding activity within the District. As previously stated, the Bonds are secured by an unlimited ad valorem tax, and a reduction in property values may require an increase in the ad valorem tax rate required to pay the Bonds as well as the District's share of operations and maintenance expenses payable from ad valorem taxes.

Dependence on Future Development and Potential Impact on District Tax Rates:

The District's 2025 tax rate is \$0.66 per \$100 of assessed valuation. The District also levied an additional \$0.38 per \$100 valuation tax rate on property located within the Defined Area; such \$0.38 tax rate is not levied against any of the residential property in the District or any other property located in the District outside of the Defined Area. At the present time, tax rates in excess of \$1.50 per \$100 of assessed valuation are not common among the majority of utility districts in the Harris County area, although many newly activated districts are presently projecting tax rates in the range of \$1.35 to \$1.50 per \$100. Any increase in the District's tax rate substantially above the \$1.50 level could further adversely impact future building development in the District and the District's ability to collect such tax.

The maintenance of the District's tax base is directly related to the housing industry in general and the demand for residential lots in the District in particular. The housing industry has historically been a cyclical industry, affected by short-term and long-term interest rates, demand for developed property, availability of mortgage and development funds, labor conditions, the rate of foreclosure and general economic conditions. In the mid-1980's, the downturn in the Houston economy and concurrent increases in unemployment substantially reduced the demand for new housing. In many instances, homeowners turned homes back to mortgage companies because of a negative equity position and, consequently, many repossessed homes were resold at substantially reduced prices. The continuation of relatively low oil and natural gas prices for a prolonged period of time could have the same effect on the Houston area economy. The demand for and construction of single-family homes in the District, which is 25 miles north of downtown Houston, also could be affected by competition from nearby residential developments. In addition to competition for new home sales from other developments, there are numerous previously owned homes in more established neighborhoods and/or in more favorable locations closer to downtown Houston that have been or are on the market at prices comparable to prices of new and previously owned homes within the District. Such previously owned homes represent additional competition for new homes proposed to be sold within the District.

The development industry in the Houston area is competitive, and the District can give no assurance that any additional building and development of land within the District will be successfully implemented. Both the local demand for, and the relative performance of developers in the sale of residential lots and the performance of prospective home builders in the construction of single-family homes are affected by most of the factors discussed herein and will directly affect the growth and maintenance of taxable values in the District and the ability of the District to raise tax revenues sufficient to pay its debt service requirements.

Assuming no further residential construction within the District other than that which has already been built, the value of such land and improvements currently located within the District could be a major determinant of the ability of the District to collect, and the willingness of property owners to pay, ad valorem taxes levied by the District. After issuance of the Bonds, the Maximum Annual Debt Service Requirement on the Bonds will be \$6,408,828 (2039). If no growth in value were to occur beyond the 7/1/2025 Estimated Taxable Value of \$1,353,296,705 as provided by HCAD, a \$0.50 debt service tax rate would be required. If no growth in value were to occur beyond the 1/1/2025 Taxable Value of \$1,361,562,253 as provided by HCAD, a \$0.51 debt service tax rate would be required. As noted elsewhere, the property located within the Defined Area would also be subject to an additional tax rate of \$0.38 per \$100 of assessed value if there was no growth in value in the District. See "TAX DATA - Tax Adequacy for Debt Service."

Current Developers and Landowners under No Obligation to the District:

There is no commitment by or legal requirement of the current developers, or any other landowner in the District, to proceed at any particular rate or according to any specified plan with the development of land in the District, or for any homebuilder to proceed at any particular pace with the construction of homes in the District. Moreover, there is no restriction on any developers' or landowners' right to sell its land. Therefore, the District can make no representation about the probability of future development, if any, or the rate of future home construction activity in the District. Failure to construct taxable improvements on developed lots would restrict the rate of growth of taxable values in the District and could result in higher tax rates. See "THE DISTRICT" and "THE DEVELOPERS."

The current developers are not responsible or liable for, and have not made any commitment for payment of, debt service on the Bonds. The current developers' sole responsibility is to pay the ad valorem taxes levied by the District on its property. Further, the financial condition of the current developers is subject to change at any time. Likewise, the current developers may sell or otherwise dispose of their property within the District at any time.

Competition:

The demand for and construction of taxable improvements in the District could be affected by competition from other developments near the District. Many of the other developments are generally accessible by the same commuter routes and served by the same employment centers and school districts causing the developments to compete with one another for the same pool of buyers at similar price points and amenity levels.

The competitive position of developers in the sale of land and the sale or leasing of residences is affected by most of the factors discussed in this section. Such a competitive position is directly related to the growth and maintenance of taxable values in the District and tax revenues to be received by the District. The District can give no assurance that building and marketing programs in the District by the Developer will be implemented or, if implemented, will be successful.

Registered Owners' Remedies:

If the District defaults in the payment of principal of, interest on, or redemption price on the Bonds when due, or if it fails to make payments into any fund or funds created in the Bond Order, or defaults in the observation or performance of any other covenants, conditions, or obligations set forth in the Bond Order, the Registered Owners have the right of a writ of mandamus issued by a court of competent jurisdiction requiring the District and its officials to observe and perform the covenants, obligations, or conditions prescribed in the Bond Order. Except for mandamus, the Bond Order does not specifically provide for remedies to protect and enforce the interests of the Registered Owners. There is no acceleration of maturity of the Bonds in the event of default and, consequently, the remedy of mandamus may have to be relied upon from year to year. Further, there is no trust indenture or trustee, and all legal actions to enforce such remedies would have to be undertaken at the initiative of, and be financed by, the Registered Owners. Statutory language authorizing local governments such as the District to sue and be sued does not waive the local government's sovereign immunity from suits for money damages. Even if such sovereign immunity were waived and a judgment against the District for money damages were obtained, the judgment could not be enforced by direct levy and execution against the District's property. Further, the Registered Owners cannot themselves foreclose on property within the District or sell property within the District to enforce the tax lien on taxable property to pay the principal of, and interest on, the Bonds. The enforceability of the rights and remedies of the Registered Owners may further be limited by a State of Texas statute reasonably required to attain an important public purpose or by laws relating to bankruptcy, reorganization, or other similar laws of general application affecting the rights of creditors of political subdivisions, such as the District.

Bankruptcy Limitation to Registered Owners' Rights:

The enforceability of the rights and remedies of the Registered Owners may be limited by laws relating to bankruptcy, reorganization, or other similar laws of general application affecting the rights of creditors of political subdivisions such as the District. Specifically, the District may voluntarily file a petition for protection from creditors under the federal bankruptcy laws. During the pendency of the bankruptcy proceedings, the remedy of mandamus would not be available to the Registered Owners unless authorized by a federal bankruptcy judge.

Subject to the requirements of Texas law, the District may voluntarily proceed under Chapter 9 of the Federal Bankruptcy Code, 11 U.S.C. Section 901-946, if the District: (a) is generally authorized to file for federal bankruptcy protection by the State law; (b) is insolvent or unable to meet its debts as they mature; (c) desires to effect a plan to adjust such debts; and (d) has either obtained the agreement of, or negotiated in good faith with, its creditors or is unable to negotiate with its creditors because negotiation is impracticable. Under Texas law, the

District must obtain the approval of the Texas Commission on Environmental Quality ("TCEQ") prior to filing bankruptcy. Such law requires that the TCEQ investigate the financial condition of the District and authorize the District to proceed only if the District has fully exercised its rights and powers under Texas law and remains unable to meet its debts and other obligations as they mature.

Notwithstanding noncompliance by a district with Texas law requirements, a district could file a voluntary bankruptcy petition under Chapter 9, thereby invoking the protection of the automatic stay until the bankruptcy court, after a hearing, dismisses the petition. A federal bankruptcy court is a court of equity and federal bankruptcy judges have considerable discretion in the conduct of bankruptcy proceedings and in making the decision of whether to grant the petitioning district relief from its creditors. While such a decision might be appealable, the concomitant delay and loss of remedies to the Registered Owners could potentially and adversely impair the value of the Registered Owners' claim.

If a petitioning district were allowed to proceed voluntarily under Chapter 9 of the Federal Bankruptcy Code, it could file a plan for an adjustment of its debts. If such a plan were confirmed by the bankruptcy court, it could, among other things, affect Registered Owners by reducing or eliminating the amount of indebtedness, deferring or rearranging the debt service schedule, reducing or eliminating the interest rate, modifying or abrogating collateral or security arrangements, substituting (in whole or in part) other securities, and otherwise compromising and modifying the rights and remedies of the Registered Owners' claims against the district.

A district cannot be placed into bankruptcy involuntarily.

Changes in Tax Legislation:

Certain tax legislation, if enacted whether currently proposed or proposed in the future, may directly or indirectly reduce or eliminate the benefit of the exclusion of interest on the Bonds from gross income for federal income tax purposes. Any proposed legislation, whether or not enacted, may also affect the value and liquidity of the Bonds. Prospective purchasers of the Bonds should consult with their own tax advisors with respect to any proposed, pending, or future legislation.

Approval of the Bonds:

As required by law, the Attorney General of Texas must approve the legality of the Bonds prior to their delivery. The Attorney General of Texas does not pass upon or guarantee the safety of the Bonds as an investment or the adequacy or accuracy of the information contained in this Official Statement.

Economic Factors and Interest Rates:

The Houston area economy is particularly tied to the energy industry, and continuing low oil and natural gas prices could adversely affect the demand for housing and the assessed values of properties located in the District.

The continued growth of taxable values in the District is directly related to the housing and building industry. The housing and building industry have historically been a cyclical industry, affected by both short-term and long-term interest rates, availability of mortgage and development funds, labor conditions, and general economic conditions. A return to relatively high mortgage interest rates similar to those experienced in the past may adversely affect the availability and desirability of mortgage financing for new homes, hence reducing demand by homebuilders for lots within the District.

Interest rates and the availability of mortgage and development funds have a direct impact on construction activity, particularly the short-term interest rates at which developers and builders are able to obtain financing for development or building costs. Interest rate levels may affect the developers' or builders' ability to complete development or building plans. Long-term interest rates affect home purchasers' ability to qualify for and afford the total financing costs of a new home. The continuation of long-term interest rates at higher levels may negatively affect home sales and the rate of growth of taxable values in the District.

The Houston metropolitan area has, in the past, experienced increased unemployment, business failures, and slow absorption of office space. These factors, if they recur, could affect the demand for new residential home construction and commercial development and hence the growth of property values in the District. An oversupply of homes, along with a decreased demand in new housing because of general economic conditions or relatively high interest rates, may have an adverse impact on sale prices for homes and, consequently, may materially adversely affect property values or, in some instances, cause builders to abandon homebuilding plans altogether.

The housing industry in the Houston area is competitive and the District can give no assurance that current building programs will be completed. The competitive position of the Developer in the sale of its developed lots or, respectively, that of present and prospective

builders in the construction of single-family residential houses, is affected by most of the factors discussed herein. Such a competitive position is directly related to tax revenues to be received by the District and the growth and maintenance of taxable values in the District.

Alternative sites are available for the construction of single-family residential improvements and within the market area in which the District is located. Such sites could pose competition to the continued homebuilding development and commercial development on comparable sites within the District.

Future Debt:

The District has reserved in the Bond Order the right to issue the remaining \$47,706,525.07 for the purpose of providing waterworks, sanitary sewer, and drainage facilities to land within the District or refunding such bonds. The District does not currently anticipate issuing any additional bonds for the Defined Area in the future. All of the remaining bonds which have heretofore been authorized by the voters of the District may be issued by the District from time to time for qualified purposes, as determined by the Board, subject to the approval of the Attorney General of the State of Texas and the Texas Commission on Environmental Quality ("TCEQ") for the unlimited tax bonds.

The District has also reserved the right to issue certain other additional bonds, special project bonds, and other obligations described in the Bond Order. All of the remaining bonds described above which have heretofore been authorized by the voters of the District may be issued by the District from time to time as needed. If additional bonds are issued in the future and property values have not increased proportionately, such issuance might increase gross debt/property valuation ratios and thereby adversely affect the investment quality or security of the Bonds. See "THE BONDS – Issuance of Additional Debt."

Financing Parks and Recreational Facilities:

The District may levy an operation and maintenance tax to support parks and recreational facilities at a rate not to exceed \$0.10 cents per \$100 of assessed valuation of taxable property in the District, if such tax is approved at an election. In addition, the District is authorized to issue bonds payable from an ad valorem tax to pay for the development and maintenance of parks and recreational facilities if: (i) the District duly adopts a park plan; (ii) the bonds are authorized at an election; (iii) the bonds payable from any source do not exceed the lesser of one percent (1%) or the value of the taxable property in the District at the time of issuance of the bonds or the estimated cost of the park plan; (iv) the District obtains any necessary governmental consents allowing the issuance of such bonds; and (v) the bonds are approved by the Attorney General of Texas. The District may issue bonds for such purposes payable solely from net operating revenues without an election. The issuance of such bonds is subject to rules and regulations to be adopted by the TCEQ.

The District has not called an election for such purposes but could consider doing so in the future.

Current law may be changed in a manner to increase the amount of bonds which may be issued as related to a percentage of the value of taxable property or to allow a higher or lower maintenance tax rate for such purposes. The levy of taxes for such purposes may dilute the security for the Bonds.

Defined Area within the District:

The District is authorized to define areas or designate certain property of the District to pay for improvements, facilities or services that primarily benefit that area pursuant to the provisions of Texas House Bill 4206, effective June 18, 2015, and Subchapter J of Chapter 54 of the Texas Water Code, as amended. On August 20, 2015, the Board of Directors of the District approved the designation of a defined area encompassing approximately 73.691 acres (the "Defined Area"), and such creation was confirmed by the voters of said area at an election within the Defined Area boundaries on November 3, 2015. In addition to the confirmation, the voters authorized \$23,000,000 principal amount of bonds to finance road improvements within the Defined Area. Any bonds issued for the Defined Area shall be payable solely from a tax levied on property located within the boundaries of the Defined Area but within the Defined Area the District tax levied for payments of the Defined Area bonds is on a parity with the District tax levy for payment of the Bonds. A portion of the bonds authorized for the Defined Area (\$4,550,000) were issued in 2017. It is not expected that the District will issue any additional bonds for the Defined Area in the future. The District has levied an additional debt service tax of \$0.38 per \$100 of assessed value against property located within the Defined Area each year since 2017 and currently anticipates levying the same tax rate in the Defined area in 2025.

The vast majority of the Defined Area has been developed by Grand Parkway Marketplace 1750, LLC, a subsidiary controlled by Kimco Realty Corp., which has constructed 480,510 sq. ft. (approximate size) retail center located at the intersection of Kuykendahl and Spring Stuebner Road. KIMCO is a publicly traded corporation whose stock has been listed on the New York Stock Exchange since 1991 and specializes in shopping center acquisitions, development and management for more than 50 years. None of the land in the Defined Area will be developed for single family housing purposes.

While the Defined Area Bonds are obligations of the District's property located within the Defined Area, those bonds are on a parity with the Bonds, and a failure to collect sufficient taxes, from the property located in the Defined Area, could cause an increase in taxes District-wide to pay the debt service on the bonds issued for the Defined Area.

Subsidence and Conversion to Surface Water Supply:

The District is within the boundaries of the Harris-Galveston Subsidence District (the "Subsidence District") which regulates groundwater withdrawal. The District's authority to pump groundwater from its well is subject to annual permits issued by the Subsidence District. On April 14, 1999, the Subsidence District adopted a District Regulatory Plan (the "1999 Plan") to reduce groundwater withdrawal through conversion to surface water in areas within the Subsidence District's jurisdiction. Under the 1999 Plan, the District was required to submit to the Subsidence District, a groundwater reduction plan and must have begun construction of surface water conversion infrastructure by January 2005, or pay a disincentive fee for any groundwater withdrawn in excess of 20% of the District's total water demand. This same disincentive fee will be imposed under the 1999 Plan if the District's groundwater withdrawal exceeds 70% of the District's total water demand beginning January 2010, exceeds 40% of the District's total water demand beginning January 2025, and exceeds 20% of the District's total water demand beginning January 2035. In addition, if the District does not meet the Subsidence District's requirements as described above, the District may be required to pay the disincentive fees adopted by the Subsidence District.

The District is located within the North Harris County Regional Water Authority (the "Authority"). The Authority was created to provide for the supply of surface water to north Harris County and to prepare a ground water reduction plan to comply with the Subsidence District's 1999 Plan. The Authority submitted its Groundwater Reduction Plan to the Subsidence District and it received final certification on June 11, 2003. The Authority entered into a contract with the City to purchase surface water beginning in 2010. The District currently pays to the Authority a ground water pumpage fee of \$3.60 per 1,000 gallons of water produced from its wells. If the District were to purchase surface water from the Authority it would pay a fee of \$4.05 per 1,000 gallons of surface water purchased from the Authority. The issuance of additional bonds by the District, in an undetermined amount, may be necessary in the future to develop further surface water infrastructure or to participate in the Authority's regional surface water conversion effort.

Bond Insurance Risk Factors:

The District has applied for a bond insurance policy to guarantee the scheduled payments of principal and interest on the Bonds. If such policy is issued, investors should be aware of the following risk factors:

If a bond insurance policy is obtained securing principal of and interest on the Bonds, then in the event of default of the payment of principal or interest with respect to the Bonds when all or some becomes due, any owner of the Bonds shall have a claim under the applicable Bond Insurance Policy (the "Policy") for such payments. However, in the event of any acceleration of the due date of such principal by reason or optional redemption or acceleration resulting from default or otherwise, other than any advancement of maturity pursuant to a mandatory sinking fund payment, the payments are to be made in such amounts and at such times as such payments would have been due had there not been any such acceleration. The Policy does not insure against redemption premium, if any. The payment of principal and interest in connection with optional prepayment of the Bonds by the issuer which is recovered by the issuer from the bond owner as a voidable preference under applicable bankruptcy law is covered by the insurance policy, however, such payments will be made by the Bond Insurer at such time and in such amounts as would have been due absent such prepayment by the Issuer unless the Bond Insurer chooses to pay such amounts at an earlier date.

Default of payment of principal of and interest on the Bonds does not accelerate the obligations of the Bond Insurer without appropriate consent. The Bond Insurer may direct and must consent to any remedies, and the Bond Insurer's consent may be required in connection with amendments to any applicable bond documents.

In the event the Bond Insurer is unable to make payment of principal and interest as such payments become due under the Policy, the Bonds are payable solely from the money received pursuant to the applicable bond documents. In the event the Bond Insurer becomes obligated to make payments with respect to the Bonds, no assurance is given that such event will not adversely affect the market price of the Bonds or the marketability (liquidity) for the Bonds.

The long-term ratings on the Bonds are dependent in part on the financial strength of the Bond Insurer and its claim-paying ability. The Bond Insurer's financial strength and claims-paying ability are predicated upon a number of factors which could change over time. No assurance is given that the long-term ratings of the Bond Insurer and of the ratings on the Bonds insured by the Bond Insurer will not be subject to downgrade, and such event could adversely affect the market price of the Bonds or the marketability (liquidity) for the Bonds. See description of "BOND INSURANCE" herein.

The obligations of the Bond Insurer are contractual obligations and in an event of default by the Bond Insurer, the remedies available may be limited by applicable bankruptcy law or state law governing insolvency of insurance companies.

Neither the District nor Underwriter have made independent investigation into the claims-paying ability of the Bond Insurer and no assurance or representation regarding the financial strength or projected financial strength of the Bond Insurer is given. Thus, when making an investment decision, potential investors should carefully consider the ability of the Issuer to pay principal and interest on the Bonds and the claims-paying ability of the Bond Insurer, particularly over the life of the investment. See "BOND INSURANCE" herein for further information provided by the Bond Insurer and the Policy, which includes further instructions for obtaining current financial information concerning the Bond Insurer.

Continuing Compliance with Certain Covenants:

Failure of the District to comply with certain covenants contained in the Bond Order on a continuing basis prior to the maturity of the Bonds could result in interest on the Bonds becoming taxable retroactively to the date of original issuance. See "TAX MATTERS."

Environmental Regulations:

Wastewater treatment, water supply, storm sewer facilities and construction activities within the District are subject to complex environmental laws and regulations at the federal, state and local levels that may require or prohibit certain activities that affect the environment, such as:

- Requiring permits for construction and operation of water wells, wastewater treatment and other facilities;
- Restricting the manner in which wastes are treated and released into the air, water and soils;
- Restricting or regulating the use of wetlands or other properties; or
- Requiring remedial action to prevent or mitigate pollution.

Sanctions against a municipal utility district or other type of special purpose district for failure to comply with environmental laws and regulations may include a variety of civil and criminal enforcement measures, including assessment of monetary penalties, imposition of remedial requirements and issuance of injunctions to ensure future compliance. Environmental laws and compliance with environmental laws and regulations can increase the cost of planning, designing, constructing and operating water production and wastewater treatment facilities. Environmental laws can also inhibit growth and development within the District. Further, changes in regulations occur frequently, and any changes that result in more stringent and costly requirements could materially impact the District.

Air Quality Issues. Air quality control measures required by the United States Environmental Protection Agency (the "EPA") and the Texas Commission on Environmental Quality (the "TCEQ") may impact new industrial, commercial and residential development in the Houston area. Under the Clean Air Act ("CAA") Amendments of 1990, the eight-county Houston-Galveston-Brazoria area ("HGB Area")—Harris, Galveston, Brazoria, Chambers, Fort Bend, Waller, Montgomery and Liberty Counties—has been designated a nonattainment area under two separate federal ozone standards: the eight-hour ozone standard of 75 ppb promulgated by the EPA in 2008 (the "2008 Ozone Standard"), and the EPA's most-recent promulgation of an even lower, 70 ppb eight-hour ozone standard in 2015 (the "2015 Ozone Standard"). While the State of Texas has been able to demonstrate steady progress and improvements in air quality in the HGB Area, the HGB Area remains subject to CAA nonattainment requirements.

The HGB Area is currently designated as a "severe" nonattainment area under the 2008 Ozone Standard, with an attainment deadline of July 20, 2027. If the EPA ultimately determines that the HGB Area has failed to meet the attainment deadline based on the relevant data, the area is subject to reclassification to a nonattainment classification that provides for more stringent controls on emissions from the industrial sector. In addition, the EPA may impose a moratorium on the awarding of federal highway construction grants and other federal grants for certain public works construction projects if it finds that an area fails to demonstrate progress in reducing ozone levels.

The HGB Area is currently designated as a "serious" nonattainment area under the 2015 Ozone Standard, with an attainment deadline of August 3, 2027. For purposes of the 2015 Ozone Standard, the HGB Area consists of only six counties: Brazoria, Chambers, Fort Bend, Galveston, Harris, and Montgomery Counties.

In order to demonstrate progress toward attainment of the EPA's ozone standards, the TCEQ has established a state implementation plan ("SIP") for the HGB Area setting emission control requirements, some of which regulate the inspection and use of automobiles. These types of measures could impact how people travel, what distances people are willing to travel, where people choose to live and work, and what jobs are available in the HGB Area. These SIP requirements can negatively impact business due to the additional

permitting/regulatory constraints that accompany this designation and because of the community stigma associated with a nonattainment designation. It is possible that additional controls will be necessary to allow the HGB Area to reach attainment with the ozone standards by the EPA's attainment deadlines. These additional controls could have a negative impact on the HGB Area's economic growth and development.

Water Supply & Discharge Issues. Water supply and discharge regulations that municipal utility districts, including the District, may be required to comply with involve: (1) groundwater well permitting and surface water appropriation; (2) public water supply systems; (3) wastewater discharges from treatment facilities; (4) storm water discharges; and (5) wetlands dredge and fill activities. Each of these is addressed below:

Certain governmental entities regulate groundwater usage in the HGB Area. A municipal utility district or other type of special purpose district that (i) is located within the boundaries of such an entity that regulates groundwater usage, and (ii) relies on local groundwater as a source of water supply, may be subject to requirements and restrictions on the drilling of water wells and/or the production of groundwater that could affect both the engineering and economic feasibility of district water supply projects.

Pursuant to the federal Safe Drinking Water Act ("SDWA") and the EPA's National Primary Drinking Water Regulations ("NPDWRs"), which are implemented by the TCEQ's Water Supply Division, a municipal utility district's provision of water for human consumption is subject to extensive regulation as a public water system. Municipal utility districts must generally provide treated water that meets the primary and secondary drinking water quality standards adopted by the TCEQ, the applicable disinfectant residual and inactivation standards, and the other regulatory action levels established under the agency's rules. The EPA has established NPDWRs for more than ninety (90) contaminants and has identified and listed other contaminants which may require national drinking water regulation in the future. Further, the EPA has established a NPDWR for six (6) Per- and Polyfluoroalkyl Substances ("PFAS"), which requires public water systems to perform certain monitoring and remediation measures. Public water systems may be subject to additional PFAS regulation in the future, which could increase the cost of constructing, operating, and maintaining water production and distribution facilities.

Texas Pollutant Discharge Elimination System ("TPDES") permits set limits on the type and quantity of discharge, in accordance with state and federal laws and regulations. The TCEQ reissued the TPDES Construction General Permit (TXR150000) ("CGP"), with an effective date of March 5, 2023, which is a general permit authorizing the discharge of stormwater runoff associated with small and large construction sites and certain non-stormwater discharges into surface water in the state. The CGP has a 5-year permit term, and is then subject to renewal. Moreover, the Clean Water Act ("CWA") and Texas Water Code require municipal wastewater treatment plants to meet secondary treatment effluent limitations and more stringent water quality-based limitations and requirements to comply with the Texas water quality standards. Any water quality-based limitations and requirements with which a municipal utility district must comply may have an impact on the municipal utility district's ability to obtain and maintain compliance with TPDES permits.

The District's stormwater discharges currently maintain permit coverage through the Municipal Separate Storm System Permit (the "Current Permit") issued to the Storm Water Management Joint Task Force consisting of Harris County, Harris County Flood Control District, the City of Houston, and the Texas Department of Transportation. In the event that at any time in the future the District is not included in the Current Permit, it may be required to seek independent coverage under the TCEQ's General Permit for Phase II (Small) Municipal Separate Storm Sewer Systems (the "MS4 Permit"), which authorizes the discharge of stormwater to surface water in the state from small municipal separate storm sewer systems. If the District's inclusion in the MS4 Permit were required at a future date, the District could incur substantial costs to develop, implement, and maintain the necessary plans as well as to install or implement best management practices to minimize or eliminate unauthorized pollutants that may otherwise be found in stormwater runoff in order to comply with the MS4 Permit.

Operations of utility districts, including the District, are also potentially subject to requirements and restrictions under the CWA regarding the use and alteration of wetland areas that are within the "waters of the United States." The District must obtain a permit from the United States Army Corps of Engineers ("USACE") if operations of the District require that wetlands be filled, dredged, or otherwise altered.

In 2023, the Supreme Court of the United States issued its decision in *Sackett v. EPA*, which clarified the definition of "waters of the United States" and significantly restricted the reach of federal jurisdiction under the CWA. Under the *Sackett* decision, "waters of the United States" includes only geographical features that are described in ordinary parlance as "streams, oceans, rivers, and lakes" and to adjacent wetlands that are indistinguishable from such bodies of water due to a continuous surface connection. Subsequently, the EPA and USACE issued a final rule amending the definition of "waters of the United States" under the CWA to conform with the Supreme Court's decision.

While the *Sackett* decision and subsequent regulatory action removed a great deal of uncertainty regarding the ultimate scope of "waters of the United States" and the extent of EPA and USACE jurisdiction, operations of municipal utility districts, including the District, could potentially be subject to additional restrictions and requirements, including additional permitting requirements, in the future.

Incllement Weather:

The District is located approximately 75 miles from the Texas Gulf Coast. Land located in this area is susceptible to high winds, heavy rain and flooding caused by hurricanes, tropical storms, and other tropical disturbances. If a hurricane (or any other natural disaster) significantly damaged all or part of the improvements within the District, the assessed value of property within the District could be substantially reduced, with a corresponding decrease in tax revenues or necessity to increase the District's tax rate. Further, there can be no assurance that a casualty loss to taxable property within the District will be covered by insurance (or that property owners will even carry flood insurance), that any insurance company will fulfill its obligation to provide insurance proceeds, or that insurance proceeds will be used to rebuild or repair any damaged improvements within the District. Even if insurance proceeds are available and improvements are rebuilt, there could be a lengthy period in which assessed values within the District would be adversely affected.

The greater Houston area has experienced multiple storms exceeding a 0.2% probability of occurrence (i.e., "500-year flood" events) since 2015. If the District were to sustain damage to its facilities as a result of such a storm (or any other severe weather event) requiring substantial repair or replacement, or if substantial damage to taxable property within the District were to occur as a result of a severe weather event, the investment security of the Bonds could be adversely affected.

If a future weather event significantly damaged all or part of the improvements within the District, the assessed value of property within the District could be substantially reduced, which could result in a decrease in tax revenues and/or necessitate an increase in the District's tax rate. Further, there can be no assurance that a casualty loss to taxable property within the District will be covered by insurance (or that property owners will even carry flood or other casualty insurance). Flood casualties are usually excepted from coverage unless specific flood insurance is purchased. The District cannot provide assurance that any insurance company will fulfill its obligation to provide insurance proceeds, or that insurance proceeds will be used to rebuild or repair any damages to improvements within the District. Even if insurance proceeds are available and improvements are rebuilt, there could be a lengthy period in which assessed values within the District would be adversely affected.

Specific Flood Type Risks:

The District may be subject to the following flood risks:

Ponding (or Pluvial) Flood – Ponding, or pluvial, flooding occurs when heavy rainfall creates a flood event independent of an overflowing water body, typically in relatively flat areas. Intense rainfall can exceed the drainage capacity of a drainage system, which may result in water within the drainage system becoming trapped and diverted onto streets and nearby property until it is able to reach a natural outlet. Ponding can also occur in a flood pool upstream or behind a dam, levee, or reservoir.

Riverine (or Fluvial) Flood – Riverine, or fluvial, flooding occurs when water levels rise over the top of river, bayou or channel banks due to excessive rain from tropical systems making landfall and/or persistent thunderstorms over the same area for extended periods of time. The damage from a riverine flood can be widespread. The overflow can affect smaller rivers and streams downstream, or may sheet-flow over land. Flash flooding is a type of riverine flood that is characterized by an intense, high velocity torrent of water that occurs in an existing river channel with little to no notice. Flash flooding can also occur even if no rain has fallen, for instance, after a levee, dam or reservoir has failed or experienced an uncontrolled release, or after a sudden release of water by a debris or ice jam. In addition, planned or unplanned controlled releases from a dam, levee, or reservoir also may result in flooding in areas adjacent to rivers, bayous, or drainage systems downstream.

Hurricane Beryl:

The District sustained high levels of wind and rainfall as a result of Hurricane Beryl's landfall along the Texas gulf coast on July 8, 2024. According to the District Operator there were no interruptions of water and sewer service as a result of Hurricane Beryl. Also, according to the District Engineer, there were no reports that any homes or improvements within the District experienced flooding or other structural damage as a result of Hurricane Beryl.

The District is subject to occasional severe weather events, including tropical storms and hurricanes. The District has experienced various storms exceeding a 0.2% probability (i.e. "500-year flood" events). If the District were to sustain damage to its facilities requiring substantial repair or replacement, or if substantial damage were to occur to taxable property within the District as a result of such a weather event, the investment security of the Bonds could be adversely affected.

Winter Storm Uri:

From February 12-19, 2021, the State of Texas experienced a severe winter storm ("Winter Storm Uri") which included prolonged freezing temperatures, heavy snow and freezing rains statewide. Winter Storm Uri led to power outages and potable and non-potable water shortages in many areas of the State, including the District. The federal government issued a Major Disaster Declaration for the State of Texas and has included federal funding for emergency protective measures. The District did not sustain material damage to its infrastructure during Winter Storm Uri, but the District cannot predict the impact of future winter weather events.

Reappraisal of Property after Disaster:

Until January 1, 2020, when requested by a local taxing unit, such as the District, the Appraisal District is required to complete a reappraisal as soon as practicable of all property damaged in an area that the Governor declares a disaster area. For reappraised property, the taxes are pro-rated for the year in which the disaster occurred. The taxing unit assesses taxes prior to the date the disaster occurred based upon market value as of January 1. Beginning on the date of the disaster and for the remainder of the year, the taxing unit applies its tax rate to the reappraised market value of the property. The District has not requested a reappraisal of property.

After January 1, 2020, a district may adopt an exemption for a portion of the value of property damaged by declared natural disaster based on the percentage of damage to the property.

Tax Payment Installments after Disaster:

Certain qualified taxpayers, including owners of residential homesteads, located within a natural disaster area and whose property has been damaged as a direct result of the disaster, are entitled to enter into a tax payment installment agreement with a taxing jurisdiction such as the District if the tax payer pays at least one-fourth of the tax bill imposed on the property by the delinquency date. The remaining taxes may be paid without penalty or interest in three equal installments within six months of the delinquency date.

Additionally, the Property Tax Code authorizes a taxing jurisdiction such as the District, solely at the jurisdiction's discretion to adopt a similar installment payment option for taxes imposed on personal property that is located within a designated disaster area or emergency area and is owned or leased by certain qualified business entities, regardless of whether the property has been damaged as a direct result of the disaster or emergency.

Harris County and City of Houston Floodplain Regulations:

As a direct result of Hurricane Harvey, Harris County and the City of Houston adopted new rules and amended existing regulations relating to minimizing the potential impact of new development on drainage and mitigating flooding risks. The new and amended Harris County regulations took effect on January 1, 2018, and the new and amended City of Houston regulations took effect on September 1, 2018.

The Harris County floodplain regulations govern construction projects in unincorporated Harris County and include regulations governing the elevation of structures in the 100-year and 500-year floodplains. Additionally, the Harris County regulations govern the minimum finished floor elevations as well as specific foundation construction requirements and windstorm construction requirements for properties located both above and below the 100-year flood elevation.

The City of Houston floodplain regulations govern construction projects in the corporate jurisdiction of the City of Houston and include regulations governing the elevation of structures in the 100-year and 500-year floodplains and the elevation of residential additions greater than one-third the footprint of the existing structure and non-residential additions. Additionally, the City of Houston regulations require an improved structure whose new market value exceeds 50% of the market value of the structure prior to the start of improvements meet the new and amended City of Houston regulations.

The new and amended Harris County and City of Houston regulations may have a negative impact on new development in and around the District as well as on the rehabilitation of existing homes impacted by flooding or other natural disasters.

Atlas 14:

The National Weather Service recently completed a rainfall study known as NOAA Atlas 14, Volume 11 Precipitation-Frequency Atlas of the United States ("Atlas 14"). Floodplain boundaries within the District may be redrawn based on the Atlas 14 study based on a higher statistical rainfall amount, resulting in the application of more stringent floodplain regulations applying to a larger area and potentially

leaving less developable property within the District. The application of such regulations could additionally result in higher insurance rates, increased development fees, and stricter building codes for any property located within the expanded boundaries of the floodplain.

Cybersecurity:

The District's consultants use digital technologies to collect taxes, hold funds and process disbursements. These systems necessarily hold sensitive protected information that is valued on the black market. As a result, the electronic systems and networks of organizations like the District's consultants are considered targets for cyber-attacks and other potential breaches of their systems. To the extent the District is determined to be the party responsible for various electronic systems or suffers a loss of funds due to a security breach, there could be a material adverse effect on the District's finances. Insurance to protect against such breaches is limited.

Increase In Costs of Building Materials and Labor Shortages:

As a result of low supply and high demand, shipping constraints, and ongoing trade disputes (including tariffs and retaliatory tariffs), there have been substantial increases in the cost of lumber and other materials, causing many homebuilders and general contractors to experience budget overruns. Further, the federal administration's unpredictable tariff policy (including the threatened impositions of tariffs) may impact the ability of the developer or homebuilder(s) in the District to estimate costs. The federal administration's immigration policies may additionally impact the State's workforce, particularly in construction. Mass deportations or immigration policies that make it challenging for foreign workers to work in the United States may result in labor shortages that impact the developer's ability to construct utility and road facilities and a homebuilder's ability to construct homes within the District. Decreased levels of construction activity would tend to restrict the growth of property values in the District or could adversely impact existing values. The District makes no representations regarding the probability of development or homebuilding continuing in a timely manner or the effects that current or future economic or governmental circumstances may have on any plans of the developer or any home builder.

2025 Legislative Session:

The 89th Regular Legislative Session convened on January 14, 2025, and concluded on June 2, 2025. The Legislature meets in regular session in odd numbered years for 140 days. When the Legislature is not in session, the Governor of Texas (the "Governor") may call one or more special sessions, at the Governor's discretion, each lasting no more than 30 days, and for which the Governor sets the agenda. During this time, the Legislature may enact laws that materially change current laws affecting ad valorem tax matters, including rollback elections for maintenance tax increases, and other matters which could adversely affect the marketability or market value of the Bonds. On June 23, 2025, the Governor called a special session which began on July 21, 2025, and ended on August 15, 2025. No legislation was passed during the first special session. The Governor immediately called a second special session which began on August 15, 2025, and concluded on September 4, 2025. The agenda released by the Governor for the second special session included, in part, "legislation reducing the property tax burden on Texans and legislation imposing spending limits on entities authorized to impose property taxes." The District can make no representations or predictions regarding any actions the Texas Legislature may take or the effect of any such actions.

Temporary Tax Exemption for Property Damaged by Disaster:

The Texas Property Tax Code provides for a temporary exemption from ad valorem taxation of a portion of the appraised value of certain property that is at least 15% physically damaged by a disaster and located within an area declared to be a disaster area by the governor of the State of Texas. This temporary exemption is automatic if the disaster is declared prior to a taxing unit, such as the District, adopting its tax rate for the tax year. A taxing unit, such as the District, may authorize the exemption at its discretion if the disaster is declared after the taxing unit has adopted its tax rate for the tax year. The amount of the exemption is based on the percentage of damage and is prorated based on the date of the disaster. Upon receipt of an application submitted within the eligible timeframe by a person who qualifies for a temporary exemption under the Property Tax Code, the Appraisal District is required to complete a damage assessment and assign a damage assessment rating to determine the amount of the exemption. The temporary exemption amounts established in the Property Tax Code range from 15% for property less than 30% damaged to 100% for property that is a total loss. Any such temporary exemption granted for disaster-damaged property expires on January 1 of the first year in which the property is reappraised.

USE OF BOND PROCEEDS

Proceeds from the sale of the Bonds will be used to: (1) finance costs associated with the reimbursement to certain developers for funds previously advanced on behalf of the District; (2) fund certain developer interest costs as approved by the TCEQ; (3) to fund certain District central water and sewer facilities; (4) to fund approximately 6 months of interest on the Bonds; and (5) pay issuance and administrative expenses associated with the sale of the Bonds. To the extent surplus funds are available from the sale of the Bonds, such funds may be expended for any lawful purpose for which surplus funds may be used, with approval of the TCEQ.

The Engineer has advised the District that the proceeds listed below should be sufficient for the acquisition of such facilities. The District's present estimate of the use of proceeds of the Bonds as approved by the TCEQ is as follows:

<u>CONSTRUCTION COSTS</u>	<u>District's Share</u> (a)
<i>Developer Contribution Items</i>	
Clearing & Grubbing for Willow Creek Manors	\$60,022
Clearing, Mass Grading, Detention, W/S/D, and Paving Improvements for Willow Creek Manors	\$2,071,092
SWPPP for Willow Creek Manors (1)	\$58,431
SWPPP for Willow Creek Manors (2)	\$3,964
Tomball Office Warehouse Lift Station	\$1,109,187
Kuykendahl Road Sanitary Sewer Extension	\$201,903
Engineering \ Surveying \ Geotechnical Testing	<u>\$596,351</u>
TOTAL DEVELOPER CONTRIBUTION ITEMS	\$4,100,950
<i>District Contribution Items</i>	
Willow Creek Manors Detention Pond	<u>\$157,769</u>
TOTAL DISTRICT ITEMS	\$157,769
 TOTAL CONSTRUCTION COSTS	 \$4,258,719
 <u>NON-CONSTRUCTION COSTS</u>	
Legal Fees	\$152,900
Fiscal Agent Fees	\$83,400
Capitalized Interest	\$139,000
Developer Interest	\$565,761
Bond Discount	\$166,800
Bond Issuance Expenses	\$88,960
Bond Application Report	\$85,000
Attorney General Fee	\$5,560
TCEQ Bond Issuance Fee	\$13,900
Contingency	<u>\$0</u> (b)
TOTAL NON-CONSTRUCTION COSTS	\$1,301,281
 TOTAL BOND ISSUE REQUIREMENT	 \$5,560,000

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- (a) TCEQ rules require, with certain exceptions that developers contribute to the District's construction program, a minimum of 30% of the construction costs of certain system facilities. The District was granted a waiver of such TCEQ rules because of the underlying investment grade rating on the District's bonds.
- (b) Additionally, the TCEQ Order requires the District to designate any surplus bond proceeds resulting from the sale of the Bonds at a lower interest rate than the rate initially projected in the District's Bond Application to the TCEQ as a contingency line item in the Official Statement. Such funds may be used by the District only upon approval by the TCEQ.

THE DISTRICT

General:

Dowdell Public Utility District was created by the Texas Legislature (Art. 8280-581) on June 4, 1971, and operates as a municipal utility district pursuant to the provisions of Chapters 49 and 54 of the Texas Water Code and other general statutes of Texas applicable to municipal utility districts. The District is subject to the continuing supervision of the Commission, and is located entirely within the exclusive extraterritorial jurisdiction of the City.

The District is located in northern Harris County approximately 25 miles northwest of the central business district of Houston, Texas, via Interstate Highway 45. The District is generally bounded by Stuebner Airline Road to the west, Huffsmith- Kuykendahl Road to the north, Gosling Road to the east and FM 2920 to the south. The District is located entirely within the extraterritorial jurisdiction of the City. The District is located within the Klein Independent School District. Since the creation of the District in 1971, the District has added 32 annexations between 1973 and December 2024 resulting in its existing size of approximately 1,540 acres.

Summary of Land Use:

A summary of the approximate land use in the District as of October 1, 2025 appears in the following table:

<u>Type of Land Use</u>	<u>Approximate Acres</u>
Fully Developed Acres (a)	1,188
Acres Under Development	0
Additional Developable Acres (b)	280
Other Undevelopable Acres (c)	<u>72</u>
Total Approximate Acres	1,540

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- (a) Approximately 696 acres includes 2,251 completed homes, 4 homes under construction, 76 vacant developed lots, certain improved commercial tracts of land and developed land owned by Klein ISD.
- (b) Includes certain acreage that will be used for detention pond and drainage rights-of-ways as additional land is developed.
- (c) Includes drainage easements and District plant sites.

Status of Residential Development:

The following is an approximate tabulation of the single-family residential development in the District as of October 1, 2025.

<u>Section</u>	<u>Approximate Acreage</u>	<u># of Lots</u>	<u>Completed Homes</u>	<u>Homes Under Construction</u>	<u>Vacant Developed Lots</u>
Willow Forest, Sections 1 & 2	137	563	563	0	0
Willow Dell, Sections 1 - 3	54	241	241	0	0
Miramar Lake, Sections 1 - 3	79	259	258	0	1
Creeside Place, Sections 1 & 2	50	190	190	0	0
Willow Trace, Section 1	85	273	272	0	1
Willow Trace, Section 2	43	116	99	1	16
Wildwood Glen, Section 1	26	55	55	0	0
Willow Lake Village	72	162	162	0	0
Preserve at Miramar Lake, Section 1	24	96	96	0	0
Vintage Creek	51	150	150	0	0
Willows Edge	14	43	43	0	0
Oakview Farms Sections 1 & 2	20	29	18	1	10
Willowpoint, Section 1	<u>41</u>	<u>154</u>	<u>104</u>	<u>2</u>	<u>48</u>
Total	696	2,331	2,251 (a)	4	76

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- (a) As of October 1, 2025, there were approximately 2,229 occupied single-family homes in the District.

Commercial Development in the District:

Commercial development within the District consists of approximately 190 acres. Major commercial developments include (but are not limited to: an Amazon warehouse (65 acres), Home Depot (18 acres), and a Cavender's retail outlet. The remaining acreage has been developed as a combination of strip centers, convenience/gas stations, a hotel (94 units), and 6 multi-family complexes (1,850 units) a veterinarian clinic, two gymnasiums, a bank building, offices, fast food restaurants and 3 carwash facilities. The Home Depot tract includes two pad site available for additional commercial development.

Klein ISD has constructed 2 elementary schools within the District, as well as a multi-purpose building (totaling approximately 122 acres). A middle school, high school and a stadium are also proposed to be constructed in the District by Klein ISD.

A portion of the land within the District is located within the Defined Area. Most of the Defined Area (approximately 65 acres) is being developed by Grand Parkway Marketplace 1750, LLC. Grand Parkway Marketplace 1750, LLC is a special purpose entity created by and controlled by Kimco Realty Corp. ("KIMCO"), which has completed the construction of a 480,510 sq. ft. (approximate size) retail center located at the intersection of Kuykendahl and Spring Stuebner Road. KIMCO is a publicly traded corporation whose stock has been listed on the New York Stock Exchange since 1991 and specializes in shopping center acquisitions, development and management for more than 50 years.

Commercial establishments within the Defined Area consist of 56 establishments which represent 466,155 square feet of commercial property as of September 1, 2024. Not Included are 5 spaces of 3,406; 2,752; 1,460; 1,117; and 1,066 square feet, which are currently being marketed for lease. The list of the establishments that have moved into the center are shown below:

<u>Establishment</u>	<u>Approx. Sq. Ft.</u>	<u>Establishment</u>	<u>Approx. Sq. Ft.</u>
Target (a)	126,844	America's Best Contacts & Eye	3,500
Burlington	43,500	Bloofin Sushi	3,400
Ross Dress for Less	25,000	Orangetheory Fitness	3,360
TJ Maxx	21,500	Bojangles	3,138
Michaels	21,362	Shannon Jewelers	3,000
PetSmart	20,626	James Avery Jewelry	2,970
DSW Shoe Warehouse	18,000	Vitamin Shoppe	2,800
Barnes & Noble	12,500	MOD Pizza	2,800
Ulta	10,000	Regions Bank	2,700
Uncle Julio's Mexican from Scratch	8,300	Salata	2,536
Five Below	8,000	T-Mobile	2,500
Olive Garden	7,750	Torrid	2,447
Famous Footwear	7,000	4EverYoung Anti-Aging Solutions	2,435
Carter's	7,000	Five Guys Burgers and Fries	2,400
My Kid's Dentist & Orthodontic	5,675	Potbelly Sandwich Shop	2,400
Willie's Grill & Icehouse	5,520	Results Physiotherapy	2,250
Buffalo Wild Wings	5,456	Chipotle Mexican Grill	2,200
Maurices	5,185	T Jin's China Diner	2,000
Outback Steakhouse	5,005	Amazing Lash Studio	1,800
Jason's Deli	5,000	IVX Health	1,750
Men's Wearhouse	4,881	Pho Viet & Grill	1,618
		Great American Cookies/ Marble Slab	
Toasted Yolk Cafe	4,650	Creamery	1,600
La Madeleine French Bakery & C	4,500	Jamba Juice	1,540
Navy Federal Credit Union	4,218	Waxing the City	1,505
Bath & Body Works	4,178	Teaspoon	1,159
AT&T Mobility	4,000	Cinnaholic	1,134
Mattress Firm	4,000	PostNet	1,063
Nails of America #2	3,500	Expedia Travel	1,000

(a) Target owns its building which includes 126,844 sq. ft. of retail space, the rest of the establishments have entered into lease agreements with Grand Parkway Marketplace 1750, LLC.

Additionally, approximately 16 acres in the Defined Area is owned by Five Forks Village, LLC and G.P. Kuykendahl, LLC's and MT&MS Texas Properties, LLC all of which are entities controlled by Mark Terpestra. Mr. Terpestra has sold the land within the Defined Area as three tracts. One has been developed as a Cavender's Western Wear store, one to Methodist Hospital and the other to a hotel group. The hospital and motel have not been constructed as of this date. None of the land in the Defined Area will be developed for single family housing purposes.

Potential Future Development:

The District contains approximately 280 developable acres that remain to be developed. Reimbursement by the District of certain of the development costs of such acreage may be financed by the sale of future bond issues by the District. The District makes no representation as to when, if ever, such acreage will be developed. See "THE BONDS – Issuance of Additional Debt."

Strategic Partnership Agreement:

The City and the District entered into a Strategic Partnership Agreement ("SPA") effective as of May 14, 2013. The SPA provides for the limited purpose annexation of certain developed commercial tracts within the District into the City for the limited purposes of imposition of the City's Sales and Use Tax. The District continues to provide water supply and wastewater treatment services in the annexed area, and no City services are provided. The properties made subject to the SPA may not be taxed for ad valorem purposes by the City. Additional properties may become subject to the SPA by amending the SPA upon the consent of the City and the District. The City pays the District an amount equal to 50% of all Sales and Use Tax revenues generated from the properties subject to the SPA. The term of the SPA is 30 years. During the term of the SPA, the City has agreed not to annex all or part of the District or commence any action to annex all or part of the District for full purposes. The payments from the City under the SPA are not pledged to the payment of the Bonds and are available for any lawful purpose.

Management of the District:

The District is governed by a board of directors (the "Board") which has control over and management supervision of all affairs of the District. All of the directors reside within the District. Director elections are held only in even-numbered years and the directors serve staggered four-year terms. The current members and officers of the Board, along with their titles are listed below:

<u>Name</u>	<u>Title</u>	<u>Term Expires May</u>
Jerry L. Nelson	President	2028
Allison Copony	Vice President	2026
James J. Bertus	Secretary	2026
Danny Staab	Director	2028
Robert C. Johnson	Director	2026

The District does not employ a general manager and does not have any employees. The District has contracted for utility system operations, bookkeeping, tax assessing and collecting, engineering, legal services, and annual auditing of its financial statements as follows:

Tax Assessor/Collector - The District's Tax Assessor/Collector is Equi-Tax, Inc. who is engaged under annual contract and represents 100 other utility districts.

Bookkeeper - The District's bookkeeper is Myrtle Cruz, Inc. which acts as bookkeeper for approximately 340 other utility districts.

Auditor - The District's annual financial statements as of and for the year ended September 30, 2024, have been audited by McCall Gibson Swedlund Barfoot Ellis PLLC, Certified Public Accountants. See "APPENDIX A" for a copy of the District's September 30, 2024, audited financial statements.

Utility System Operator - The District's operator is Marlon Ivy & Associates. Such firm acts as the operator for approximately 24 other utility districts.

Engineer - The consulting engineer for the District is Vogler & Spencer Engineering, Inc. which serves as the District's Engineer.

Financial Advisor - The District engaged The GMS Group, L.L.C. as financial advisor for a fee to be computed on each separate issuance of bonds, contingent upon such bonds being delivered.

Legal Counsel - Roach Goodall PLLC, The Woodlands, Texas serves as general counsel and bond counsel in connection with the issuance of bonds by the District. The legal fees to be paid for bond counsel services rendered in connection with the issuance of the Bonds are based on a percentage of the Bonds actually issued, sold and delivered.

Disclosure Counsel – Norton Rose Fulbright US LLP, Houston, Texas, has been engaged by the District to serve as Disclosure Counsel on certain matters related to the sale and delivery of the Bonds, but such advice should not be relied upon by the purchasers as a due diligence undertaking on their behalf. Fees of the Disclosure Counsel will be paid from proceeds of the Bonds; such fees are contingent upon the sale and delivery of such Bonds.

Investments of the District:

The District has adopted an Investment Policy as required by the Public Funds Investment Act, Chapter 2256, Texas Government Code. The District's goal is to preserve principal and maintain liquidity while securing a competitive yield on its portfolio. Funds of the District are invested in short-term obligations of the U.S. Treasury and federal agencies, certificates of deposit insured by the Federal Deposit Insurance Corporation ("FDIC") or secured by collateral evidenced by perfected safekeeping receipts held by a third-party bank, and public funds investment pools rated in the highest rating category by a nationally recognized rating service. The District does not currently own or intend to purchase long-term securities or derivative products.

THE DEVELOPERS

Role of the Developer:

In general, activities of a developer in a municipal utility district such as the District include acquiring land for development; defining a marketing program; planning and scheduling development; securing adequate funds for development; arranging for design and construction of utilities, streets, amenities, and other improvements; participating in the procurement of necessary governmental permits and approvals, including creation of political subdivisions such as the District; and selling developed and undeveloped land to other developers, investors, and others. Ordinarily, the developer pays 100% of the costs of paving and amenity design and construction while the utility district finances certain costs of water supply and distribution, wastewater collection and treatment, and drainage facilities. The TCEQ rules generally require the developer to pay 30% of the cost of certain underground water distribution, wastewater collection, and drainage facilities. However, developers in the district have qualified for 100% reimbursement in the past and the District anticipates that developers will try to qualify for 100% reimbursement in the future.

In addition, the developer is ordinarily the major taxpayer within a district during the early stages of development. The relative success or failure of a developer to perform in the above-described capacities may affect the ability of a district to collect taxes sufficient to pay debt service and retire bonds.

Developers in the District:

D.R. Horton has developed 162 lots and completed the build-out of the single-family residential subdivision known as Willow Lake Village on approximately 72 acres. D.R. Horton marketed homes in the subdivision in the \$280,000 - \$375,000 price range.

D.R. Horton has constructed homes in the 150 developed lot subdivision known as Vintage Creek, Section 1; homes were constructed and marketed in this subdivision in the \$180,000 - \$200,000 price range.

K McGaughey FM 2920, LLC has developed 55 lots in the single-family residential subdivisions known as Wildwood Glen, Section 1. MHI began homebuilding in Wildwood Glen, Section 1 during the third quarter of 2014 and completed the build-out of the subdivision during first quarter of 2016. MHI marketed homes in the \$200,000 - \$300,000 price range in the subdivision.

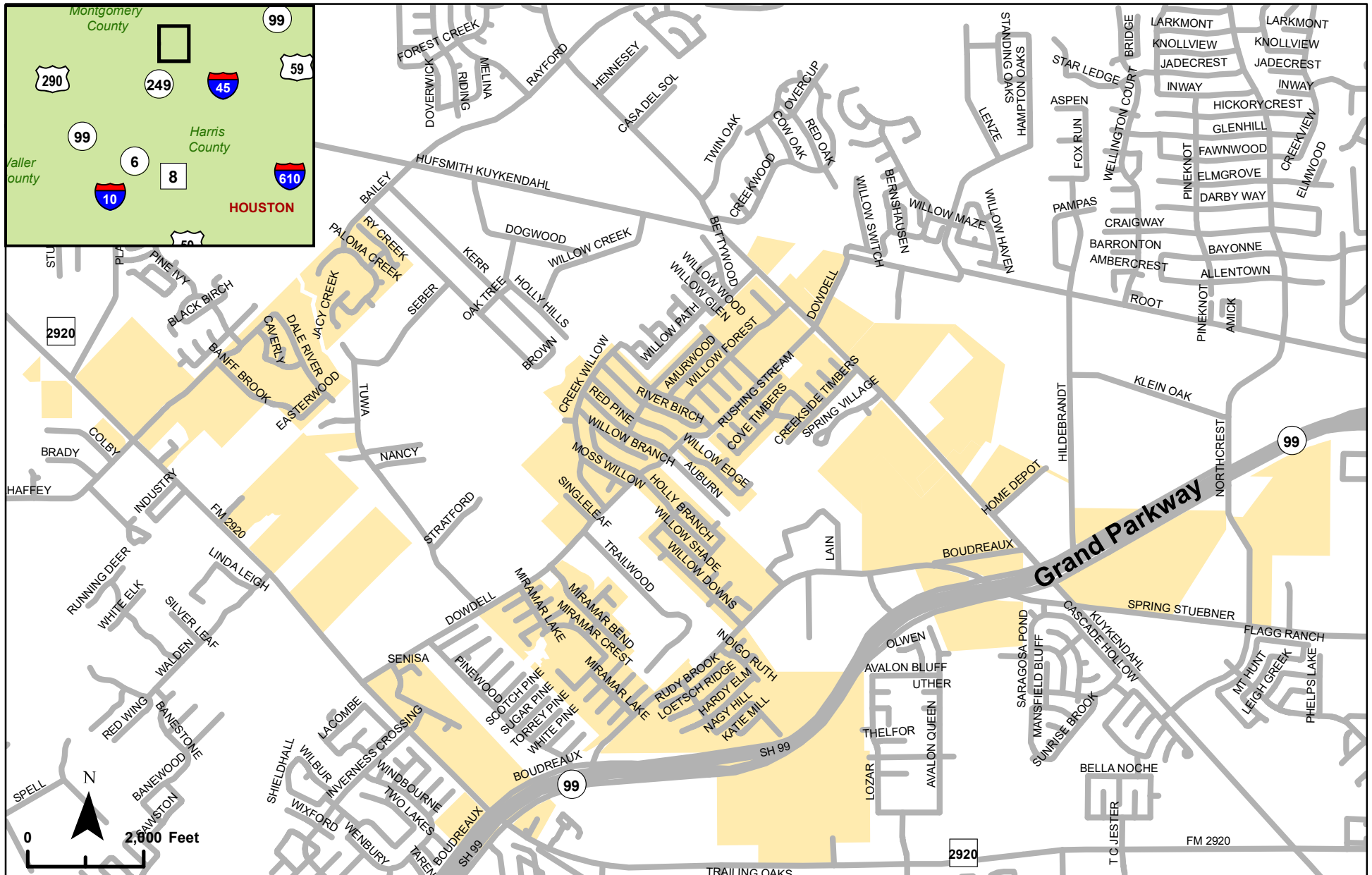
LPUSA, Inc. has developed the lots located in the 2 subdivisions known as Willows Edge (43 lots) and the Preserve at Miramar Lake, Section 1 (96 lots); lots in these sections have been sold to Candlewood Homes, Lennar Homes, and Meritage Homes. Homes are currently being marketed in the \$200,000 - \$300,000 price range in these subdivisions.

Home Depot completed the development of a 134,500 square foot retail store located on approximately 16 acres in the first quarter of 2019. Home Depot includes two pad sites that will be available for additional commercial development.

Five Forks Village L.L.C. ("Five Forks") recently sold approximately 15 acres to Watermark Residential ("Watermark") who has completed the development of a 336-unit multi-family project. According to representative of Watermark, the project is currently 93% occupied.

K. Hovnanian Houston Willowpoint, LLC has developed the lots located in the subdivision known as Willowspoint (154 lots). Homes are currently being marketed in the \$300,000 price range in this subdivision.

LOCATION MAP



Legend

Dowdell Public Utility District Boundary

Dowdell Public Utility District

Attachment No. 4
Location Map
17th Bond Issue

SOURCES: VDW&V 2020; H-GAC, 2018

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THE SYSTEM

Regulation:

The District's water, wastewater, and storm drainage facilities have been designed in accordance with accepted engineering practices and the requirements of certain governmental agencies having regulatory or supervisory jurisdiction over the construction and operation of such facilities, including, among others, the TCEQ, the City, Harris County, Harris County Flood Control District and the Harris-Galveston Coastal Subsidence District. The designs of all such facilities have been approved by all required governmental agencies. Operation of the District's waterworks and wastewater facilities is subject to regulation by, among others, the Environmental Protection Agency, the TCEQ, the City, Harris County, and the Harris-Galveston Coastal Subsidence District. In many cases, regulations promulgated by these agencies have become effective only recently and are subject to further development and revision.

Description of the System:

The water, wastewater and storm drainage facilities of the District and the accompanying rights of use therein are described below based upon information obtained from the District's records.

- Water Facilities -

The District is presently served by three water plants and related facilities. The water supply is from three wells with a combined capacity of 3,200 gallons per minute ("gpm"). The District's water plants, water wells, and related water supply facilities has the capacity to serve approximately 4,625 equivalent single-family connections ("ESFCs"). Such capacity is adequate to serve the District as the District exists today.

- Wastewater Treatment System -

The District owns a permanent wastewater treatment plant with a capacity of 950,000 gallons per day ("gpd"). According to the District's Engineer, the District's capacity of 950,000 gpd of wastewater capacity is sufficient to serve approximately 3,800 ESFCs.

The District owns a second wastewater treatment facility completed in 2022 which has a capacity of 450,000 gpd that is sufficient to serve approximately 1,800 ESFCs. The combined capacity is adequate to serve the District as the District exists today.

100-Year Flood Plain:

Willow Forest, Section 1, subdivision contains 44 lots located within the current 100-year flood plain (34 of these lots have been purchased by Harris County Flood Control District; Dowdell owns 5 of the lots and Willow Forest Homes Association owns 5 of the lots; no structures will ever be constructed on these lots). Additionally, there are 38 lots within the current 100-year flood plain that are improved with existing homes constructed on those 38 lots.

Surface Water Conversion:

The District is within the boundaries of the Harris-Galveston Subsidence District (the "Subsidence District") which regulates groundwater withdrawal. The District's authority to pump groundwater from its well is subject to annual permits issued by the Subsidence District. On April 14, 1999, the Subsidence District adopted a District Regulatory Plan (the "1999 Plan") to reduce groundwater withdrawal through conversion to surface water in areas within the Subsidence District's jurisdiction. Under the 1999 Plan, the District was required to submit to the Subsidence District, a groundwater reduction plan and must have begun construction of surface water conversion infrastructure by January 2005, or pay a disincentive fee for any groundwater withdrawn in excess of 20% of the District's total water demand. This same disincentive fee will be imposed under the 1999 Plan if the District's groundwater withdrawal exceeds 70% of the District's total water demand beginning January 2010, exceeds 40% of the District's total water demand beginning January 2025, and exceeds 20% of the District's total water demand beginning January 2035. In addition, if the District does not meet the Subsidence District's requirements as described above, the District may be required to pay the disincentive fees adopted by the Subsidence District.

The District is located within the North Harris County Regional Water Authority (the "Authority"). The Authority was created to provide for the supply of surface water to north Harris County and to prepare a ground water reduction plan to comply with the Subsidence District's 1999 Plan. The Authority submitted its Groundwater Reduction Plan to the Subsidence District and it received final certification on June 11, 2003. The Authority entered into a contract with the City to purchase surface water beginning in 2010. The District currently pays to the Authority a ground water pumpage fee of \$2.60 per 1,000 gallons of water produced from its wells. If the District were to purchase surface

water from the Authority it would pay a fee of \$3.05 per 1,000 gallons of surface water. The issuance of additional bonds by the District, in an undetermined amount, may be necessary in the future to develop further surface water infrastructure or to participate in the Authority's regional surface water conversion effort.

Water and Waste Collection and Disposal Rates:

The Board establishes rates and fees for water and waste collection and disposal services, which are subject to change from time to time. Waste collection and disposal service provided to single family residential customers includes wastewater treatment service and solid waste collection service. Commercial customers receive only water and wastewater treatment service according to the rate order. The following monthly residential rates became effective on December 21, 2023.

	<u>Minimum Charge</u>	<u>Minimum Usage</u>	<u>Rate per 1,000 Gallons over Minimum Usage</u>	<u>Levels</u>
WATER:	\$33.14	6,000	\$1.50	6,001 to 20,000
			\$1.60	20,001 to 40,000
			\$1.70	40,001 and up
WASTEWATER:	\$10.00	6,000	\$0.75	6,001 to 20,000
			\$0.85	20,001 to 40,000
			\$0.95	40,001 and up
North Harris County Regional Water Authority Fee			\$3.96	0,001 and up

General Fund Operating History:

The Bonds are payable from the levy of an ad valorem tax, without legal limitation as to rate or amount, upon all taxable property in the District. The information included in the table below relating to the District's water and sewer system operations is provided for information purposes only.

	Fiscal Year Ended September 30 (a)				
	<u>2024</u>	<u>2023</u>	<u>2022</u>	<u>2021</u>	<u>2020</u>
REVENUES					
Property Taxes	\$1,682,988	\$924,045	\$772,218	\$666,166	\$628,787
Water Service	\$1,732,091	\$1,406,685	\$1,356,844	\$1,169,490	\$1,098,122
Wastewater Service	\$523,163	\$483,266	\$444,116	\$412,799	\$370,972
Water Authority Fees	\$1,149,350	\$1,288,703	\$1,316,556	\$1,067,351	\$926,269
Penalty and Interest	\$80,121	\$78,293	\$68,904	\$37,896	\$22,724
Connection and Inspection Fees	\$1,110,305	\$1,199,726	\$437,656	\$511,775	\$446,010
Investment and Miscellaneous Revenues	<u>\$363,191</u>	<u>\$309,574</u>	<u>\$69,318</u>	<u>\$43,410</u>	<u>\$54,689</u>
TOTAL REVENUES	\$6,641,209	\$5,690,292	\$4,465,612	\$3,908,887	\$3,547,573
EXPENDITURES					
Professional Fees	\$386,048	\$386,853	\$345,116	\$226,876	\$273,395
Contracted Services	\$1,224,040	\$971,218	\$791,451	\$552,748	\$515,707
Utilities	\$211,816	\$340,300	\$259,169	\$195,032	\$201,682
Water Authority Assessments	\$1,070,413	\$1,386,801	\$1,472,239	\$1,136,798	\$925,180
Repairs and Maintenance	\$1,774,458	\$1,317,322	\$1,239,545	\$796,080	\$786,701
Other	\$980,903	\$1,078,762	\$509,012	\$521,360	\$486,884
Capital outlay	<u>\$55,024</u>	<u>\$4,070</u>	<u>-</u>	<u>\$40,801</u>	<u>\$868,323</u>
TOTAL EXPENDITURES (b)	\$5,702,702	\$5,485,326	\$4,616,532	\$3,469,695	\$4,057,872
EXCESS (DEFICIENCY) REVENUES OVER EXPENDITURES	\$938,507	\$204,966	(\$150,920)	\$439,192	(\$510,299)
OTHER FINANCING SOURCES (USES)					
Transfers in (Out)	-	-	-	\$897,277	\$260,273
Contributed by Other Government Unit	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
TOTAL OTHER FINANCING SOURCES(USES)	-	-	-	\$897,277	\$260,273
NET CHANGE IN FUND BALANCE	\$938,507	\$204,966	(\$150,920)	\$1,336,469	(\$250,026)
BEGINNING FUND BALANCE	\$4,892,440	\$4,687,474	\$4,838,394	\$3,501,925	\$3,751,951
ENDING FUND BALANCE	\$5,830,947	\$4,892,440	\$4,687,474	\$4,838,394	\$3,501,925

(a) Data is taken from District's audited financial statements. See "APPENDIX A."

(b) As of September 18, 2025, the District had an unaudited cash balance and investment balance in the General Fund of approximately \$6,612,863. For the fiscal year ending September 30, 2025 the General Fund is projecting revenues of \$5,605,000 and expenditures of \$5,275,000. For the fiscal year ending September 30, 2026 the General Fund is budgeting revenues of \$5,838,085 and expenditures of \$5,285,000.

DISTRICT DEBT

(Unaudited)

7/1/2025 Estimated Taxable Value	\$1,353,296,705	(a)
1/1/2025 Taxable Value	\$1,361,562,253	(b)

Direct Debt		
Outstanding Bonds (as of October 1, 2025)	\$91,510,000	(c)
The Bonds	<u>\$5,560,000</u>	
Total Direct Debt	\$97,070,000	

Estimated Overlapping Debt	<u>\$82,164,339</u>	(d)
Direct and Estimated Overlapping Debt	\$179,234,339	

Percentage of Direct Debt to:	
7/1/2025 Estimated Taxable Value	7.17%
1/1/2025 Taxable Value	7.13%

Percentage of Direct and Estimated Overlapping Debt to:	
7/1/2025 Estimated Taxable Value	13.24%
1/1/2025 Taxable Value	13.16%

2025 Tax Rate Per \$100 of Assessed Value	
Debt Service	\$0.46
Maintenance Tax	<u>\$0.20</u>
Total 2025 Tax Rate	\$0.66 (e)

-
- (a) Reflects data supplied by the HCAD. The Estimated Taxable Value as of 7/1/2025 was prepared by HCAD and provided to the District. Such value is not binding on HCAD, and any new value (subsequent to January 1, 2025) will not be included on the District's tax roll until the 2026 tax roll is prepared and certified by HCAD during the second half of 2026. See "TAX DATA" and "TAX PROCEDURES".
- (b) Reflects the January 1, 2025 Certified Taxable Value according to data supplied to the District by HCAD for informational purposes only. Such value represents \$1,296,447,068 value that is fully certified and 85% of HCAD's opinion of the taxable value that will be certified for property still in the certification process (\$65,115,185). See "TAX PROCEDURES."
- (c) Excludes bonds issued by the District for the Defined Area; the Defined Area bonds are secured by a tax levied against property located solely within the Defined Area. The District tax securing the Bonds is on a parity within the District tax securing the Defined Area bonds. See "THE DISTRICT DEBT."
- (d) Includes the Defined Area bonds which, within the Defined Area, are direct obligations of the District and payable on a parity with the Bonds from ad valorem taxes levied in the Defined Area. See "THE DISTRICT DEBT" and "RISK FACTORS – Defined Area within the District."
- (e) The figures above excludes the tax rate of \$0.38 that was levied on the property within the Defined Area within the District for the 2025 tax year. See "RISK FACTORS – Defined Area within the District."

Estimated Overlapping Debt:

Other governmental entities whose boundaries overlap the District have outstanding bonds payable from ad valorem taxes. The following statement of direct and estimated overlapping ad valorem tax debt was developed from information contained in "Texas Municipal Reports" published by the Municipal Advisory Council of Texas, and certain other sources. Except for the amount relating to the District, the District has not independently verified the accuracy or completeness of such information, and no person is entitled to rely upon such information as being accurate or complete. Furthermore, certain of the entities listed below may have issued additional bonds, the amount of which cannot be determined. Political subdivisions overlapping the District are authorized by Texas law to levy and collect ad valorem taxes for operation, maintenance, and/or general revenue purposes in addition to taxes for payment of their debt, and some are presently levying and collecting such taxes.

<u>Taxing Jurisdiction</u>	<u>Outstanding Debt</u>	<u>Overlapping Debt</u>	
		<u>Percent</u>	<u>Amount</u>
Klein Independent School District	\$1,464,255,000	4.55%	\$66,687,256
Harris County	\$2,343,959,736	0.21%	\$4,873,925
Harris County Flood Control District	\$958,695,000	0.21%	\$2,035,514
Port of Houston Authority	\$406,509,397	0.21%	\$854,233
Harris County Hospital District	\$867,820,000	0.22%	\$1,943,152
Harris County Department of Education	\$28,960,000	0.20%	\$59,241
Lone Star College System	\$434,530,000	0.42%	\$1,811,019
Dowdell PUD Defined Area No. 1 (a)	\$3,900,000	100.00%	<u>\$3,900,000</u>
Total Estimated Overlapping Debt			\$82,164,339
The District's Direct Debt (b)			<u>\$97,070,000</u>
Total Direct and Estimated Overlapping Debt			\$179,234,339

(a) See "RISK FACTORS – Defined Area within the District."

(b) Includes the Bonds.

TAX DATA

Tax Collections:

The following table sets forth the historical tax collection experience of the District for the tax years 2021 through 2025. Such table has been prepared based upon information from District records. Reference is made to such records and statements for further and complete information.

<u>Tax Year</u>	<u>Taxable Valuation</u>		<u>Tax Rate</u>	<u>Adjusted Levy</u>	<u>Current Collections</u>	<u>Current & Prior Years</u>	<u>End 9/30</u>
2025	\$1,361,562,253	(a)	\$0.66	\$8,986,311	(c)	(c)	2026
2024	\$1,186,790,888		\$0.69	\$8,188,857	99%	98%	2025
2023	\$1,053,343,916		\$0.74	\$7,794,745	100%	98%	2024
2022	\$924,033,940		\$0.78	\$7,207,465	100%	99%	2023
2021	\$771,034,646		\$0.80	(b) \$6,168,277	100%	100%	2022

(a) Reflects the January 1, 2025 Certified Taxable Value according to data supplied to the District by HCAD for informational purposes only. Such value represents \$1,296,447,068 value that is fully certified and 85% of HCAD's opinion of the taxable value that will be certified for property still in the certification process (\$65,115,185). See "TAX PROCEDURES."

(b) Excludes the \$0.38 tax rate levied by the District against property located within the boundaries of the Defined Area which is in addition to the tax rate levied by the District. See "THE DISTRICT DEBT" and "RISK FACTORS – Defined Area within the District."

(c) The 2025 taxes are due on or before January 31, 2026. Such taxes become delinquent if not paid before February 1, 2026. See "TAXING PROCEDURES."

Tax Distribution:

The following table sets forth the tax rate distribution of the District for the years 2021 through 2025.

	<u>2025</u>	<u>2024</u>	<u>2023</u>	<u>2022</u>	<u>2021 (a)</u>
Debt Service	\$0.46	\$0.53	\$0.58	\$0.68	\$0.70
Maintenance/Operation	<u>\$0.20</u>	<u>\$0.16</u>	<u>\$0.16</u>	<u>\$0.10</u>	<u>\$0.10</u>
Total	\$0.66	\$0.69	\$0.74	\$0.78	\$0.80

(a) Excludes the Defined Area's \$0.38 tax rate levied in 2018 - 2021; within the Defined Area. See "RISK FACTORS – Defined Area within the District."

Maintenance Tax:

The District has the statutory authority to levy and collect an annual ad valorem tax for operation and maintenance of the District's improvements. Such maintenance tax was authorized by the District's voters during May 2015. The District is authorized to levy a \$1.00 maintenance tax. Such tax is in addition to taxes which the District is authorized to levy for paying principal of and interest on the Bonds, the Outstanding Bonds, and any tax bonds which may be issued in the future. The District has levied such a maintenance tax in 2015 – 2025 and expects to levy a maintenance tax in the future. See "TAX RATE DISTRIBUTION" herein.

Principal Taxpayers:

The following table, which sets forth the District's principal taxpayers, was provided by the District's Tax Assessor/Collector based upon the 2025 certified tax roll (which reflects ownership at January 1, 2025 of the Harris Central Appraisal District.)

<u>Principal Taxpayers (a)</u>	<u>Type of Property</u>	<u>Assessed Value</u>	<u>% of Total</u>
Amazon	Commercial	\$112,479,350	8.68%
GP Market Place 1750 LLC	Commercial	\$101,056,292	7.79%
Magnolia Spring Property Owner LP	Commercial	\$51,606,085	3.98%
Vantage at Tomball LLC	Commercial	\$41,824,365	3.23%
Willow Creek I Ltd	Commercial	\$32,920,106	2.54%
Willow Creek Manors Property LLC	Commercial	\$28,423,170	2.19%
Q Grandparkway LP	Commercial	\$27,620,800	2.13%
Home Depot	Commercial	\$21,205,698	1.64%
Target Corporation	Commercial	\$14,719,206	1.14%
Parchaus Kuykendahl LP	Commercial	<u>\$10,027,501</u>	<u>0.77%</u>
TOTAL		\$441,882,573	34.08%

(a) Reflects information obtained by the District's Tax Assessor/Collector from the HCAD's records. The District makes no representation as to the accuracy of such information.

Tax Adequacy for Debt Service:

The calculations shown below assume, solely for the purpose of illustration, no net revenues, no increase over the 7/1/2025 Estimated Taxable Valuation and the 2025 Taxable Value as provided by HCAD and use a tax rate adequate to service the District's total debt service requirements following issuance of the Bonds. The available balances in the debt service fund are not reflected in these computations. The figures below do not include any calculations relative to the taxes necessary to satisfy debt service requirements in the District's Defined Area. The District levied a \$0.38 debt service tax rate in the Defined Area in 2024 and anticipates levying similar debt service tax rates in the Defined Area in the future.

Maximum Annual Debt Service Requirements (2039)	\$6,408,828*
\$0.50 Tax Rate on the 7/1/2025 Estimated Taxable Valuation of \$1,353,296,705	
@ 95% collections produces	\$6,428,159*
\$0.51 Tax Rate on the 1/1/2025 Taxable Valuation of \$1,361,562,253	
@ 95% collections produces	\$6,596,769*

*Preliminary, subject to change.

Analysis of Tax Base:

Based on information provided to the District by HCAD and its Tax Assessor/Collector, the following represents the composition of property comprising the tax roll valuations for 2021 through 2025.

<u>Year</u>	<u>Type of Property</u>			<u>Gross</u> <u>Valuations</u>	<u>Exemptions</u>	<u>Taxable</u> <u>Valuations</u>	
	<u>Land</u>	<u>Improvements</u>	<u>Personal</u> <u>Property</u>				
2025	\$350,448,177	\$993,608,218	\$145,132,216	\$1,489,188,611	\$192,741,543	\$1,296,447,068	(a)
2024	\$341,156,061	\$915,649,881	\$75,869,295	\$1,332,675,237	\$145,884,349	\$1,186,790,888	
2023	\$231,224,185	\$866,981,299	\$61,519,216	\$1,159,724,700	\$106,380,784	\$1,053,343,916	
2022	\$228,531,319	\$729,371,729	\$54,240,160	\$1,012,143,208	\$88,109,268	\$924,033,940	
2021	\$224,797,089	\$585,600,798	\$38,462,620	\$848,860,507	\$77,825,861	\$771,034,646	

- (a) Reflects only the portion of the January 1, 2025 Certified Taxable Value that is presently certified on the District's tax roll and therefore excludes \$65,115,185 of uncertified taxable value that is still in the certification process; such amount of uncertified value represents HCAD's estimate of the taxable value that will ultimately be certified on the District's tax roll after successful protest. The District is authorized by law to levy taxes only against certified values. See "TAX PROCEDURES."

Estimated Overlapping Taxes:

The following table sets forth all 2024 taxes levied by overlapping taxing jurisdictions on property within the District. No recognition is given to local assessments for civic association dues, fire department contributions, or any other levy by entities other than political subdivisions.

<u>Taxing Entities</u>	<u>2024 Tax Rate Per \$100</u> <u>Assessed Valuation</u>
Klein Independent School District	\$1.011900
Harris County (a)	\$0.608689
Lone Star College System	\$0.107600
Harris County Emergency Service District No. 16	\$0.049881
Harris County Emergency Service District No. 11	<u>\$0.038294</u>
Total Overlapping Taxes	\$1.816364
 The District (2025)	<u>\$0.660000</u>
Total Direct & Overlapping Taxes (b)	\$2.476364

- (a) Includes taxes levied by Harris County, Port of Houston, the Harris County Flood Control District, Harris County Hospital District, and Harris County Department of Education.
- (b) Does not include the Defined Area No. 1 tax rate. The overlapping tax rates for such portion of the District is \$2.856364 as opposed to the \$2.476364 shown in the table above. The Defined Area consists of commercial properties; no homeowners reside within the Defined Area. See "RISK FACTORS – Defined Area within the District."

TAX PROCEDURES

Tax Code and County-Wide Appraisal District:

Under Texas law, including the Texas Tax Code (the "Tax Code"), there is established in each county in the state a single appraisal district with responsibility for recording and appraising property for all taxing units within the county and a single appraisal review board with responsibility for reviewing and equalizing the values established by the appraisal district. By May 15 of each year or as soon thereafter as is practicable, the appraisal district is required to prepare appraisal records of property to be appraised as of January 1 of each year. The Tax Code generally requires appraisals at 100% of market value. A residence homestead is to be appraised solely on the basis of its value as a residence homestead, regardless of whether residential use is considered to be the highest and best use of the property. Property tax appraisals in the District are subject to review by the Harris Central Appraisal Review Board (the "Appraisal Review Board"). Taxpayers and, under certain circumstances, taxing units (such as the District) may appeal the orders of the Appraisal Review Board by filing a timely petition for review in state district court. Such review or appeals may delay the certification of taxable values and hence delay the levy and collection of taxes by the District. In the event of such an appeal, the value of the property in question will be determined by the court, or by a jury if requested by any party. Absent any such appeal, the appraisal roll prepared by the Harris Central Appraisal District ("HCAD") and approved by the Appraisal Review Board must be used by each taxing jurisdiction within Harris County to establish its tax rolls and tax rate. The Texas

Comptroller of Public Accounts may provide for the administration and enforcement of uniform standards and procedures for appraisal of property.

Although the District is responsible for establishing tax rates and levying and collecting its taxes each year, under the system of county-wide tax appraisal implemented by the Tax Code, the District cannot establish appraisal standards or determine the frequency of revaluation or reappraisal. The Tax Code requires HCAD to implement a plan for periodic reappraisal of property to update appraised values, and the plan must provide for reappraisal of all real property in the appraisal district at least once every three years. The District is eligible, along with all other conservation and reclamation districts within Harris County, to participate in the nomination of and vote for a member of the Board of Directors of HCAD.

Property Subject to Taxation by the District:

Except for certain exemptions provided by Texas law, all real and tangible personal property in the District is subject to taxation by the District. However, the District makes no effort to collect taxes on personal property, other than on personal property rendered for taxation, business inventories, and the property of privately-owned utilities. Principal categories of exempt property include: property owned by the State of Texas or its political subdivisions, if the property is used for public purposes; property exempt from ad valorem taxation by federal law; certain household goods, family supplies, and personal effects; farm products owned by the producer; all oil, gas, and mineral interests owned by an institution of higher education; certain property owned and used for qualified purposes by certain charitable religious, education and other organizations, designated historical sites; solar and wind-powered energy devices; and most individually-owned automobiles.

The District, either by action of its Board or through a process of petition and referendum initiated by its residents, may grant exemptions for residential homesteads of persons 65 years of age or older and of certain disabled persons, to the extent deemed advisable by the Board. Furthermore, the District must grant exemptions to disabled veterans or certain surviving dependents of disabled veterans, if requested, but only to the maximum extent of \$3,000 of taxable valuation. The District has granted an exemption for persons 65 years of age and older or for disabled persons of \$20,000 of taxable valuation for the tax year 2025.

Freeport Goods Exemptions: A "Freeport Exemption" applies to goods, wares, ores, and merchandise other than oil, gas, and petroleum products (defined as liquid and gaseous materials immediately derived from refining petroleum or natural gas) and to aircraft or repair parts used by a certified air carrier acquired in or imported into Texas that are destined to be forwarded outside of Texas and that are detained in Texas for assembling, storing, manufacturing, processing, or fabricating for less than 175 days. Although certain taxing units may take official action to tax such property in transit and negate such exemption, the District does not have such an option. A "Goods-in-Transit" Exemption is applicable to the same categories of tangible personal property that are covered by the Freeport Exemption, if, for prior applicable years, such property is acquired in or imported into Texas for assembling, storing, manufacturing, processing, or fabricating purposes and is subsequently forwarded to another location inside or outside of Texas not later than 175 days after acquisition or importation, and the location where said property is detained during that period is not directly or indirectly owned or under the control of the property owner. For the tax year 2012 and subsequent years, such Goods-in-Transit Exemption is limited to tangible personal property acquired in, or imported into, Texas for storage purposes only if such property is stored under a contract of bailment by a public warehouse operator at one or more public warehouse facilities in Texas that are not in any way owned or controlled by the owner of such property for the account of the person who acquired or imported such property. A taxing unit must exercise its option to tax goods-in-transit property before January 1 of the first tax year in which it proposes to tax the property at the time and in the manner prescribed by applicable law. The District has taken official action to allow taxation of all such goods-in-transit personal property for all prior and subsequent years.

Agricultural, Open Space, or Timber Land Use:

The Tax Code permits land designated for agricultural or timber land use to be appraised at its value based upon the land's capacity to produce agricultural products or, with respect to timber land, the value based upon accepted income capitalization methods. The Tax Code permits under certain circumstances that residential real property inventory held by a person in the trade or business be valued at the price all of such property would bring if sold as a unit to a purchaser who would continue the business. Landowners wishing to avail themselves of an agricultural, timber land or residential real property appraisal must apply for such appraisal, and the Appraisal District is required to act on each claimant's application individually. If a claimant receives an agricultural or timber land appraisal on land and later changes the land use or sells the land to an unqualified owner, an additional tax is imposed on the land equal to the difference between the taxes imposed on the land for each of the five (5) years preceding the year in which the change of use occurs that the land was appraised as agricultural or timber land and the tax that would have been imposed had the land been taxed on the basis of market value in each of those years, plus interest at an annual rate of seven percent (7%) calculated from the dates on which the differences would have become due. Provisions of the Tax Code are complex and are not fully summarized here.

Residential Homestead Exemption:

Pursuant to the Texas Constitution, the governing body of each political subdivision in the State may exempt up to 20% of the market value of residential homesteads from ad valorem taxes. However, where ad valorem taxes have previously been pledged for the payment of debt, the governing body of a political subdivision may continue to levy and collect taxes against the exempt value of the homesteads until the debt is discharged if the cessation of the levy would impair the obligation of the contract by which the debt was created. The District has never granted a 20% residential homestead exemption.

Notice and Hearing Procedures:

The Tax Code establishes procedures for providing notice and the opportunity for a hearing for taxpayers if the District proposes to increase taxes, and provides for taxpayer referenda which could result in the repeal of certain tax increases. The Tax Code also establishes a procedure for notice to property owners of reappraisals reflecting increased property values, appraisals which are higher than renditions, and appraisals of property not previously on an appraisal roll.

Levy and Collection of Taxes:

The District is responsible for the levy and collection of its taxes unless it elects to transfer such functions to another governmental entity. The rate of taxation is set by the Board of Directors, after the legally required notice has been given to owners of property within the District, based upon: (a) the valuation of property within the District as of the preceding January 1, and (b) the amount required to be raised for debt service, maintenance purposes and authorized contractual obligations. Taxes are due October 1, or when billed, whichever comes later, and become delinquent if not paid before February 1 of the year following the year in which imposed. A delinquent tax incurs a penalty of 6% of the amount of the tax for the first calendar month it is delinquent, plus 1% for each additional month or portion of a month the tax remains unpaid. If the tax is not paid by July 1 of the year in which it becomes delinquent, the tax incurs a total penalty of 12% regardless of the number of months the tax has been delinquent. In addition, if the District engages an attorney for collection of delinquent taxes, the Board may impose an additional penalty not to exceed 20% on all taxes unpaid on July 1 for collection costs. The delinquent tax also accrues interest at a rate of 1% for each month or portion of a month it remains unpaid. The Tax Code makes provisions for the split payment of taxes, discounts for early payment and the postponement of the delinquency date of taxes under certain circumstances which, at the option of the District, may be rejected.

Rollback of Maintenance Tax Rate:

Under current law, the qualified voters of the District have the right to petition for a rollback of the District's operation and maintenance tax rate only if the total tax bill on the average residence homestead increases by more than eight percent. If a rollback election is called and passes, the rollback tax rate is the current year's debt service and contract tax rates plus 1.08 times the previous year's operation and maintenance tax rate. Thus, debt service and contract tax rates cannot be changed by a rollback election.

During the 86th Regular Legislative Session, Senate Bill 2 ("SB 2") was passed and signed by the Governor, with an effective date of January 1, 2020, and the provisions described herein are effective beginning with the 2020 tax year. See "SELECTED FINANCIAL INFORMATION" for a description of the District's current total tax rate. Debt service and contract tax rates cannot be reduced by a rollback election held within any of the districts described below.

SB 2 classifies districts differently based on the current operation and maintenance tax rate or on the percentage of build-out that the District has completed. Districts that have adopted an operation and maintenance tax rate for the current year that is 2.5 cents or less per \$100 of taxable value are classified as "Special Taxing Units." Districts that have financed, completed, and issued bonds to pay for all improvements and facilities necessary to serve at least 95% of the projected build-out of the district are classified as "Developed Districts." Districts that do not meet either of the classifications previously discussed can be classified herein as "Developing Districts." The impact each classification has on the ability of a district to increase its maintenance and operations tax rate pursuant to SB 2 is described for each classification below.

Special Taxing Units. Special Taxing Units that adopt a total tax rate that would impose more than 1.08 times the amount of the total tax imposed by such district in the preceding tax year on a residence homestead appraised at the average appraised value of a residence homestead, subject to certain homestead exemptions, are required to hold an election within the district to determine whether to approve the adopted total tax rate. If the adopted total tax rate is not approved at the election, the total tax rate for a Special Taxing Unit is the current year's debt service and contract tax rate plus 1.08 times the previous year's operation and maintenance tax rate.

Developed Districts. Developed Districts that adopt a total tax rate that would impose more than 1.035 times the amount of the total tax imposed by the district in the preceding tax year on a residence homestead appraised at the average appraised value of a residence

homestead, subject to certain homestead exemptions for the preceding tax year, plus any unused increment rates, as calculated and described in Section 26.013 of the Tax Code, are required to hold an election within the district to determine whether to approve the adopted total tax rate. If the adopted total tax rate is not approved at the election, the total tax rate for a Developed District is the current year's debt service and contract tax rate plus 1.035 times the previous year's operation and maintenance tax rate plus any unused increment rates. In addition, if any part of a Developed District lies within an area declared for disaster by the Governor of Texas or President of the United States, alternative procedures and rate limitations may apply for a temporary period. If a district qualifies as both a Special Taxing Unit and a Developed District, the district will be subject to the operation and maintenance tax threshold applicable to Special Taxing Units.

Developing Districts. Districts that do not meet the classification of a Special Taxing Unit or a Developed District can be classified as Developing Districts. The qualified voters of these districts, upon the Developing District's adoption of a total tax rate that would impose more than 1.08 times the amount of the total tax rate imposed by such district in the preceding tax year on a residence homestead appraised at the average appraised value of a residence homestead, subject to certain homestead exemptions, are authorized to petition for an election to reduce the operation and maintenance tax rate. If an election is called and passes, the total tax rate for Developing Districts is the current year's debt service and contract tax rate plus 1.08 times the previous year's operation and maintenance tax rate. For the 2025 tax year the District was determined to be a developing district.

The District. A determination as to a district's status as a Special Taxing Unit, Developed District or Developing District will be made by the Board of Directors on an annual basis: for 2025, the Board determined the District to be a Developing District. The District cannot give any assurances as to what its classification will be at any point in time or whether the District's future tax rates will result in a total tax rate that will reclassify the District into a new classification and new election calculation.

Collection of Delinquent Taxes:

Taxes levied by the District are a personal obligation of the owner of the taxed property as of January 1 of the year in which the taxes are imposed. On January 1 of each year, a tax lien attaches to property to secure payment of all state and local taxes, penalties and interest ultimately imposed for the year on the property. The lien exists in favor of the state and each taxing unit, including the District, having the power to tax the property. The District's tax lien is on a parity with tax liens of all other such taxing units. A tax lien on real property has priority over the claim of most creditors and other holders of liens on the property encumbered by the tax, whether or not the debt or lien existed before the attachment of the tax lien. Further, as a general rule, the District's tax lien and a federal tax lien are on par with ultimate priority being determined by applicable federal law. Under certain circumstances, personal property is subject to seizure and sale for the payment of delinquent taxes, penalty, and interest. At any time after taxes on property become delinquent, the District may file suit to foreclose the lien securing payment of the tax, to enforce personal liability for the tax, or both. In filing a suit to foreclose a tax lien on real property, the District must join other taxing units that have claims for delinquent taxes against all or part of the same property. The ability of the District to collect delinquent taxes by judicial foreclosure may be adversely affected by the amount of taxes owed to other taxing units, adverse market conditions affecting the market value of the property at the time of any tax foreclosure sale, taxpayer redemption rights, or bankruptcy proceedings which restrain the collection of a taxpayer's debt.

Further, the District's ability to foreclose its tax lien or collect penalties and interest may be limited on property owned by a financial institution which is under receivership by the Federal Deposit Insurance Corporation pursuant to the Federal Deposit Insurance Act, 12 United States Code Section 1825, as amended. In addition to actions under the tax lien describe above, the District has legal authority to terminate water service to any taxpayer whose taxes remain delinquent after August 1st of each year.

The Effect of FIRREA on Tax Collections of the District:

The Financial Institutions Reform, Recovery and Enforcement Act of 1989 ("FIRREA") contains certain provisions which affect the time for protesting property valuations, the fixing of tax liens and the collection of penalties and interest on delinquent taxes on real property owned by the Federal Deposit Insurance Corporation ("FDIC") when the FDIC is acting as the conservator or receiver of an insolvent financial institution.

Under FIRREA, real property held by the FDIC is still subject to ad valorem taxation, but such act states (i) that no real property of the FDIC shall be subject to foreclosure or sale without the consent of the FDIC and no involuntary liens shall attach to such property, (ii) the FDIC shall not be liable for any penalties, interest, or fines, including those arising from the failure to pay any real or personal property tax when due, and (iii) notwithstanding failure of a person to challenge an appraisal in accordance with state law, such value shall be determined as of the period for which such tax is imposed.

To the extent the FIRREA provisions are valid and applicable to any property in the District and to the extent that they affect the timeliness of collection of taxes on property, if any, owned by the FDIC in the District and may prevent the collection of penalties and interest on such taxes.

Delinquent Tax Payments for Disaster Areas:

Certain qualified taxpayers, including owners of residential homesteads, located within a natural disaster area and whose property has been damaged as a direct result of the disaster, are entitled to enter into a tax payment installment agreement with a taxing jurisdiction such as the District if the tax payer pays at least one-fourth of the tax bill imposed on the property by the delinquency date. The remaining taxes may be paid without penalty or interest in three equal installments within six months of the delinquency date.

Additionally, the Texas Tax Code authorizes a taxing jurisdiction such as the District, solely at the jurisdiction's discretion, to adopt a similar installment payment option for taxes imposed on property that is located within a designated disaster area or emergency area, and is owned or leased by certain qualified business entities, regardless of whether the property has been damaged as a direct result of the disaster or emergency.

ANNEXATION, STRATEGIC PARTNERSHIP AGREEMENT, AND CONSOLIDATION

Annexation by the City of Houston:

Under existing Texas law, since the District lies wholly within the extraterritorial jurisdiction of the City of Houston, the District must conform to a City ordinance consenting to the creation of the District. In addition, the District may be annexed by the City without the District's consent. If the District is annexed, the City will assume the District's assets and obligations (including the Bonds) and dissolve the District within ninety (90) days, except as provided below under "Strategic Partnership Agreement – Limited Purpose Annexation by City of Houston." Annexation of territory by the City is a policy-making matter within the discretion of the Mayor and City Council of the City, and therefore, the District makes no representation that the City will ever annex the District and assume its debt, nor does the District make any representation concerning the ability of the City to pay debt service on the District's bonds if annexation were to occur.

Generally, the City of Houston cannot annex territory within the District unless it annexes the entire District; however, the City may not annex the District unless (i) such annexation has been approved by a majority of those voting in an election held for that purpose within the area to be annexed, and (ii) if the registered voters in the area to be annexed do not own more than 50 percent of the land in the area, a petition has been signed by more than 50 percent of the landowners consenting to the annexation. Notwithstanding the preceding sentence, the described election and petition process does not apply during the term of a strategic partnership agreement between the City and the District specifying the procedures for full purpose annexation of all or a portion of the District.

Strategic Partnership Agreement – Limited Purpose Annexation by City of Houston:

The District entered into a Strategic Partnership Agreement ("SPA") with the City of Houston (the "City") effective as of May 14, 2013, whereby the tracts of land containing commercial development were annexed into the City for the limited purpose of applying certain of the City's Planning, Zoning, Health and Safety Ordinances to the commercial businesses. The City imposes a Sales and Use Tax within the annexed tracts on the receipts from the sales and use at retail of taxable items at the rate of one percent or such other rate as may be imposed by the City from time to time. Under the SPA, one-half or 50% of the sales tax revenue generated by the commercial business will be paid to the District, and the District can use the sales tax for any purpose for which the District is lawfully authorized.

Neither the District nor any owners of taxable property in the District is liable for any present or future debts of the City and current and future ad valorem taxes levied by the City will not be levied on taxable property in the District.

The Bonds are not obligations of the City and the SPA does not obligate the City, either directly or indirectly to pay the principal of or interest on the Bonds.

The SPA provides that the City will not annex the District for a period of 30 years from the effective date of the SPA.

Consolidation:

The District has the legal authority to consolidate with other districts and, in connection therewith, to provide for the consolidation of its assets (such as cash and the utility system) and liabilities (such as the Bonds) with the assets and liabilities of districts with which it is consolidating. Although no consolidation is presently contemplated by the District, no representation is made concerning the likelihood of consolidation in the future.

THE BONDS

General:

The Bonds are dated December 1, 2025. The Bonds will mature on September 1 in the years and in the amounts set forth on the cover page of this Official Statement. Interest on the Bonds will be calculated on the basis of a 360-day year or 12 30-day months and will be payable on March 1, 2026, and each September 1 and March 1 thereafter until maturity or prior redemption. The Bonds will be issued in denominations of \$5,000 each or integral multiples thereof. The Bond Order authorizes the issuance and sale of the Bonds and prescribes terms, conditions and provisions for the payment of the principal of and interest on the Bonds by the District.

The Bonds will be issued only in fully registered form in any integral multiple of \$5,000 of principal amount for any one maturity and will be initially registered and delivered only to Cede & Co., the nominee of The Depository Trust Company ("DTC") pursuant to the Book-Entry-Only System described herein. No physical delivery of the Bonds will be made to the owners thereof. Principal of, premium, if any, and interest on the Bonds will be payable by the Paying Agent/Registrar to Cede & Co., which will make distribution of the amounts so paid to the beneficial owners of the Bonds. See "BOOK-ENTRY-ONLY SYSTEM" herein.

In the event that Book-Entry-Only System is discontinued, interest on the Bonds shall be payable by check on or before each interest payment date, mailed by the Paying Agent/Registrar to the registered owners ("Registered Owners") as shown on the bond register (the "Register") kept by the Paying Agent/Registrar at the close of business on the 15th calendar day of the month immediately preceding each interest payment date to the address of such Registered Owner as shown on the Register, or by such other customary banking arrangements as may be agreed upon by the Paying Agent/Registrar and a Registered Owner at the risk and expense of such Registered Owner.

Paying Agent/Registrar:

Pursuant to the Bond Order, the initial paying agent and initial registrar with respect to the Bonds is The Bank of New York Mellon Trust Company, N.A., Houston, Texas. The District will maintain at least one Registrar, where the Bonds may be surrendered for transfer and/or for exchange or replacement for other Bonds, and for the purpose of maintaining the Bond Register on behalf of the District. The Registrar is required at all times to be a duly qualified banking corporation or association organized and doing business under the laws of the United States of America, or of any state thereof, and subject to supervision or examination by federal or state banking authorities.

The District reserves the right and authority to change any paying agent/registrar and, upon any such change, the District covenants and agrees in the Bond Order to promptly cause written notice thereof, specifying the name and address of such successor paying agent/registrar, to be sent to each Registered Owner of the Bonds by United States mail, first class, postage prepaid.

Authority for Issuance:

The Bonds constitute the eleventh issue of unlimited tax bonds authorized by the District's voters in various elections held in the District. Subsequent to the sale of the Bonds, \$47,706,525.07 unlimited tax bonds will remain authorized but unissued. The Bonds are issued by the District as unlimited tax bonds pursuant to the terms and provisions of the Bond Order, Article XVI, Section 59 of the Texas Constitution, the laws of the State of Texas, including Chapters 49 and 54 of the Texas Water Code, as amended.

Optional Redemption:

The Bonds maturing on or after September 1, 2031, are subject to redemption at the option of the District, prior to maturity, in whole or in part on September 1, 2030, or on any date thereafter, at a price of the par value thereof plus accrued interest from the most recent interest payment date to the date fixed for redemption. If fewer than all of the Bonds are to be redeemed, the particular Bonds to be redeemed will be selected by the District. If fewer than all of the Bonds within any one maturity are redeemed, the particular Bonds to be redeemed shall be selected by the Registrar by lot or other random selection method.

Sources of and Security for Payment:

The Bonds are payable from the proceeds of a continuing, direct annual ad valorem tax levied, without legal limitation as to rate or amount, against taxable property located within the District. In the Bond Order the District covenants to levy a tax sufficient in rate and amount to pay principal of and interest on the Bonds when due, full allowance being made for delinquencies and costs of collection, and the District undertakes to collect such tax. The net proceeds from taxes levied for debt service purposes will be deposited in the District's Debt Service Fund and will be used to pay principal of and interest on the Bonds and on any additional bonds payable from taxes which the District may hereafter issue.

Defeasance:

The District's pledge of taxes and all other covenants in the Bond Order, except the covenant to pay principal of and interest on the Bonds to maturity or redemption, will terminate when payment of such principal and interest has been provided for by depositing with the Paying Agent/Registrar money or direct obligations of the United States of America maturing on such dates and in such amounts as will be sufficient, without further investment, to make such payment of principal of and interest on the Bonds.

Funds:

The Bond Order confirms the previous establishment of the District's Debt Service Fund created and established pursuant to the orders authorizing the issuance of the Outstanding Bonds. The Debt Service Fund is to be kept separate from all other funds of the District and used for payment of debt service on the Bonds and any of the District's Outstanding Bonds or any duly authorized additional bonds. Amounts on deposit in the Debt Service Fund may also be used to pay the fees and expenses of the Paying Agent/Registrar and to pay the expenses of assessing and collecting taxes levied for payment of interest on and principal of the Bonds and any additional bonds.

Issuance of Additional Debt:

If authorized by the Board, and with the approval of the TCEQ, the District may issue additional bonds necessary to construct, acquire, or maintain facilities to provide the services for which the District was created. See "THE DISTRICT." The District's voters have previously authorized the issuance of an aggregate of \$4,400,000 principal amount of unlimited tax and revenue bonds, bonds for water, sanitary sewer and drainage improvements, of which the District has issued \$2,945,000 and rescinded the remaining authorization of \$1,455,000. The voters have also previously authorized the issuance of \$170,000,000 unlimited tax bonds and the refunding of bonds, of which \$47,706,525.07 will be remaining after the issuance of the Bonds. In addition, the District may authorize additional amounts in future elections. See "RISK FACTORS – Future Debt." The Bond Order imposes no limitation on the amount of additional parity bonds which may be issued by the District.

Registration, Transfer, and Exchange:

In the event the Book-Entry-Only System is discontinued, the Bonds are transferable only at the designated principal corporate trust office of the Paying Agent/Registrar upon presentation and surrender of the Bonds accompanied by a duly executed assignment. The Bonds will be exchangeable for an equal principal amount of Bonds of the same type, maturity, and interest rate, in any authorized denomination. No service charge will be made for any transfer or exchange, but the District or the Paying Agent/Registrar may require payment of a sum sufficient to cover any tax or governmental charge payable in connection therewith. Neither the District nor the Paying Agent/Registrar is required to: (i) issue, transfer or exchange any Bond during the period beginning at the opening of business 15 calendar days before the date of the first mailing of any notice of redemption of Bonds and ending at the close of business on the date of such mailing or (ii) thereafter to transfer or exchange any Bonds selected for redemption when such redemption is scheduled within 30 calendar days.

No Arbitrage:

The District will certify as of the date the Bonds are delivered and paid for that, based upon all facts and estimates then known or reasonably expected to be in existence on the date the Bonds are delivered and paid for, the District reasonably expects that the proceeds of the Bonds will not be used in a manner that would cause the Bonds, or any portion of the Bonds, to be "arbitrage bonds" under the Internal Revenue Code of 1986, as amended (the "Code"), and the regulations prescribed thereunder. Furthermore, all officers, employees, and agents of the District have been authorized and directed to provide certifications of facts and estimates that are material to the reasonable expectations of the District as of the date the Bonds are delivered and paid for. In particular, all or any officers of the District are authorized to certify to the facts and circumstances and reasonable expectations of the District on the date the Bonds are delivered and paid for regarding the amount and use of the proceeds of the Bonds. Moreover, the District covenants in the Bond Order that it shall make such use of the proceeds of the Bonds, regulate investment of proceeds of the Bonds, and take such other and further actions and follow such procedures, including, without limitation, calculating the yield on the Bonds, as may be that the Bonds shall not become "arbitrage bonds" under the Code and the regulations prescribed from time to time thereunder.

Replacement of Mutilated, Lost, or Stolen Bonds:

In the event the Book-Entry-Only System is discontinued, the District has agreed to replace mutilated, destroyed, lost or stolen Bonds upon surrender of the mutilated Bonds to the Paying Agent/Registrar, upon receipt of satisfactory evidence of such destruction, loss or theft, and receipt by the District and Paying Agent/Registrar of security or indemnity as may be required by either of them to hold them harmless. The District may require payment of taxes, governmental charges and other expenses in connection with any such replacement.

BOOK-ENTRY-ONLY SYSTEM

This section describes how ownership of the Bonds is to be transferred and how the principal of, premium, if any, Maturity Value, and interest on the Bonds are to be paid to and credited by DTC while the Bonds are registered in its nominee name. The information in this section concerning DTC and the Book-Entry-Only System has been provided by DTC for use in disclosure documents such as this Official Statement. The District, the Financial Advisor, and the Underwriter believe the source of such information to be reliable but take no responsibility for the accuracy or completeness thereof.

The District and the Underwriter cannot and do not give any assurance that (1) DTC will distribute payments of debt service on the Bonds, or redemption or other notices, to DTC Participants, (2) DTC Participants or others will distribute debt service payments paid to DTC or its nominee (as the registered owner of the Bonds), or redemption or other notices, to the Beneficial Owners, or that they will do so on a timely basis, or (3) DTC will serve and act in the manner described in this Official Statement. The current rules applicable to DTC are on file with the United States Bonds and Exchange Commission, and the current procedures of DTC to be followed in dealing with DTC Participants are on file with DTC.

The Depository Trust Company ("DTC"), New York, New York, will act as securities depository for the Bonds. The Bonds will be issued as fully registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully registered certificate will be issued for each maturity of the Bonds, each in the aggregate principal amount or Maturity Value, as the case may be, of such maturity, and will be deposited with DTC.

DTC, the world's largest securities depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation, and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has a Standard & Poor's rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com.

Purchases of Securities under the DTC system must be made by or through Direct Participants, who will receive a credit for the Bonds on DTC's records. The ownership interest of each actual purchaser of each Certificate ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive securities representing their ownership interests in Securities except in the event that use of the book-entry system for the Bonds is discontinued.

To facilitate subsequent transfers, all Securities deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of Securities with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such Securities are credited, which may or may not be the Beneficial Owners.

The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers. Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Bonds may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Bonds, such as redemptions, tenders, defaults, and proposed amendments to the Certificate documents. For example, Beneficial Owners of Securities may wish to ascertain that the nominee holding the

Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.

Redemption notices shall be sent to DTC. If fewer than all of the Bonds within a maturity are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such maturity to be redeemed.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to bonds unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the District as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts Securities are credited on the record date (identified in a listing attached to the Omnibus Proxy).

All payments on the Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the District or the Paying Agent/Registrar, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with Securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, the Paying Agent/Registrar, or the District, subject to any statutory or regulatory requirements as may be in effect from time to time. All payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) are the responsibility of the District or the Paying Agent/Registrar, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as depository with respect to the Bonds at any time by giving reasonable notice to the District or the Paying Agent/Registrar. Under such circumstances, in the event that a successor depository is not obtained, securities are required to be printed and delivered.

The District may decide to discontinue use of the system of book-entry-only transfers through DTC (or a successor securities depository). In that event, securities will be printed and delivered to DTC.

The information in this section concerning DTC and DTC's book-entry-only system has been obtained from sources that the District believes to be reliable, but none of the District, the Financial Advisor or the Underwriter takes any responsibility for the accuracy thereof. Termination by the District of the DTC Book-Entry-Only System may require consent of DTC Participants under DTC Operational Arrangements.

LEGAL INVESTMENT AND ELIGIBILITY TO SECURE PUBLIC FUNDS IN TEXAS

The following is quoted from Section 49.186 of the Texas Water Code, and is applicable to the District:

"(a) All bonds, notes, and other obligations issued by a district shall be legal and authorized investments for all banks, trust companies, building and loan associations, savings and loan associations, insurance companies of all kinds and types, fiduciaries, and trustees, and for all interest and sinking funds and other public funds of the state, and all agencies, subdivisions, and instrumentalities of the state, including all counties, cities, towns, villages, school districts, and all other kinds and types of districts, public agencies, and bodies politic.

(b) A district's bonds, notes, and other obligations are eligible and lawful security for all deposits of public funds of the state, and all agencies, subdivisions, and instrumentalities of the state, including all counties, cities, towns, villages, school districts, and all other kinds and types of districts, public agencies, and bodies politic, to the extent of the market value of the bonds, notes, and other obligations when accompanied by any unmatured interest coupons attached to them."

The Public Funds Collateral Act (Chapter 2257, Texas Government Code) also provides that bonds of the District (including the Bonds) are eligible as collateral for public funds.

No representation is made that the Bonds will be suitable for or acceptable to financial or public entities for investment or collateral purposes. No representation is made concerning other laws, rules, regulations or investment criteria which apply to or which might be utilized by any of such persons or entities to limit the acceptability or suitability of the Bonds for any of the foregoing purposes. Prospective purchasers are urged to carefully evaluate the investment quality of the Bonds as to the suitability or acceptability of the Bonds for investment or collateral purposes.

LEGAL MATTERS

Legal Opinion:

The District will furnish the Underwriter a transcript of certain certified proceedings incident to the authorization and issuance of the Bonds. Such transcript will include a certified copy of the approving opinion of the Attorney General of Texas, as recorded in the Bond Register of the Comptroller of Public Accounts of the State of Texas, the effect that the Bonds are valid and binding obligations of the District. The District also will furnish the approving legal opinion of Roach Goodall PLLC, The Woodlands, Texas, Bond Counsel ("Bond Counsel"), the effect that, based upon an examination of such transcript, the Bonds are valid and binding obligations of the District under the Constitution and laws of the State of Texas. The legal opinion of Bond Counsel will further state that the Bonds, including principal of and interest thereon, are payable from ad valorem taxes, without legal limit as to rate or amount, upon all taxable property located within the District. The District will also furnish the approving legal opinion of Bond Counsel to the effect that interest on the Bonds is excludable from gross income for federal income tax purposes under the statutes, regulations, published rulings and court decisions existing on the date of such opinion, as is described under "TAX MATTERS" below. Such opinions express no opinion with respect to the sufficiency of the security for or the marketability of the Bonds.

Legal Review:

In its capacity as Bond Counsel, Roach Goodall PLLC, has reviewed the information appearing in this Official Statement under the captions "TAX PROCEDURES," "ANNEXATION, STRATEGIC PARTNERSHIP AGREEMENT, AND CONSOLIDATION," "THE BONDS," "LEGAL INVESTMENT AND ELIGIBILITY TO SECURE PUBLIC FUNDS IN TEXAS," "LEGAL MATTERS," "TAX MATTERS," and "CONTINUING DISCLOSURE OF INFORMATION" to determine whether such information fairly summarizes the procedures, law and documents referred to therein. Bond Counsel has not, however, independently verified any of the other factual information contained in this Official Statement nor have they conducted an investigation of the affairs of the District for the purposes of passing upon the accuracy or completeness of this Official Statement. No person is entitled to rely upon Bond Counsel's limited participation as an assumption of responsibility for, or an expression of opinion of any kind with regard to the accuracy or completeness of any of the information contained herein. The legal fees to be paid to Bond Counsel for services rendered in connection with the issuance of the Bonds are based on a percentage of the Bonds actually issued, sold and delivered. Bond Counsel acts as general counsel for the District on matters other than the issuance of bonds. Certain legal matters will be passed upon for the District by Norton Rose Fulbright US LLP, Houston, Texas acting as Disclosure Counsel.

No-Litigation Certificate:

The District will furnish to the Underwriter a certificate, dated as of the date of delivery of the Bonds, executed by both the President and Secretary of the Board, to the effect that no litigation of any nature has been filed or is then pending or, to the knowledge of the signatories, threatened, either in state or federal courts, contesting or attacking the Bonds; restraining or enjoining the issuance, execution or delivery of the Bonds; affecting the provisions made for the payment of or security for the Bonds; in any manner questioning the authority or proceedings for the issuance, execution, or delivery of the Bonds; or affecting the validity of the Bonds.

No Material Adverse Change:

The obligations of the Underwriters to take up and pay for the Bonds, and of the District to deliver the Bonds, are subject to the condition that, up to the time of delivery of and receipt of payment for the Bonds, there shall have been no material adverse change in the financial condition of the District subsequent to the date of sale from that set forth in the Preliminary Official Statement, as it may have been supplemented or amended, through the date of sale.

TAX MATTERS

Tax Exemption:

On the date of initial delivery of the Bonds, Bond Counsel to the District, will render its opinion that, in accordance with statutes, regulations, published rulings and court decisions existing on the date thereof ("Existing Law") (i) interest on the Bonds for federal income tax purposes will be excludable from the "gross income" of the holders thereof and (ii) the Bonds will not be treated as "specified private activity bonds" the interest of which would be included as an alternative minimum-tax preference item under section 57(a)(5) of the Internal Revenue Code of 1986 (the "Code"). Additionally, and interest on the Bonds is not subject to the alternative minimum tax on individuals; however, such interest is taken into account in determining the annual adjusted financial statement income of applicable corporations (as defined in section 59(k) of the Internal Revenue Code of 1986, as amended (the "Code")) for the purpose of determining the alternative minimum tax

imposed on corporations. Except as stated above, Bond Counsel to the District will express no opinion as to any other federal, state or local tax consequences of the purchase, ownership or disposition of the Bonds.

In rendering its opinion, Bond Counsel to the District will rely upon (a) certain information and representations of the District, including information and representations contained in the District's federal tax certificate, and (b) covenants of the District contained in the Bond documents relating to certain matters, including arbitrage and the use of the proceeds of the Bonds and the Refunded Bonds and the property financed or refinanced therewith.

The Code and the regulations promulgated thereunder contain a number of requirements that must be satisfied subsequent to the issuance of the Bonds in order for interest on the Bonds to be, and to remain, excludable from gross income for federal income tax purposes. Failure to comply with such requirements may cause interest on the Bonds to be included in gross income retroactively to the date of issuance of the Bonds. The opinion of Bond Counsel to the District is conditioned on compliance by the District with such requirements, and Bond Counsel to the District has not been retained to monitor compliance with these requirements subsequent to the issuance of the Bonds.

Bond Counsel's opinion represents its legal judgment based upon its review of Existing Law and the reliance on the aforementioned information, representations and covenants. Bond Counsel's opinion is not a guarantee of a result. Existing Law is subject to change by the Congress and to subsequent judicial and administrative interpretation by the courts and the Department of the Treasury. There can be no assurance that Existing Law or the interpretation thereof will not be changed in a manner which would adversely affect the tax treatment of the purchase, ownership or disposition of the Bonds.

A ruling was not sought from the Internal Revenue Service by the District with respect to the Bonds or the property financed or refinanced with proceeds of the Bonds or the Refunded Bonds. No assurances can be given as to whether the Internal Revenue Service will commence an audit of the Bonds, or as to whether the Internal Revenue Service would agree with the opinion of Bond Counsel. If an Internal Revenue Service audit is commenced, under current procedures the Internal Revenue Service is likely to treat the District as the taxpayer and the Bondholders may have no right to participate in such procedure. No additional interest will be paid upon any determination of taxability.

Collateral Federal Income Tax Consequences:

The following discussion is a summary of certain collateral federal income tax consequences resulting from the purchase, ownership or disposition of the Bonds. This discussion is based on existing statutes, regulations, published rulings and court decisions, all of which are subject to change or modification, retroactively.

The following discussion is applicable to investors, other than those who are subject to special provisions of the Code, such as financial institutions, property and casualty insurance companies, life insurance companies, individual recipients of Social Security or Railroad Retirement benefits, individuals allowed an earned income credit, certain S corporations with accumulated earnings and profits and excess passive investment income, foreign corporations subject to the branch profits tax and taxpayers who may be deemed to have incurred or continued indebtedness to purchase tax-exempt obligations.

THE DISCUSSION CONTAINED HEREIN MAY NOT BE EXHAUSTIVE. INVESTORS, INCLUDING THOSE WHO ARE SUBJECT TO SPECIAL PROVISIONS OF THE CODE, SHOULD CONSULT THEIR OWN TAX ADVISORS AS TO THE TAX TREATMENT WHICH MAY BE ANTICIPATED TO RESULT FROM THE PURCHASE, OWNERSHIP AND DISPOSITION OF TAX-EXEMPT OBLIGATIONS BEFORE DETERMINING WHETHER TO PURCHASE THE BONDS.

Interest on the Bonds will be includable as an adjustment for "adjusted current earnings" to calculate the alternative minimum tax imposed on corporations by Section 55 of the Code.

Under Section 6012 of the Code, holders of tax-exempt obligations, such as the Bonds, may be required to disclose interest received or accrued during each taxable year on their returns of federal income taxation.

Section 1276 of the Code provides for ordinary income tax treatment of gain recognized upon the disposition of a tax-exempt obligation, such as the Bonds, if such obligation was acquired at a "market discount" and if the fixed maturity of such obligation is equal to, or exceeds, one year from the date of issue. Such treatment applies to "market discount bonds" to the extent such gain does not exceed the accrued market discount of such bonds; although for this purpose, a de minimis amount of market discount is ignored. A "market discount bond" is one which is acquired by the holder at a purchase price which is less than the stated redemption price at maturity or, in the case of a bond issued at an original issue discount, the "revised issue price" (i.e., the issue price plus accrued original issue discount). The "accrued market discount" is the amount which bears the same ratio to the market discount as the number of days during which the holder holds the obligation bears to the number of days between the acquisition date and the final maturity date.

Qualified Tax-Exempt Obligations for Financial Institutions:

The Code requires a pro rata reduction in the interest expense deduction of a financial institution to reflect such financial institution's investment in tax-exempt obligations acquired after August 7, 1986. An exception to the foregoing provision is provided in the Code for "qualified tax-exempt obligations," which include tax-exempt obligations, such as the Bonds, (a) designated by the District as "qualified tax-exempt obligations" and (b) issued by or on behalf of a political subdivision for which the aggregate amount of tax-exempt obligations (not including private activity bonds other than qualified 501(c) (3) bonds) to be issued during the calendar year is not expected to exceed \$10,000,000.

The District will designate the Bonds as "qualified tax-exempt obligations" and will represent that the aggregate amount of tax-exempt bonds (including the Bonds) issued by the District and entities aggregated with the District under the Code during calendar year 2025 is not expected to exceed \$10,000,000 and that the District and entities aggregated with the District under the Code have not designated more than \$10,000,000 in "qualified tax-exempt obligations" (including the Bonds) during calendar year 2025.

Notwithstanding these exceptions, financial institutions acquiring the Bonds will be subject to a 20% disallowance of allocable interest expense.

State, Local, and Foreign Taxes:

Investors should consult their own tax advisors concerning the tax implications of the purchase, ownership, or disposition of the Bonds under applicable state or local laws. Foreign investors should also consult their own tax advisors regarding the tax consequences unique to investors who are not United States persons.

Tax Accounting Treatment of Original Issue Premium Bonds:

Some of the Bonds may be offered at initial offering prices which exceed the stated redemption prices payable at the maturity of such Bonds. If a substantial amount of any maturity of the Bonds is sold to members of the public (which for this purpose excludes bond houses, brokers and similar persons or entities acting in the capacity of wholesales or underwriters) at such initial offering price, each of the Bonds of such maturity (the "Premium Bonds") will be considered for federal income tax purposes to have "bond premium" equal to such excess. The basis for federal income tax purposes of a Premium Bond in the hands of an initial purchaser who purchases such Bond in the initial offering must be reduced each year and upon the sale or other taxable disposition of the Bond by the amount of amortizable bond premium. This reduction in basis will increase the amount of any gain (or decrease the amount of any loss) recognized for federal income tax purposes upon the sale or other taxable disposition of a Premium Bond by the initial purchaser. Generally, no corresponding deduction is allowed for federal income tax purposes, for the reduction in basis resulting from amortizable bond premium. The amount of bond premium on a Premium Bond which is amortizable each year (or shorter period in the event of a sale or disposition of a Premium Bond) is determined under special tax accounting rules which use a constant yield throughout the term of the Premium Bond based on the initial purchaser's original basis in such Bond.

The federal income tax consequences of the purchase, ownership, redemption, sale or other disposition by an owner of Bonds that are not purchased in the initial offering or which are purchased at an amount representing a price other than the initial offering prices for the Bonds of the same maturity may be determined according to rules which differ from those described above. Moreover, all prospective purchasers of Bonds should consult their tax advisors with respect to the federal, state, local and foreign tax consequences of the purchase, ownership, redemption, sale or other disposition of Premium Bonds.

Tax Accounting Treatment of Original Issue Discount Bonds:

The initial public offering price to be paid for one or more maturities of the Bonds is less than the principal or maturity amount thereof or one or more periods for the payment of interest on the bonds may not be equal to the accrual period or be in excess of one year (the "Original Issue Discount Bond"). The difference between the "stated redemption price at maturity" of each Original Issue Discount Bond, and the initial offering price to the public of such Original Issue Discount Bond constitutes original issue discount with respect to such Original Issue Discount Bond in the hands of any owner who has purchased such Original Issue Discount Bond in the initial public offering of the Bonds. The "stated redemption price at maturity" means the sum of all payments to be made on the bonds less the amount of all periodic interest payments. Periodic interest payments are payments which are made during equal accrual periods (or during any unequal period if it is the initial or final period) and which are made during accrual periods which do not exceed one year.

Under Existing Law, such initial owner is entitled to exclude from gross income (as defined in Section 61 of the Code) an amount of income with respect to such Original Issue Discount Bond equal to that portion of the amount of such original issue discount allocable to the period that such Original Issue Discount Bond continues to be owned by such owner. See "Tax Exemption" herein for a discussion of certain collateral federal tax consequences.

In the event of the redemption, sale or other taxable disposition of such Original Issue Discount Bond prior to stated maturity, however, the amount realized by such owner in excess of the basis of such Original Issue Discount Bond in the hands of such owner (adjusted upward by the portion of the original issue discount allocable to the period for which such Original Issue Discount Bond was held by such initial owner) is includable in gross income.

The Code also imposes a 20% alternative minimum tax on the "alternative minimum taxable income" of a corporation if the amount of such alternative minimum tax is greater than the amount of the corporation's regular income tax. Generally, the alternative minimum taxable income of a corporation (other than any S corporation, regulated investment company, REIT, REMIC or FASIT), includes 75% of the amount by which its "adjusted current earnings" exceeds its other "alternative minimum taxable income." Because interest on tax exempt obligations, such as the Bonds, is included in a corporation's "adjusted current earnings," ownership of the Bonds could subject a corporation to alternative minimum tax consequences.

Under Existing Law, the original issue discount on each Original Issue Discount Bond is accrued daily to the stated maturity thereof (in amounts calculated as described below for each accrual period and ratably within each such accrual period) and the accrued amount is added to an initial owner's basis for such Original Issue Discount Bond for purposes of determining the amount of gain or loss recognized by such owner upon the redemption, sale or other disposition thereof. The amount to be added to basis for each accrual period is equal to (a) the sum of the issue price and amount of original issue discount accrued in prior periods multiplied by the yield to stated maturity (determined on the basis of compounding at the close of each accrual period and properly adjusted for the length of the accrual period) less (b) the amounts payable as current interest during such accrual period on such Bond.

The federal income tax consequences of the purchase, ownership, redemption, sale or other disposition of Original Issue Discount Bonds which are not purchased in the initial offering at the initial offering price may be determined according to rules which differ from those described above. All owners of Original Issue Discount Bonds should consult their own tax advisors with respect to the determination for federal, state and local income tax purposes of interest accrued upon redemption, sale or other disposition of such Original Issue Discount Bonds and with respect to the federal, state, local and foreign tax consequences of the purchase, ownership, redemption, sale or other disposition of such Original Issue Discount Bonds.

OFFICIAL STATEMENT

Sources of Information:

The information contained in this Official Statement has been obtained primarily from the District's records, the Engineer, the Tax Assessor/Collector, HCAD, and other sources which are believed reliable, but the District makes no representation as to the accuracy or completeness of the information derived from such other sources. The summaries of the statutes, resolutions, and engineering and other related reports set forth in this Official Statement are included herein subject to all of the provisions of such documents. These summaries do not purport to be complete statements of such provisions, and reference is made to such documents for further information.

All estimates, statements, and assumptions in this Official Statement and the Appendices hereto have been made on the basis of the best information available and are believed to be reliable and accurate. Any statements in this Official Statement involving matters of opinion or estimates, whether or not expressly so stated, are intended as such and not as representations of fact, and no representation is made that any such statements will be realized.

Consultants:

Financial Advisor: The Official Statement was compiled and edited under the supervision of The GMS Group, L.L.C., (the "Financial Advisor"). The fees paid the Financial Advisor for services rendered in connection with the issuance and sale of the Bonds are based on a percentage of the Bonds actually issued, sold and delivered, and such fees are contingent on the sale and delivery of the Bonds. In approving this Official Statement, the District has relied upon the following consultants:

Engineer: The information contained in this Official Statement relating to engineering matters generally, to the description of the System, and, in particular, that information included in the sections entitled "RISK FACTORS – Future Debt," "USE OF BOND PROCEEDS," "THE DISTRICT," and "THE SYSTEM" has been provided by the District's Engineer, Vogler & Spencer Engineering, Inc.

Tax Assessor/Collector: The information contained in this Official Statement relating to the assessed valuation of property and, in particular, such information contained in the section captioned "TAX DATA," has been provided by the Harris Central Appraisal District and by Equi-Tax, Inc., Tax Assessor/Collector, in reliance upon their authority as experts in the field of tax appraisal and tax assessing and collecting, respectively.

Auditors: The District's annual financial statements as of and for the year ended September 30, 2024, have been audited by McCall Gibson Swedlund Barfoot Ellis PLLC, Certified Public Accountants. See "APPENDIX A" for a copy of the District's September 30, 2024, audited financial statements.

Updating of Official Statement:

For the period beginning on the date of the award of the sale of the Bonds to the Underwriter and ending on the ninety-first (91st) day after the "end of the underwriting period" (as defined in SEC Rule 15c(2)-12(e)(2)), if any event shall occur of which the District has knowledge and as a result of which it is necessary to amend or supplement the Official Statement in order to make the statements therein, in light of the circumstances when the Official Statement is delivered to a prospective purchaser, not misleading, the District will promptly notify the Underwriter of the occurrence of such event and will cooperate in the preparation of a revised Official Statement, or amendments or supplements thereto, so that the statements in the Official Statement, as revised, amended or supplemented, will not, in light of the circumstances when such Official Statement is delivered to a prospective purchaser, be misleading.

CONTINUING DISCLOSURE OF INFORMATION

In the Bond Order, the District has made the following agreement for the benefit of the holders and beneficial owners of the Bonds. The District is required to observe the agreement for so long as it remains obligated to advance funds to pay the Bonds. Under the agreement, the District will be obligated to provide certain updated financial information and operating data annually, and timely notice of specified material events, to the Municipal Securities Rulemaking Board ("MSRB"). The MSRB has established the Electronic Municipal Market Access ("EMMA") system.

Annual Reports:

The District will provide certain updated financial information and operating data annually. The information to be updated with respect to the District includes all quantitative financial information and operating data of the general type included in this Official Statement under the headings "SELECTED FINANCIAL INFORMATION," "TAX DATA," and in "APPENDIX A." The District will update and provide this information within six months after the end of each of its fiscal years ending after 2026. The District will provide the updated information to the Municipal Securities Rulemaking Board (the "MSRB") or any successor to its functions as a repository through its Electronic Municipal Market Access ("EMMA") system.

The District may provide updated information in full text or may incorporate by reference certain other publicly available documents, as permitted by SEC Rule 15c2-12. The updated information will include audited financial statements if it commissions an audit and the audit is completed by the required time. If the audit of such financial statements is not complete within such period, the District shall provide unaudited financial statements for the applicable fiscal year to the MSRB via EMMA within such six-month period, and audited financial statements when the audit report on such statements becomes available. Any such financial statements will be prepared in accordance with the accounting principles described in the Bond Order or such other accounting principles as the District may be required to employ from time to time pursuant to state law or regulation.

The District's current fiscal year end is currently September 30. Accordingly, it must provide updated information by March 31 in each year, unless the District changes its fiscal year. If the District changes its fiscal year, it will notify the MSRB via EMMA of the change.

Event Notices:

The District will provide timely notices of certain events to the MSRB, but in no event will such notices be provided to the MSRB in excess of ten business days after the occurrence of an event. The District will provide notice of any of the following events with respect to the Bonds: (1) principal and interest payment delinquencies; (2) non-payment related defaults, if material; (3) unscheduled draws on debt service reserves reflecting financial difficulties; (4) unscheduled draws on credit enhancements reflecting financial difficulties; (5) substitution of credit or liquidity providers, or their failure to perform; (6) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB), or other material notices or determinations with respect to the tax status of the Bonds or other material events affecting the tax status of the Bonds; (7) modifications to rights of beneficial owners of the Bonds, if material; (8) bond calls, if material, and tender offers; (9) defeasances; (10) release, substitution, or sale of property securing

repayment of the Bonds, if material; (11) rating changes; (12) bankruptcy, insolvency, receivership, or similar event of the District or other obligated person within the meaning of CFR § 240.15c2-12 (the "Rule"); (13) consummation of a merger, consolidation, or acquisition involving the District or other obligated person within the meaning of the Rule or the sale of all or substantially all of the assets of the District or other obligated person within the meaning of the Rule, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; and (14) appointment of a successor or additional trustee or the change of name of a trustee, if material. (15) incurrence of a financial obligation of the obligated person, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a financial obligation of the obligated person, any of which affect security holders, if material; and (16) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of the financial obligation of the obligated person, any of which reflect financial difficulties. Financial Obligation in the immediately preceding paragraphs (15) and (16) means a (a) debt obligation; (b) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation; or (c) guarantee of a debt obligation or any such derivative instrument; provided that "financial obligation" shall not include municipal securities (as defined in the Securities Exchange Act of 1934, as amended) as to which a final official statement (as defined in the Rule) has been provided to the MSRB consistent with the Rule. The term "material" when used in this paragraph shall have the meaning ascribed to it under federal securities laws. Neither the Bonds nor the Bond Order make any provisions for debt service reserves, liquidity enhancement, the pledge of property (other than ad valorem tax revenues) to secure payment of the Bonds, or appointment of a trustee. In addition, the District will provide timely notice of any failure by the District to provide financial information, operating data, or financial statements in accordance with its agreement described above under "Annual Reports."

Availability of Information:

The District has agreed to provide the foregoing updated information only to the MSRB. Investors will be able to access, without charge from the MSRB, continuing disclosure information filed with the MSRB at www.emma.msrb.org.

Limitations and Amendments:

The District has agreed to update information and to provide notices of material events only as described above. The District has not agreed to provide other information that may be relevant or material to a complete presentation of its financial results of operations, condition, or prospects or agreed to update any information that is provided, except as described above. The District makes no representation or warranty concerning such information or concerning its usefulness to a decision to invest in or sell Bonds at any future date. The District disclaims any contractual or tort liability for damages resulting in whole or in part from any breach of its continuing disclosure agreement or from any statement made pursuant to its agreement although holders and beneficial owners of Bonds may seek a writ of mandamus to compel the District to comply with its agreement.

The District may amend its continuing disclosure agreement to adapt to changed circumstances that arise from a change in legal requirements, a change in law, or a change in the identity, nature, status, or operations of the District, if but only if, the agreement, as amended, would have permitted an underwriter to purchase or sell Bonds in the offering described herein in compliance with SEC Rule 15c2-12, taking into account any amendments and interpretations of the Rule to the date of such amendment, as well as changed circumstances, and either the holders of a majority in aggregate principal amount of the outstanding Bonds consent or any person unaffiliated with the District (such as nationally recognized bond counsel) determines that the amendment will not materially impair the interests of the beneficial owners of the Bonds. The District may also amend or repeal the agreement if the SEC amends or repeals the applicable provisions of such rule or a court of final jurisdiction determines that such provisions are invalid but, in either case, only to the extent that its right to do so would not prevent the Underwriter from lawfully purchasing the Bonds in the offering described herein. If the District so amends the agreement, it has agreed to include with any financial information or operating data next provided in accordance with its agreement described above under "Annual Reports" an explanation, in narrative form, of the reasons for the amendment and of the impact of any change in the type of financial information and operating data so provided.

Compliance with Prior Undertakings:

For the past 5 years, the District has complied in all material respects with its continuing disclosure agreements made by it in accordance with SEC Rule 15c2-12.

Continuing Availability of Financial Information:

Pursuant to Texas law, the District has its financial statements prepared in accordance with generally accepted accounting principles and has its financial statements audited by a certified public accountant in accordance with generally accepted auditing standards within 120

days after the close of its fiscal year. The District audit report is required to be filed with the TCEQ within 135 days after the close of its fiscal year.

The District's financial records and audited financial statements are available for public inspection during regular business hours at the office of the District and copies will be provided on written request, to the extent permitted by law, upon payment of copying charges. Requests for copies should be addressed to the District in care of Roach Goodall PLLC, 2001 Timberloch Place, Suite 500, The Woodlands, TX 77380.

Forward-Looking Statements:

The statements contained in this Official Statement and in any other information provided by the District that are not purely historical are forward-looking statements, including statements regarding the District's expectations, hopes, intentions, or strategies for the future. Readers should not place undue reliance on forward-looking statements. All forward-looking statements included in this Official Statement are based on information available to the District on the date hereof, and the District assumes no obligation to update any such forward-looking statements. The forward-looking statements herein are necessarily based on various assumptions and estimates and are inherently subject to various risks and uncertainties, including risks and uncertainties relating to the possible invalidity of the underlying assumptions and estimates, possible changes or developments in social, economic, business, industry, market, legal and regulatory circumstances and conditions, and actions taken or omitted to be taken by third parties, including customers, suppliers, business partners and competitors, legislative, judicial, and other governmental authorities and officials. Assumptions related to the foregoing involve judgments with respect to, among other things, future economic, competitive, and market conditions and future business decisions, all of which are difficult or impossible to predict accurately and therefore, there can be no assurance that any forward-looking statements included in this Official Statement would prove to be accurate.

CERTIFICATION OF OFFICIAL STATEMENT

The District, acting by and through its Board of Directors in its official capacity and in reliance upon the experts listed above, hereby certifies, as of the date hereof, that to the best of its knowledge and belief, the information, statements, and descriptions pertaining to the District and its affairs herein contain no untrue statements of a material fact and do not omit to state any material fact necessary to make the statements herein, in the light of the circumstances under which they were made, not misleading. The information, descriptions and statements concerning entities other than the District, including particularly other governmental entities, have been obtained from sources believed to be reliable, but the District has made no independent investigation of such matters and makes no representation as to the accuracy or completeness thereof.

This Official Statement was approved by the Board of Directors of Dowdell Public Utility District as of the date shown on the cover page.

APPENDIX A

AUDITED FINANCIAL STATEMENTS OF THE DISTRICT

FOR THE YEAR ENDED SEPTEMBER 30, 2024

DOWDELL PUBLIC UTILITY DISTRICT

HARRIS COUNTY, TEXAS

ANNUAL FINANCIAL REPORT

SEPTEMBER 30, 2024

McCALL GIBSON SWEDLUND BARFOOT PLLC
Certified Public Accountants

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INDEPENDENT AUDITOR'S REPORT

Board of Directors
Dowdell Public Utility District
Harris County, Texas

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of Dowdell Public Utility District (the "District") as of and for the year ended September 30, 2024, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the District as of September 30, 2024, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinions

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the District, and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Correction of Error

As discussed in Note 15 to the financial statements, the District corrected an error related to liabilities in the prior year financial statements. This change resulted in restatements of the District's government-wide financial statements as of and for the fiscal year ended September 30, 2023. Our opinions are not modified with respect to this matter.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis and the Schedule of Revenues, Expenditures and Changes in Fund Balance - Budget and Actual - General Fund be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Supplementary Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's basic financial statements. The supplementary information required by the Texas Commission on Environmental Quality as published in the *Water District Financial Management Guide* is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The supplementary information, excluding that portion marked "Unaudited" on which we express no opinion or provide an assurance, has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.



McCall Gibson Swedlund Barfoot PLLC
Certified Public Accountants
Houston, Texas

December 19, 2024

DOWDELL PUBLIC UTILITY DISTRICT MANAGEMENT'S DISCUSSION AND ANALYSIS FOR THE YEAR ENDED SEPTEMBER 30, 2024

Management's discussion and analysis of the financial performance of Dowdell Public Utility District (the "District") provides an overview of the District's financial activities for the fiscal year ended September 30, 2024. Please read it in conjunction with the District's financial statements.

USING THIS ANNUAL REPORT

This annual report consists of a series of financial statements. The basic financial statements include: (1) combined fund financial statements and government-wide financial statements and (2) notes to the financial statements. The combined fund financial statements and government-wide financial statements combine both: (1) the Statement of Net Position and Governmental Funds Balance Sheet and (2) the Statement of Activities and Governmental Funds Statement of Revenues, Expenditures and Changes in Fund Balances. This report also includes required and other supplementary information in addition to the basic financial statements.

GOVERNMENT-WIDE FINANCIAL STATEMENTS

The District's annual report includes two financial statements combining the government-wide financial statements and the fund financial statements. The government-wide financial statements provide both long-term and short-term information about the District's overall status. Financial reporting at this level uses a perspective similar to that found in the private sector with its basis in full accrual accounting and elimination or reclassification of internal activities.

The Statement of Net Position includes all of the District's assets, liabilities and deferred outflows of resources with the difference reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the District as a whole is improving or deteriorating. Evaluation of the overall health of the District would extend to other non-financial factors.

The Statement of Activities reports how the District's net position changed during the current fiscal year. All current year revenues and expenses are included regardless of when cash is received or paid.

FUND FINANCIAL STATEMENTS

The combined statements also include fund financial statements. A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The District has three governmental fund types. The General Fund accounts for resources not accounted for in another fund, customer service revenues, operating costs and general expenditures. The Debt Service Fund accounts for ad valorem taxes and financial resources restricted, committed or assigned for servicing bond debt and the cost of assessing and collecting taxes. The Capital Projects Fund accounts for financial resources restricted, committed or assigned for acquisition or construction of facilities and related costs.

**DOWDELL PUBLIC UTILITY DISTRICT
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED SEPTEMBER 30, 2024**

FUND FINANCIAL STATEMENTS (Continued)

Governmental funds are reported in each of the financial statements. The focus in the fund statements provides a distinctive view of the District's governmental funds. These statements report short-term fiscal accountability focusing on the use of spendable resources and balances of spendable resources available at the end of the year. They are useful in evaluating annual financing requirements of the District and the commitment of spendable resources for the near-term.

Since the government-wide focus includes the long-term view, comparisons between these two perspectives may provide insight into the long-term impact of short-term financing decisions. The adjustments columns, the Reconciliation of the Governmental Funds Balance Sheet to the Statement of Net Position and the Reconciliation of the Governmental Funds Statement of Revenues, Expenditures and Changes in Fund Balances to the Statement of Activities explain the differences between the two presentations and assist in understanding the differences between these two perspectives.

NOTES TO THE FINANCIAL STATEMENTS

The accompanying notes to the financial statements provide information essential to a full understanding of the government-wide and fund financial statements.

OTHER INFORMATION

In addition to the financial statements and accompanying notes, this report also presents certain required supplementary information ("RSI") and other supplementary information. The budgetary comparison schedule is included as RSI for the General Fund.

GOVERNMENT-WIDE FINANCIAL ANALYSIS

Net position may serve over time as a useful indicator of the District's financial position. In the case of the District, assets and deferred outflows of resources exceeded liabilities by \$1,886,945 as of September 30, 2024. A portion of the District's net position reflects its net investment in capital assets which include land, water facilities, wastewater facilities, drainage facilities, detention facilities, and a privacy wall less any debt used to acquire those assets that is still outstanding.

The fiscal year ending 2023 amounts in the tables on the following page have been adjusted to account for a correction of an error (see Note 15).

**DOWDELL PUBLIC UTILITY DISTRICT
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED SEPTEMBER 30, 2024**

GOVERNMENT-WIDE FINANCIAL ANALYSIS (Continued)

A comparative analysis of government-wide changes in net position is presented below.

	Summary of Changes in the Statement of Net Position		
	2024	2023	Change Positive (Negative)
Current and Other Assets	\$ 20,905,927	\$ 17,929,721	\$ 2,976,206
Capital Assets (Net of Accumulated Depreciation)	74,192,062	75,188,198	(996,136)
Total Assets	\$ 95,097,989	\$ 93,117,919	\$ 1,980,070
Deferred Outflows of Resources	\$ 774,203	\$ 829,220	\$ (55,017)
Due to Developer	\$ 7,856,795	\$ 12,432,646	\$ 4,575,851
Bonds Payable	84,457,418	80,629,888	(3,827,530)
Other Liabilities	1,671,034	1,490,416	(180,618)
Total Liabilities	\$ 93,985,247	\$ 94,552,950	\$ 567,703
Net Position:			
Net Investment in Capital Assets	\$ (17,121,208)	\$ (16,688,933)	\$ (432,275)
Restricted	13,161,279	11,177,314	1,983,965
Unrestricted	5,846,874	4,905,808	941,066
Total Net Position	\$ 1,886,945	\$ (605,811)	\$ 2,492,756

The following table provides a summary of the District's operations for the years ending September 30, 2024, and September 30, 2023.

	Summary of Changes in the Statement of Activities		
	2024	2023	Change Positive (Negative)
Revenues:			
Property Taxes	\$ 8,247,339	\$ 7,615,764	\$ 631,575
Charges for Services	4,658,703	4,526,013	132,690
Other Revenues	1,203,601	919,491	284,110
Total Revenues	\$ 14,109,643	\$ 13,061,268	\$ 1,048,375
Expenses for Services	11,616,887	14,226,687	2,609,800
Change in Net Position	\$ 2,492,756	\$ (1,165,419)	\$ 3,658,175
Net Position, Beginning of Year	(605,811)	559,608	(1,165,419)
Net Position, End of Year	\$ 1,886,945	\$ (605,811)	\$ 2,492,756

**DOWDELL PUBLIC UTILITY DISTRICT
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED SEPTEMBER 30, 2024**

FINANCIAL ANALYSIS OF THE DISTRICT'S GOVERNMENTAL FUNDS

The District's combined fund balances as of September 30, 2024, were \$19,326,443, an increase of \$2,841,975 from the prior year.

The General Fund fund balance increased by \$938,507, primarily due to property tax and service revenues exceeding operating costs.

The Debt Service Fund fund balance increased by \$2,032,910, primarily due to the structure of the District's outstanding debt.

The Capital Projects Fund fund balance decreased by \$129,442. The District sold its Series 2023 bonds and used the proceeds to reimburse the District's developers.

GENERAL FUND BUDGETARY HIGHLIGHTS

The Board of Directors adopted a budget for the current fiscal year. Actual revenues were \$435,709 more than budgeted revenues and actual expenditures were \$93,902 more than budgeted expenditures which resulted in a positive budget variance of \$341,807. See the budget to actual comparison for further information.

CAPITAL ASSETS

Capital assets as of September 30, 2024, total \$74,192,062 (net of accumulated depreciation) and include land, water facilities, wastewater facilities, drainage facilities, detention facilities, and a privacy wall. Significant capital asset activity during the current fiscal year included utilities infrastructure funded with proceeds from the issuance of bonds. The District restated its capital asset balances as of September 30, 2023; see Note 15 for additional information.

Capital Assets At Year-End			
	2024	2023	Change Positive (Negative)
Capital Assets Not Being Depreciated:			
Land and Land Improvements	\$ 10,725,019	\$ 10,725,019	\$
Construction in Progress	527,383	89,414	437,969
Capital Assets Subject to Depreciation:			
Water System	24,344,676	24,344,676	
Wastewater System	49,836,405	49,795,788	40,617
Drainage and Detention Systems	5,374,724	5,355,214	19,510
Privacy Wall	713,296	713,296	
Less Accumulated Depreciation	(17,329,441)	(15,835,209)	(1,494,232)
Total Net Capital Assets	\$ 74,192,062	\$ 75,188,198	\$ (996,136)

**DOWDELL PUBLIC UTILITY DISTRICT
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED SEPTEMBER 30, 2024**

LONG-TERM DEBT ACTIVITY

As of September 30, 2024, the District had total bond debt payable of \$84,660,000. The changes in the debt position of the District during the fiscal year ended September 30, 2024, are summarized as follows:

Bond Debt Payable, October 1, 2023	\$ 80,815,000
Add: Bonds Sold	6,500,000
Less: Bond Principal Paid	<u>(2,655,000)</u>
Bond Debt Payable, September 30, 2024	<u><u>\$ 84,660,000</u></u>

The District's bonds carry underlying ratings of "A2" by Moody's. The District's bonds carry insured ratings of "AA" or "A1" by virtue of bond insurance issued by Assured Guaranty Municipal Corporation or Build America Mutual Assurance Company. The Series 2016 Bonds and Series 2020 Refunding Bonds are private placement bonds and do not carry insured nor underlying ratings. Credit enhanced ratings provided through bond insurance policies are subject to change based on changes to the ratings of the insurers.

CONTACTING THE DISTRICT'S MANAGEMENT

This financial report is designed to provide a general overview of District's finances. Questions concerning any of the information provided in this report or requests for additional information should be addressed to Dowdell Public Utility District, c/o Smith, Murdaugh, Little & Bonham, L.L.P., 2727 Allen Parkway, Suite 1100, Houston, TX 77019.

DOWDELL PUBLIC UTILITY DISTRICT
STATEMENT OF NET POSITION AND
GOVERNMENTAL FUNDS BALANCE SHEET
SEPTEMBER 30, 2024

	<u>General Fund</u>	<u>Debt Service Fund</u>
ASSETS		
Cash	\$ 818,709	\$ 85,134
Investments	5,877,842	13,313,966
Receivables:		
Property Taxes	15,927	81,844
Penalty and Interest on Delinquent Taxes		
Service Accounts	232,590	
Sales Taxes	7,988	
Due from Other Funds	81,675	
Prepaid Costs	89,608	
Land		
Construction in Progress		
Capital Assets (Net of Accumulated Depreciation)		
TOTAL ASSETS	<u>\$ 7,124,339</u>	<u>\$ 13,480,944</u>
DEFERRED OUTFLOWS OF RESOURCES		
Deferred Charges on Refunding Bonds	<u>\$ -0-</u>	<u>\$ -0-</u>
TOTAL ASSETS AND DEFERRED		
OUTFLOWS OF RESOURCES	<u>\$ 7,124,339</u>	<u>\$ 13,480,944</u>

The accompanying notes to the financial
statements are an integral part of this report.

Capital Projects Fund	Total	Adjustments	Statement of Net Position
\$ 73,240	\$ 977,083	\$	\$ 977,083
282,940	19,474,748		19,474,748
	97,771		97,771
		26,139	26,139
	232,590		232,590
	7,988		7,988
	81,675	(81,675)	
	89,608		89,608
		10,725,019	10,725,019
		527,383	527,383
		62,939,660	62,939,660
<u>\$ 356,180</u>	<u>\$ 20,961,463</u>	<u>\$ 74,136,526</u>	<u>\$ 95,097,989</u>
<u>\$ -0-</u>	<u>\$ -0-</u>	<u>\$ 774,203</u>	<u>\$ 774,203</u>
<u>\$ 356,180</u>	<u>\$ 20,961,463</u>	<u>\$ 74,910,729</u>	<u>\$ 95,872,192</u>

The accompanying notes to the financial
statements are an integral part of this report.

DOWDELL PUBLIC UTILITY DISTRICT
STATEMENT OF NET POSITION AND
GOVERNMENTAL FUNDS BALANCE SHEET
SEPTEMBER 30, 2024

	General Fund	Debt Service Fund
LIABILITIES		
Accounts Payable	\$ 509,274	\$ 52,940
Accrued Interest Payable		
Due to Developers		
Annexation Deposits	453,879	
Due to Other Funds		77,404
Security Deposits	314,312	
Long-Term Liabilities:		
Bonds Payable, Due Within One Year		
Bonds Payable, Due After One Year		
TOTAL LIABILITIES	<u>\$ 1,277,465</u>	<u>\$ 130,344</u>
DEFERRED INFLOWS OF RESOURCES		
Property Taxes	<u>\$ 15,927</u>	<u>\$ 81,844</u>
FUND BALANCES		
Nonspendable:		
Prepaid Costs	\$ 89,608	\$
Restricted for Authorized Construction		
Restricted for Debt Service		11,833,245
Restricted for Defined Area Debt Service		1,435,511
Unassigned	<u>5,741,339</u>	
TOTAL FUND BALANCES	<u>\$ 5,830,947</u>	<u>\$ 13,268,756</u>
TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND FUND BALANCES	<u>\$ 7,124,339</u>	<u>\$ 13,480,944</u>
NET POSITION		
Net Investment in Capital Assets		
Restricted for Debt Service		
Unrestricted		
TOTAL NET POSITION		

The accompanying notes to the financial
statements are an integral part of this report.

Capital Projects Fund	Total	Adjustments	Statement of Net Position
\$ 125,169	\$ 687,383	\$	\$ 687,383
		215,460	215,460
		7,856,795	7,856,795
	453,879		453,879
4,271	81,675	(81,675)	
	314,312		314,312
		2,750,000	2,750,000
		81,707,418	81,707,418
<u>\$ 129,440</u>	<u>\$ 1,537,249</u>	<u>\$ 92,447,998</u>	<u>\$ 93,985,247</u>
<u>\$ -0-</u>	<u>\$ 97,771</u>	<u>\$ (97,771)</u>	<u>\$ -0-</u>
\$	\$ 89,608	\$ (89,608)	\$
226,740	226,740	(226,740)	
	11,833,245	(11,833,245)	
	1,435,511	(1,435,511)	
	5,741,339	(5,741,339)	
<u>\$ 226,740</u>	<u>\$ 19,326,443</u>	<u>\$ (19,326,443)</u>	<u>\$ - 0 -</u>
<u>\$ 356,180</u>	<u>\$ 20,961,463</u>		
		\$ (17,121,208)	\$ (17,121,208)
		13,161,279	13,161,279
		5,846,874	5,846,874
		<u>\$ 1,886,945</u>	<u>\$ 1,886,945</u>

The accompanying notes to the financial statements are an integral part of this report.

DOWDELL PUBLIC UTILITY DISTRICT
RECONCILIATION OF THE GOVERNMENTAL FUNDS BALANCE SHEET
TO THE STATEMENT OF NET POSITION
SEPTEMBER 30, 2024

Total Fund Balances - Governmental Funds	\$ 19,326,443
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Amounts reported for governmental activities in the Statement of Net Position are different because:

Interest paid in advance as part of a refunding bond sale is recorded as a deferred outflow in the governmental activities and systematically charged to interest expense over the remaining life of the new debt or the old debt, whichever is shorter.	774,203
--	---------

Capital assets used in governmental activities are not current financial resources and, therefore, are not reported as assets in the governmental funds.	74,192,062
--	------------

Deferred inflows of resources related to property tax revenues and penalty and interest receivable on delinquent taxes for the 2023 and prior tax levies became part of recognized revenue in the governmental activities of the District.	123,910
--	---------

Certain liabilities are not due and payable in the current period and, therefore, are not reported as liabilities in the governmental funds. These liabilities at year end consist of:

Due to Developers	\$ (7,856,795)	
Accrued Interest Payable	(215,460)	
Bonds Payable	(84,457,418)	(92,529,673)
Total Net Position - Governmental Activities		\$ 1,886,945

The accompanying notes to the financial
statements are an integral part of this report.

DOWDELL PUBLIC UTILITY DISTRICT
STATEMENT OF ACTIVITIES AND GOVERNMENTAL FUNDS STATEMENT OF
REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES
FOR THE YEAR ENDED SEPTEMBER 30, 2024

	General Fund	Debt Service Fund
REVENUES		
Property Taxes	\$ 1,682,988	\$ 6,585,003
Water Service	1,732,091	
Wastewater Service	523,163	
Water Authority Fees	1,149,350	
Penalty and Interest	80,121	67,132
Connection and Inspection Fees	1,110,305	
Investment and Miscellaneous Revenues	363,191	818,636
TOTAL REVENUES	\$ 6,641,209	\$ 7,470,771
EXPENDITURES/EXPENSES		
Service Operations:		
Professional Fees	\$ 386,048	\$
Contracted Services	1,224,040	144,876
Utilities	211,816	
Water Authority Assessments	1,070,413	
Repairs and Maintenance	1,774,458	
Depreciation		
Other	980,903	59,440
Capital Outlay	55,024	
Developer Interest		
Debt Service:		
Bond Issuance Costs		
Bond Principal		2,655,000
Bond Interest		2,578,545
TOTAL EXPENDITURES/EXPENSES	\$ 5,702,702	\$ 5,437,861
EXCESS (DEFICIENCY) OF REVENUES OVER		
EXPENDITURES/EXPENSES	\$ 938,507	\$ 2,032,910
OTHER FINANCING SOURCES (USES)		
Proceeds from Issuance of Long-Term Debt	\$	\$
Bond Discount		
Bond Premium		
TOTAL OTHER FINANCING SOURCES (USES)	\$ -0-	\$ -0-
NET CHANGE IN FUND BALANCES	\$ 938,507	\$ 2,032,910
CHANGE IN NET POSITION		
FUND BALANCES/NET POSITION -		
OCTOBER 1, 2023, AS REPORTED	4,892,440	11,235,846
CORRECTION OF AN ERROR		
OCTOBER 1, 2023, AS RESTATED	\$ 4,892,440	\$ 11,235,846
FUND BALANCES/NET POSITION -		
SEPTEMBER 30, 2024	\$ 5,830,947	\$ 13,268,756

The accompanying notes to the financial
statements are an integral part of this report.

Capital Projects Fund	Total	Adjustments	Statement of Activities
\$	\$ 8,267,991	\$ (20,652)	\$ 8,247,339
	1,732,091		1,732,091
	523,163		523,163
	1,149,350		1,149,350
	147,253	(3,459)	143,794
	1,110,305		1,110,305
21,774	1,203,601		1,203,601
<u>\$ 21,774</u>	<u>\$ 14,133,754</u>	<u>\$ (24,111)</u>	<u>\$ 14,109,643</u>
\$	\$ 386,048	\$	\$ 386,048
	1,368,916		1,368,916
	211,816		211,816
	1,070,413		1,070,413
	1,774,458		1,774,458
		1,494,232	1,494,232
1,028	1,041,371		1,041,371
5,018,922	5,073,946	(5,073,946)	
974,577	974,577		974,577
636,530	636,530		636,530
	2,655,000	(2,655,000)	
	2,578,545	79,981	2,658,526
<u>\$ 6,631,057</u>	<u>\$ 17,771,620</u>	<u>\$ (6,154,733)</u>	<u>\$ 11,616,887</u>
<u>\$ (6,609,283)</u>	<u>\$ (3,637,866)</u>	<u>\$ 6,130,622</u>	<u>\$ 2,492,756</u>
\$ 6,500,000	\$ 6,500,000	\$ (6,500,000)	\$
(72,958)	(72,958)	72,958	
52,799	52,799	(52,799)	
<u>\$ 6,479,841</u>	<u>\$ 6,479,841</u>	<u>\$ (6,479,841)</u>	<u>\$ -0-</u>
\$ (129,442)	\$ 2,841,975	\$ (2,841,975)	\$
		2,492,756	2,492,756
356,182	16,484,468	(20,409,911)	(3,925,443)
		3,319,632	3,319,632
<u>\$ 356,182</u>	<u>\$ 16,484,468</u>	<u>\$ (17,090,279)</u>	<u>\$ (605,811)</u>
<u>\$ 226,740</u>	<u>\$ 19,326,443</u>	<u>\$ (17,439,498)</u>	<u>\$ 1,886,945</u>

The accompanying notes to the financial statements are an integral part of this report.

DOWDELL PUBLIC UTILITY DISTRICT
RECONCILIATION OF THE GOVERNMENTAL FUNDS STATEMENT OF
REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES
TO THE STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED SEPTEMBER 30, 2024

Net Change in Fund Balances - Governmental Funds	\$ 2,841,975
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Amounts reported for governmental activities in the Statement of Activities are different because:

Governmental funds report tax revenues when collected. However, in the Statement of Activities, revenue is recorded in the accounting period for which the taxes are levied.	(20,652)
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Governmental funds report penalty and interest revenue on property taxes when collected. However, in the Statement of Activities, revenue is recorded when penalties and interest are assessed.	(3,459)
---	---------

Governmental funds do not account for depreciation. However, in the Statement of Net Position, capital assets are depreciated and depreciation expense is recorded in the Statement of Activities.	(1,494,232)
--	-------------

Governmental funds report capital outlay as expenditures in the period purchased. However, in the Statement of Net Position, capital assets are increased by new purchases and the Statement of Activities is not affected.	5,073,946
---	-----------

Governmental funds report bond principal payments as expenditures. However, in the Statement of Net Position, bond principal payments are reported as decreases in long-term liabilities.	2,655,000
---	-----------

Governmental funds report interest expenditures on long-term debt as expenditures in the year paid. However, in the Statement of Net Position, interest is accrued on the long-term debt through fiscal year-end.	(79,981)
---	----------

Governmental funds report bond proceeds, including bond discounts and bond premiums, as other financing sources or uses. Issued bonds, net of related bond discounts and bond premiums, are recorded as long-term liabilities in the Statement of Net Position.	(6,479,841)
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Change in Net Position - Governmental Activities	\$ <u>2,492,756</u>
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The accompanying notes to the financial
statements are an integral part of this report.

DOWDELL PUBLIC UTILITY DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 1. CREATION OF DISTRICT

Dowdell Public Utility District was created by the Texas Legislature (Art. 8280-581) on June 4, 1971, and operates as a municipal utility district pursuant to the provisions of Chapters 49 and 54 of the Texas Water Code and other general statutes of Texas applicable to municipal utility districts. The District is subject to the continuing supervision of the Texas Commission on Environmental Quality, and is located entirely within the exclusive extraterritorial jurisdiction of the City of Houston.

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America as promulgated by the Governmental Accounting Standards Board (“GASB”). In addition, the accounting records of the District are maintained generally in accordance with the *Water District Financial Management Guide* published by the Commission.

The District is a political subdivision of the State of Texas governed by an elected board. GASB has established the criteria for determining whether or not an entity is a primary government or a component unit of a primary government. The primary criteria are that it has a separately elected governing body, it is legally separate, and it is fiscally independent of other state and local governments. Under these criteria, the District is considered a primary government and is not a component unit of any other government. Additionally, no other entities meet the criteria for inclusion in the District’s financial statement as component units.

Financial Statement Presentation

These financial statements have been prepared in accordance with GASB Codification of Governmental Accounting and Financial Reporting Standards Part II, Financial Reporting (“GASB Codification”).

The GASB Codification set forth standards for external financial reporting for all state and local government entities, which include a requirement for a Statement of Net Position and a Statement of Activities. It requires the classification of net position into three components: Net Investment in Capital Assets; Restricted; and Unrestricted. These classifications are defined as follows:

- Net Investment in Capital Assets – This component of net position consists of capital assets, including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvements of those assets.

DOWDELL PUBLIC UTILITY DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Financial Statement Presentation (Continued)

- Restricted Net Position – This component of net position consists of external constraints placed on the use of assets imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulation of other governments or constraints imposed by law through constitutional provisions or enabling legislation.
- Unrestricted Net Position – This component of net position consists of assets that do not meet the definition of Restricted or Net Investment in Capital Assets.

When both restricted and unrestricted resources are available for use, generally it is the District's policy to use restricted resources first.

Government-Wide Financial Statements

The Statement of Net Position and the Statement of Activities display information about the District as a whole. The District's Statement of Net Position and Statement of Activities are combined with the governmental fund financial statements. The District is viewed as a special-purpose government and has the option of combining these financial statements.

The Statement of Net Position is reported by adjusting the governmental fund types to report on the full accrual basis, economic resource basis, which recognizes all long-term assets and receivables as well as long-term debt and obligations. Any amounts recorded due to and due from other funds are eliminated in the Statement of Net Position.

The Statement of Activities is reported by adjusting the governmental fund types to report only items related to current year revenues and expenditures. Items such as capital outlay are allocated over their estimated useful lives as depreciation expense. Internal activities between governmental funds are eliminated by adjustment to obtain net total revenue and expense of the government-wide Statement of Activities.

Fund Financial Statements

The District's fund financial statements are combined with the government-wide financial statements. The fund financial statements include a Balance Sheet and Statement of Revenues, Expenditures and Changes in Fund Balances.

Governmental Funds

The District has three governmental funds and considers each to be a major fund.

DOWDELL PUBLIC UTILITY DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Governmental Funds (Continued)

The General Fund accounts for resources not required to be accounted for in another fund, customer service revenues, operating costs and general expenditures. The Debt Service Fund accounts for ad valorem taxes and financial resources restricted, committed or assigned for servicing bond debt and the cost of assessing and collecting taxes. The Capital Projects Fund accounts for financial resources restricted, committed or assigned for acquisition or construction of facilities and related costs.

Basis of Accounting

The District uses the modified accrual basis of accounting for governmental fund types. The modified accrual basis of accounting recognizes revenues when both “measurable and available.” Measurable means the amount can be determined. Available means collectable within the current period or soon enough thereafter to pay current liabilities. The District considers revenue reported in governmental funds to be available if they are collectable within 60 days after year end. Also, under the modified accrual basis of accounting, expenditures are recorded when the related fund liability is incurred, except for principal and interest on long-term debt, which are recognized as expenditures when payment is due.

Property taxes considered available by the District and included in revenue include taxes collected during the year and taxes collected after year-end, which were considered available to defray the expenditures of the current year. Deferred inflows of resources related to property tax revenues are those taxes which the District does not reasonably expect to be collected soon enough in the subsequent period to finance current expenditures.

Amounts transferred from one fund to another fund are reported as other financing sources or uses. Loans by one fund to another fund and amounts paid by one fund for another fund are reported as interfund receivables and payables in the Governmental Funds Balance Sheet if there is intent to repay the amount and if the debtor fund has the ability to repay the advance on a timely basis.

As of September 30, 2024, the Debt Service Fund owed the General Fund \$77,404 for maintenance tax collections, arbitrage compliance costs, and paying agent costs. The Capital Projects Fund owed the General Fund \$4,271 for bond issuance costs.

DOWDELL PUBLIC UTILITY DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Capital Assets

Capital assets, which include property, plant, equipment, and infrastructure assets, are reported in the government-wide Statement of Net Position. All capital assets are valued at historical cost or estimated historical cost if actual historical cost is not available. Donated assets are valued at their fair market value on the date donated. Repairs and maintenance are recorded as expenditures in the governmental fund incurred and as an expense in the government-wide Statement of Activities. Capital asset additions, improvements and preservation costs that extend the life of an asset are capitalized and depreciated over the estimated useful life of the asset. Engineering fees and certain other costs are capitalized as part of the asset. Interest costs will no longer be capitalized as part of the asset but will be shown as an expenditure in the fund financial statements and as an expense in the government-wide financial statements. Assets are capitalized, including infrastructure assets, if they have an original cost greater than \$5,000 and a useful life over two years. Depreciation is calculated on each class of depreciable property using the straight-line method of depreciation over periods ranging from 10 to 45 years.

Budgeting

An annual budget is adopted for the General Fund by the District's Board of Directors. The budget is prepared using the same method of accounting as for financial reporting. The original General Fund budget for the current year was not amended. The Schedule of Revenues, Expenditures and Changes in Fund Balance – Budget and Actual – General Fund presents the budgeted amounts compared to the actual amounts of revenues and expenditures for the current year.

Pensions

The District has not established a pension plan as the District does not have employees. The Internal Revenue Service determined that directors are considered to be “employees” for federal payroll tax purposes only.

Measurement Focus

Measurement focus is a term used to describe which transactions are recognized within the various financial statements. In the government-wide Statement of Net Position and Statement of Activities, the governmental activities are presented using the economic resources measurement focus. The accounting objectives of this measurement focus are the determination of operating income, changes in net position, financial position, and cash flows. All assets and liabilities associated with the activities are reported. Fund equity is classified as net position.

DOWDELL PUBLIC UTILITY DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Measurement Focus (Continued)

Governmental fund types are accounted for on a spending or financial flow measurement focus. Accordingly, only current assets and current liabilities are included on the Balance Sheet, and the reported fund balances provide an indication of available spendable or appropriable resources. Operating statements of governmental fund types report increases and decreases in available spendable resources.

Fund balances in governmental funds using the following hierarchy:

Nonspendable: amounts that cannot be spent either because they are in nonspendable form or because they are legally or contractually required to be maintained intact.

Restricted: amounts that can be spent only for specific purposes because of constitutional provisions, or enabling legislation, or because of constraints that are imposed externally.

Committed: amounts that can be spent only for purposes determined by a formal action of the Board of Directors. The Board is the highest level of decision-making authority for the District. This action must be made no later than the end of the fiscal year. Commitments may be established, modified, or rescinded only through ordinances or resolutions approved by the Board. The District does not have any committed fund balances.

Assigned: amounts that do not meet the criteria to be classified as restricted or committed, but that are intended to be used for specific purposes. The District has not adopted a formal policy regarding the assignment of fund balances and does not have any assigned fund balances.

Unassigned: all other spendable amounts in the General Fund.

When expenditures are incurred for which restricted, committed, assigned or unassigned fund balances are available, the District considers amounts to have been spent first out of restricted funds, then committed funds, then assigned funds, and finally unassigned funds.

Accounting Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenditures during the reporting period. Actual results could differ from those estimates.

DOWDELL PUBLIC UTILITY DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 3. LONG-TERM DEBT

	Refunding Series 2014	(Private Placement) Refunding Series 2016	Defined Area No. 1 Series 2017
Amount Outstanding – September 30, 2024	\$ 2,750,000	\$ 1,340,000	\$ 4,025,000
Interest Rates	3.25% - 4.00%	2.02%	3.00% - 4.00%
Maturity Dates - Serially Beginning/Ending	September 1, 2025/2034	September 1, 2025/2028	September 1, 2025/2045
Interest Payment Dates	March 1/ September 1	March 1/ September 1	March 1/ September 1
Callable Dates	September 1, 2023*	Non-callable	September 1, 2022*

	Series 2017A	Series 2018	Series 2019
Amount Outstanding – September 30, 2024	\$ 16,825,000	\$ 4,900,000	\$ 9,850,000
Interest Rates	2.00% - 3.50%	3.00% - 4.125%	2.00% - 4.00%
Maturity Dates - Serially Beginning/Ending	September 1, 2025/2045	September 1, 2025/2045	September 1, 2025/2046
Interest Payment Dates	March 1/ September 1	March 1/ September 1	March 1/ September 1
Callable Dates	September 1, 2023*	September 1, 2023*	September 1, 2025*

* Or any date thereafter at a price of par plus accrued interest from the most recent interest payment date to the date fixed for redemption. Series 2014 term bonds due September 1, 2029, September 1, 2031, and September 1, 2033 are subject to mandatory redemption beginning September 1, 2028, September 1, 2030, and September 1, 2032, respectively. Series 2017 Defined Area No. 1 term bonds due September 1, 2045 are subject to mandatory redemption on September 1, 2040. Series 2017A term bonds due September 1, 2034, September 1, 2036, September 1, 2038, September 2042, and September 1, 2045 are subject to mandatory redemption beginning September 1, 2033, September 1, 2035, September 1, 2037, September 1, 2040, and September 1, 2043, respectively. Series 2019 term bonds due September 1, 2046 are subject to mandatory redemption beginning September 1, 2044.

DOWDELL PUBLIC UTILITY DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 3. LONG-TERM DEBT (Continued)

	(Private Placement) Refunding Series 2020	Series 2021	Refunding Series 2021A
Amount Outstanding – September 30, 2024	\$ 1,535,000	\$ 7,500,000	\$ 6,495,000
Interest Rates	1.68%	1.00% - 2.00%	1.00% - 2.00%
Maturity Dates - Serially Beginning/Ending	September 1, 2025/2030	September 1, 2025/2050	September 1, 2025/2039
Interest Payment Dates	March 1/ September 1	March 1/ September 1	March 1/ September 1
Callable Dates	Non-callable	September 1, 2025*	September 1, 2027*
	Refunding Series 2021B	Series 2022	Series 2023
Amount Outstanding – September 30, 2024	\$ 13,290,000	\$ 9,650,000	\$ 6,500,000
Interest Rates	1.00% - 4.00%	4.00% - 6.50%	4.50% - 7.00%
Maturity Dates - Serially Beginning/Ending	September 1, 2025/2045	September 1, 2026/2050	September 1, 2027/2053
Interest Payment Dates	March 1/ September 1	March 1/ September 1	March 1/ September 1
Callable Dates	September 1, 2027*	September 1, 2027*	September 1, 2028*

* Or any date thereafter at a price of par plus accrued interest from the most recent interest payment date to the date fixed for redemption. Series 2021 term bonds due September 1, 2043, September 1, 2045, September 1, 2047, and September 1, 2049 are subject to mandatory redemption beginning September 1, 2040, September 1, 2044, September 1, 2046, and September 1, 2048, respectively. Series 2021A Refunding term bonds due September 1, 2039 are subject to mandatory redemption beginning September 1, 2038. Series 2021B Refunding term bonds due on September 1, 2042 and September 1, 2045 are subject to mandatory redemption beginning on September 1, 2040 and September 1, 2043, respectively. Series 2022 term bonds due September 1, 2044, September 1, 2047, and September 1, 2050 are subject to mandatory redemption beginning September 1, 2043, September 1, 2045, and September 1, 2048, respectively. Series 2023 term bonds due September 1, 2033, September 1, 2035, September 1, 2037, September 1, 2039, September 1, 2041, September 1, 2051 and September 1, 2053 are subject to mandatory redemption beginning September 1, 2032, September 1, 2034, September 1, 2036, September 1, 2038, September 1, 2040, September 1, 2050 and September 1, 2052, respectively.

DOWDELL PUBLIC UTILITY DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 3. LONG-TERM DEBT (Continued)

The following is a summary of transactions regarding bonds payable for the current fiscal year:

	October 1, 2023	Additions	Retirements	September 30, 2024
Bonds Payable	\$ 80,815,000	\$ 6,500,000	\$ 2,655,000	\$ 84,660,000
Unamortized Discounts	(637,949)	(72,958)	(31,750)	(679,157)
Unamortized Premiums	452,837	52,799	29,061	476,575
Bonds Payable, Net	<u>\$ 80,629,888</u>	<u>\$ 6,479,841</u>	<u>\$ 2,652,311</u>	<u>\$ 84,457,418</u>
			Amount Due Within One Year	\$ 2,750,000
			Amount Due After One Year	<u>81,707,418</u>
			Bonds Payable, Net	<u>\$ 84,457,418</u>

As of September 30, 2024, the debt service requirements on the bonds outstanding were as follows:

Fiscal Year	Principal	Interest	Total
2025	\$ 2,750,000	\$ 2,585,525	\$ 5,335,525
2026	3,020,000	2,516,763	5,536,763
2027	3,155,000	2,433,428	5,588,428
2028	3,140,000	2,339,703	5,479,703
2029	2,980,000	2,265,866	5,245,866
2030-2034	16,620,000	10,127,570	26,747,570
2035-2039	19,445,000	7,656,743	27,101,743
2040-2044	20,670,000	4,589,912	25,259,912
2045-2049	10,305,000	1,503,626	11,808,626
2050-2053	2,575,000	239,750	2,814,750
	<u>\$ 84,660,000</u>	<u>\$ 36,258,886</u>	<u>\$ 120,918,886</u>

As of September 30, 2024, the District had authorized but unissued bonds in the amount of \$66,766,525 for utility facilities and refunding purposes. The bonds are payable from the proceeds of an ad valorem tax levied upon all property subject to taxation within the District, without limitation as to rate or amount.

DOWDELL PUBLIC UTILITY DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 3. LONG-TERM DEBT (Continued)

During the year ended September 30, 2024, the District levied an ad valorem debt service tax rate of \$0.58 per \$100 of assessed valuation, which resulted in a tax levy of \$6,119,255 on the adjusted taxable valuation of \$1,055,043,985 for the 2023 tax year. The bond orders require the District to levy and collect an ad valorem debt service tax sufficient to pay interest and principal on bonds when due and the cost of assessing and collecting taxes. See Note 7 for the maintenance tax levy.

All property values and exempt status, if any, are determined by the appraisal district. Assessed values are determined as of January 1 of each year, at which time a tax lien attaches to the related property. Taxes are levied around October/November, are due upon receipt and are delinquent the following February 1. Penalty and interest attach thereafter.

Defined Area

The District is authorized to define areas or designate certain property of the District to pay for improvements, facilities or services that primarily benefit that area pursuant to the provisions of Texas House Bill 4206, effective June 18, 2015, and Subchapter J of Chapter 54 of the Texas Water Code, as amended. On August 20, 2015, the Board of Directors of the District approved the designation of a defined area encompassing approximately 73.691 acres (the “Defined Area”), and such creation was confirmed by the voters of said area at an election within the Defined Area boundaries on November 3, 2015. In addition to the confirmation, the voters authorized \$23,000,000 principal amount of bonds to finance road improvements within the Defined Area. Any bonds issued for the Defined Area shall be payable solely from a tax levied on property located within the boundaries of the Defined Area but within the Defined Area the District tax levied for payments of the Defined Area bonds is on a parity with the District tax levy for payment of the Bonds. A portion of the bonds authorized for the Defined Area (\$4,550,000) were issued in 2017. It is not expected that the District will issue any additional bonds for the Defined Area in the future.

While the Defined Area Bonds are obligations of the District’s property located within the Defined Area, those bonds are on a parity with other District bonds, and a failure to collect sufficient taxes, from the property located in the Defined Area, could cause an increase in taxes District-wide to pay the debt service on the bonds issued for the Defined Area.

During the year ended September 30, 2024, the District levied an ad valorem debt service rate of \$0.38 per \$100 of assessed valuation within the Defined Area, which resulted in a total tax levy of \$466,518 on the adjusted taxable valuation of \$122,767,805 for the 2023 tax year.

DOWDELL PUBLIC UTILITY DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 4. SIGNIFICANT BOND ORDER AND LEGAL REQUIREMENTS

The bond orders state that the District is required by the Securities and Exchange Commission to provide continuing disclosure of certain general financial information and operating data to certain information repositories. This information, along with the audited annual financial statements, is to be provided within six months after the end of each fiscal year and shall continue to be provided through the life of the bonds.

The District has covenanted that it will take all necessary steps to comply with the requirement that rebatable arbitrage earnings on the investment of the gross proceeds of the Bonds, within the meaning of Section 148(f) of the Internal Revenue Code, be rebated to the federal government. The minimum requirement for determination of the rebatable amount is on each five-year anniversary of the bonds.

NOTE 5. DEPOSITS AND INVESTMENTS

Deposits

Custodial credit risk is the risk that, in the event of the failure of a depository financial institution, a government will not be able to recover deposits or will not be able to recover collateral securities that are in the possession of an outside party. The District's deposit policy for custodial credit risk requires compliance with the provisions of Texas statutes.

Texas statutes require that any cash balance in any fund shall, to the extent not insured by the Federal Deposit Insurance Corporation or its successor, be continuously secured by a valid pledge to the District of securities eligible under the laws of Texas to secure the funds of the District, having an aggregate market value, including accrued interest, at all times equal to the uninsured cash balance in the fund to which such securities are pledged. At fiscal year-end, the carrying amount of the District's deposits was \$977,083 and the bank balance was \$1,330,338. The District was not exposed to custodial credit risk at year-end.

The carrying values of the deposits are included in the Governmental Funds Balance Sheet and the Statement of Net Position at September 30, 2024, as listed below:

	<u>Cash</u>
GENERAL FUND	\$ 818,709
DEBT SERVICE FUND	85,134
CAPITAL PROJECTS FUND	<u>73,240</u>
TOTAL DEPOSITS	<u>\$ 977,083</u>

DOWDELL PUBLIC UTILITY DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 5. DEPOSITS AND INVESTMENTS (Continued)

Investments

Under Texas law, the District is required to invest its funds under written investment policies that primarily emphasize safety of principal and liquidity and that address investment diversification, yield, maturity, and the quality and capability of investment management, and all District funds must be invested in accordance with the following investment objectives: understanding the suitability of the investment to the District's financial requirements, first; preservation and safety of principal, second; liquidity, third; marketability of the investments if the need arises to liquidate the investment before maturity, fourth; diversification of the investment portfolio, fifth; and yield, sixth. The District's investments must be made "with judgment and care, under prevailing circumstances, that a person of prudence, discretion, and intelligence would exercise in the management of the person's own affairs, not for speculation, but for investment, considering the probable safety of capital and the probable income to be derived." No person may invest District funds without express written authority from the Board of Directors. Texas statutes include specifications for and limitations applicable to the District and its authority to purchase investments as defined in the Public Funds Investment Act. The District has adopted a written investment policy to establish the guidelines by which it may invest. This policy is reviewed annually. The District's investment policy may be more restrictive than the Public Funds Investment Act.

The District invests in TexPool, an external investment pool that is not SEC-registered. The State Comptroller of Public Accounts of the State of Texas has oversight of the pool. Federated Hermes, Inc. manages the daily operations of the pool under a contract with the Comptroller. TexPool measures all of its portfolio assets at amortized cost. There are no limitations or restrictions on withdrawals from TexPool. The District measures its investments in certificates of deposit at acquisition cost for financial reporting purposes.

As of September 30, 2024, the District had the following investments and maturities:

Funds and Investment Type	Fair Value	Maturities of Less Than 1 Year
<u>GENERAL FUND</u>		
TexPool	\$ 5,877,842	\$ 5,877,842
<u>DEBT SERVICE FUND</u>		
TexPool	13,313,966	13,313,966
<u>CAPITAL PROJECTS FUND</u>		
TexPool	282,940	282,940
TOTAL INVESTMENTS	<u><u>\$19,474,748</u></u>	<u><u>\$19,474,748</u></u>

DOWDELL PUBLIC UTILITY DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 5. DEPOSITS AND INVESTMENTS (Continued)

Investments (Continued)

Credit risk is the risk that the issuer or other counterparty to an investment will not fulfill its obligations. TexPool is rated AAAM by Standard and Poor's. Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The District considers the investment in TexPool to have a maturity of less than one year since the share position can be redeemed each day at the discretion of the District, unless there has been a significant change in value.

Restrictions - All cash and investments of the Debt Service Fund are restricted for the payment of debt service and the cost of assessing and collecting taxes. All cash and investments of the Capital Projects Fund are restricted for the purchase of capital assets.

NOTE 6. CAPITAL ASSETS

Capital asset activity for the current fiscal year is summarized in the following table. Fiscal year ending 2023 balances have been adjusted; see Note 15 for more information.

	October 1, 2023	Increases	Decreases	September 30, 2024
Capital Assets Not Being Depreciated				
Land and Land Improvements	\$ 10,725,019	\$	\$	\$ 10,725,019
Construction in Progress	89,414	498,096	60,127	527,383
Total Capital Assets Not Being Depreciated	<u>\$ 10,814,433</u>	<u>\$ 498,096</u>	<u>\$ 60,127</u>	<u>\$ 11,252,402</u>
Capital Assets Subject to Depreciation				
Water System	\$ 24,344,676	\$	\$	\$ 24,344,676
Wastewater System	49,795,788	40,617		49,836,405
Drainage and Detention Systems	5,355,214	19,510		5,374,724
Privacy Wall	713,296			713,296
Total Capital Assets Subject to Depreciation	<u>\$ 80,208,974</u>	<u>\$ 60,127</u>	<u>\$ -0-</u>	<u>\$ 80,269,101</u>
Less Accumulated Depreciation				
Water System	\$ 5,509,753	\$ 232,142	\$	\$ 5,741,895
Wastewater System	10,041,918	1,118,875		11,160,793
Drainage and Detention Systems	164,653	119,438		284,091
Privacy Wall	118,885	23,777		142,662
Total Accumulated Depreciation	<u>\$ 15,835,209</u>	<u>\$ 1,494,232</u>	<u>\$ -0-</u>	<u>\$ 17,329,441</u>
Total Depreciable Capital Assets, Net of Accumulated Depreciation	<u>\$ 64,373,765</u>	<u>\$ (1,434,105)</u>	<u>\$ -0-</u>	<u>\$ 62,939,660</u>
Total Capital Assets, Net of Accumulated Depreciation	<u>\$ 75,188,198</u>	<u>\$ (936,009)</u>	<u>\$ 60,127</u>	<u>\$ 74,192,062</u>

DOWDELL PUBLIC UTILITY DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 7. MAINTENANCE TAX

On May 9, 2015, the voters of the District approved the levy and collection of a maintenance tax not to exceed \$1.00 per \$100 of assessed valuation of taxable property within the District. Such tax is in addition to taxes which the District is authorized to levy for paying principal and interest on the District's bond debt. The maintenance tax is to be used by the General Fund to pay expenditures of operating the District's waterworks and sanitary sewer system. During the year ended September 30, 2024, the District levied an ad valorem maintenance tax rate of \$0.16 per \$100 of assessed valuation, which resulted in a tax levy of \$1,688,070 on the adjusted taxable valuation of \$1,055,043,985 for the 2023 tax year.

NOTE 8. UNREIMBURSED COSTS

The District has executed a developer financing agreements with Developers within the District. The agreements call for the Developers to fund costs associated with water, wastewater and drainage facilities until such time as the District can sell bonds. The District restated its due to developers balance of September 30, 2023 due to the correction of an error (see Note 15). The following table summarizes the activity for the current fiscal year.

Due to Developers, October 1, 2023	\$ 12,432,646
Less: Current year Reimbursements	<u>(4,575,851)</u>
Due to Developers, September 30, 2024	<u>\$ 7,856,795</u>

NOTE 9. RISK MANAGEMENT

The District is exposed to various risks of loss related to torts; theft of, damage to and destruction of assets; errors and omissions; and natural disasters for which the District carries commercial insurance. There have been no significant reductions in coverage from the prior year and settlements have not exceeded coverage in the past three years.

NOTE 10. NORTH HARRIS COUNTY REGIONAL WATER AUTHORITY

The District is located within the boundaries of the North Harris County Regional Water Authority (the "Authority"). The Authority charges a fee, based on the amount of water pumped from a well, to the owner of wells located within the boundaries of the Authority, unless exempted. This fee enables the Authority to fulfill its purpose and regulatory functions. The current pumpage fee charged is \$3.60 per 1,000 gallons of water pumped from each well. Fees paid to the Authority for the current fiscal year totaled \$1,070,413.

DOWDELL PUBLIC UTILITY DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 11. EMERGENCY WATER SUPPLY AGREEMENT

On April 1, 2014, the District entered into an Emergency Water Supply Agreement (“Agreement”) with Harris County Municipal Utility District No. 480 (“District No. 480”). Costs to maintain the point of connection facilities will be borne equally by both districts, with the costs billed by District No. 480 to the District. The cost of water is equal to the base rate per 1,000 gallons charged by the supplying district for single family residential users within its district at 5,000 gallons usage during a month, plus any pumpage fee, unless the fee is already included in the rate. The term of the Agreement is 20 years, with automatic successive five-year renewals.

NOTE 12. STRATEGIC PARTNERSHIP AGREEMENT

The City of Houston (the “City”) and the District entered into a Strategic Partnership Agreement (“SPA”) effective as of May 14, 2013. The SPA provides for the limited purpose annexation of certain developed commercial tracts within the District into the City for the limited purposes of imposition of the City’s Sales and Use Tax. The District continues to provide water supply and wastewater treatment services in the annexed area, and no City services are provided. The properties made subject to the SPA may not be taxed for ad valorem purposes by the City.

Additional properties may become subject to the SPA by amending the SPA upon the consent of the City and the District. The City pays the District an amount equal to 50% of all sales and use tax revenues generated from the properties subject to the SPA. The term of the SPA is 30 years. During the term of the SPA, the City has agreed not to annex all or part of the District or commence any action to annex all or part of the District for full purposes. The payments from the City under the SPA are not pledged to the payment of the Bonds and are available for any lawful purpose.

NOTE 13. BOND SALE

On November 16, 2023, the District issued \$6,500,000 of Unlimited Tax Bonds, Series 2023. Proceeds from the bonds were used to reimburse Developers for: land; improvements to serve 9-acre Hildebrandt Development; detention ponds and mass grading serving 12.986-acre tract at Kuykendahl and Dowdell; and 12-inch water line, 24-inch storm sewer, detention pond and 8-inch sanitary sewer. Additional proceeds were to pay for issuance costs of the bonds and Developer interest.

DOWDELL PUBLIC UTILITY DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 14. SUBSEQUENT EVENT - BOND SALE

On November 7, 2024, subsequent to year-end, the District issued \$13,500,000 of Unlimited Tax Bonds, Series 2024. Proceeds from the bonds were used to reimburse Developers for construction and engineering costs for the following projects: detention rehabilitation to serve Willow Trace, Section 2; lift station no. 13 to serve Willow Trace, Section 2; storm sewer, sanitary sewer, force main and water lines to service Willow Trace, Section 2; Willowpoint water distribution, sanitary sewer, and drainage improvements; and storm water pollution prevention plan to serve Willowpoint, Section 1. The District also used proceeds from the bonds to fund construction and engineering costs for the following District-funded projects: detention pond land; Willow Dell storm sewer lift station; lift station generators; Kuykendahl water main @ Dowdell; water main under SH 99 between Kimco and Cavender's; and water plant improvements. Additional proceeds were to pay for issuance costs of the bonds and Developer interest.

NOTE 15. CORRECTION OF AN ERROR

During the current fiscal year, the District evaluated, with the help of its consultants, whether all of the remaining Developer liabilities were still eligible to be reimbursed. It was determined that some of the Developer liabilities are not eligible to be reimbursed and the estimate of remaining liabilities, as well as associated capital asset balances, as of the beginning of the fiscal year were overstated. The net result was an increase in net position of \$3,319,632, which consisted of a decrease to developer liabilities of \$4,403,914 and a decrease to capital assets of \$1,084,282.

DOWDELL PUBLIC UTILITY DISTRICT

REQUIRED SUPPLEMENTARY INFORMATION

SEPTEMBER 30, 2024

DOWDELL PUBLIC UTILITY DISTRICT
SCHEDULE OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCE - BUDGET AND ACTUAL - GENERAL FUND
FOR THE YEAR ENDED SEPTEMBER 30, 2024

	Original and Final Budget	Actual	Variance Positive (Negative)
REVENUES			
Property Taxes	\$ 1,690,000	\$ 1,682,988	\$ (7,012)
Water Service	1,368,000	1,732,091	364,091
Wastewater Service	470,000	523,163	53,163
Water Authority Fees	1,330,000	1,149,350	(180,650)
Penalty and Interest	48,000	80,121	32,121
Connection and Inspection Fees	1,057,500	1,110,305	52,805
Investment and Miscellaneous Revenues	<u>242,000</u>	<u>363,191</u>	<u>121,191</u>
TOTAL REVENUES	<u>\$ 6,205,500</u>	<u>\$ 6,641,209</u>	<u>\$ 435,709</u>
EXPENDITURES			
Service Operations:			
Professional Fees	\$ 315,500	\$ 386,048	\$ (70,548)
Contracted Services	1,161,800	1,224,040	(62,240)
Utilities	366,500	211,816	154,684
Water Authority Assessments	1,330,000	1,070,413	259,587
Repairs, Maintenance, and Capital Outlay	1,355,000	1,829,482	(474,482)
Other	<u>1,080,000</u>	<u>980,903</u>	<u>99,097</u>
TOTAL EXPENDITURES	<u>\$ 5,608,800</u>	<u>\$ 5,702,702</u>	<u>\$ (93,902)</u>
NET CHANGE IN FUND BALANCE	\$ 596,700	\$ 938,507	\$ 341,807
FUND BALANCE - OCTOBER 1, 2023	<u>4,892,440</u>	<u>4,892,440</u>	<u></u>
FUND BALANCE - SEPTEMBER 30, 2024	<u>\$ 5,489,140</u>	<u>\$ 5,830,947</u>	<u>\$ 341,807</u>

Seen accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
SUPPLEMENTARY INFORMATION – REQUIRED BY THE
WATER DISTRICT FINANCIAL MANAGEMENT GUIDE
SEPTEMBER 30, 2024

DOWDELL PUBLIC UTILITY DISTRICT
SERVICES AND RATES
FOR THE YEAR ENDED SEPTEMBER 30, 2024

1. SERVICES PROVIDED BY THE DISTRICT DURING THE FISCAL YEAR:

<u> X </u>	Retail Water	<u> </u>	Wholesale Water	<u> X </u>	Drainage
<u> X </u>	Retail Wastewater	<u> </u>	Wholesale Wastewater	<u> </u>	Irrigation
<u> </u>	Parks/Recreation	<u> </u>	Fire Protection	<u> X </u>	Security
<u> </u>	Solid Waste/Garbage	<u> </u>	Flood Control	<u> </u>	Roads
<u> </u>	Participates in joint venture, regional system and/or wastewater service (other than emergency interconnect)				
<u> </u>	Other (specify): _____				

2. RETAIL SERVICE PROVIDERS

a. RETAIL RATES FOR A 5/8" METER (OR EQUIVALENT):

The following rates are based on the rate order effective December 21, 2023.

	Minimum Charge	Minimum Usage	Flat Rate Y/N	Rate per 1,000 Gallons over Minimum Use	Usage Levels
WATER:	\$ 33.14	6,000	N	\$ 1.50	6,001 to 20,000
				\$ 1.60	20,001 to 40,000
				\$ 1.70	40,001 and up
WASTEWATER:	\$ 10.00	6,000	N	\$ 0.75	6,001 to 20,000
				\$ 0.85	20,001 to 40,000
				\$ 0.95	40,001 and up
SURCHARGE:					
Regional Water Authority			N	\$ 3.96	0,001 and up
District employs winter averaging for wastewater usage?					Yes X No

Total monthly charges per 10,000 gallons usage: Water: \$39.14 Wastewater: \$13.00 Surcharge: \$39.60

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
SERVICES AND RATES
FOR THE YEAR ENDED SEPTEMBER 30, 2024

2. RETAIL SERVICE PROVIDERS (Continued)

b. WATER AND WASTEWATER RETAIL CONNECTIONS: (Unaudited)

<u>Meter Size</u>	<u>Total Connections</u>	<u>Active Connections</u>	<u>ESFC Factor</u>	<u>Active ESFCs</u>
Unmetered			x 1.0	
≤¾"	<u>2,310</u>	<u>2,310</u>	x 1.0	<u>2,310</u>
1"	<u>46</u>	<u>46</u>	x 2.5	<u>115</u>
1½"			x 5.0	
2"	<u>123</u>	<u>123</u>	x 8.0	<u>984</u>
3"	<u>1</u>	<u>1</u>	x 15.0	<u>15</u>
4"	<u>8</u>	<u>8</u>	x 25.0	<u>200</u>
6"	<u>13</u>	<u>13</u>	x 50.0	<u>650</u>
8"	<u>9</u>	<u>9</u>	x 80.0	<u>720</u>
10"	<u>4</u>	<u>2</u>	x 115.0	<u>230</u>
12"	<u>1</u>	<u>1</u>		
Total Water Connections	<u>2,515</u>	<u>2,513</u>		<u>5,224</u>
Total Wastewater Connections	<u>2,430</u>	<u>2,428</u>	x 1.0	<u>2,428</u>

3. TOTAL WATER CONSUMPTION DURING THE FISCAL YEAR ROUNDED TO THE NEAREST THOUSAND: (Unaudited)

Gallons pumped into system:	308,722,000	Water Accountability Ratio: 91.8% (Gallons billed and sold/Gallons pumped)
Gallons billed to customers:	283,063,000	
Gallons sold:	242,000	To: Harris County Municipal Utility District No. 401

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
SERVICES AND RATES
FOR THE YEAR ENDED SEPTEMBER 30, 2024

4. STANDBY FEES (authorized only under TWC Section 49.231):

Does the District have Debt Service standby fees? Yes ☐ No ☒

Does the District have Operation and Maintenance standby fees? Yes ☐ No ☒

5. LOCATION OF DISTRICT:

Is the District located entirely within one county?

Yes ☒ No ☐

County in which District is located:

Harris County, Texas

Is the District located within a city?

Entirely ☐ Partly ☐ Not at all ☒

Is the District located within a city's extraterritorial jurisdiction (ETJ)?

Entirely ☒ Partly ☐ Not at all ☐

ETJ in which District is located:

City of Houston, Texas.

Are Board Members appointed by an office outside the District?

Yes ☐ No ☒

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
GENERAL FUND EXPENDITURES
FOR THE YEAR ENDED SEPTEMBER 30, 2024

PROFESSIONAL FEES:	
Auditing	\$ 22,500
Engineering	193,312
Legal	168,736
Financial Advisor	1,500
TOTAL PROFESSIONAL FEES	<u>\$ 386,048</u>
CONTRACTED SERVICES:	
Bookkeeping	\$ 33,095
Operations and Billing	331,657
Security	859,288
TOTAL CONTRACTED SERVICES	<u>\$ 1,224,040</u>
UTILITIES	<u>\$ 211,816</u>
REPAIRS AND MAINTENANCE	<u>\$ 1,774,458</u>
ADMINISTRATIVE EXPENDITURES:	
Director Fees, Including Payroll Taxes	\$ 36,494
Insurance	81,792
Office Supplies and Postage	76,435
Travel and Meetings	9,491
Other	1,771
TOTAL ADMINISTRATIVE EXPENDITURES	<u>\$ 205,983</u>
CAPITAL OUTLAY	<u>\$ 55,024</u>
TAP CONNECTIONS	<u>\$ 337,701</u>
OTHER EXPENDITURES:	
Chemicals	\$ 137,504
Laboratory Fees	61,697
Permit Fees	13,598
Inspection Fees	47,925
Water Authority Assessments	1,070,413
Regulatory Assessment	9,705
Sludge Hauling	166,790
TOTAL OTHER EXPENDITURES	<u>\$ 1,507,632</u>
TOTAL EXPENDITURES	<u><u>\$ 5,702,702</u></u>

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
INVESTMENTS
SEPTEMBER 30, 2024

<u>Funds</u>	<u>Identification or Certificate Number</u>	<u>Interest Rate</u>	<u>Maturity Date</u>	<u>Balance at End of Year</u>	<u>Accrued Interest Receivable at End of Year</u>
<u>GENERAL FUND</u>					
TexPool	XXXX0002	Varies	Daily	\$ 5,877,842	\$ -0-
<u>DEBT SERVICE FUND</u>					
TexPool	XXXX0001	Varies	Daily	\$ 11,895,146	\$
TexPool	XXXX0007	Varies	Daily	1,418,820	
TOTAL DEBT SERVICE FUND				\$ 13,313,966	\$ -0-
<u>CAPITAL PROJECTS FUND</u>					
TexPool	XXXX0003	Varies	Daily	\$ 282,940	\$ -0-
TOTAL - ALL FUNDS				\$ 19,474,748	\$ -0-

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
TAXES LEVIED AND RECEIVABLE
FOR THE YEAR ENDED SEPTEMBER 30, 2024

	<u>Maintenance Taxes</u>		<u>Debt Service Taxes</u>	
TAXES RECEIVABLE -				
OCTOBER 1, 2023	\$	13,368	\$	101,038
Adjustments to Beginning Balance		<u>(2,523)</u>		<u>(22,033)</u>
	\$	10,845	\$	79,005
Original 2023 Tax Levy	\$	1,719,594	\$	6,233,529
Adjustment to 2023 Tax Levy		<u>(31,524)</u>		<u>(114,274)</u>
		<u>1,688,070</u>		<u>6,119,255</u>
TOTAL TO BE ACCOUNTED FOR		\$ 1,698,915		\$ 6,198,260
TAX COLLECTIONS:				
Prior Years	\$	6,762	\$	42,662
Current Year		<u>1,676,226</u>		<u>6,076,321</u>
		<u>1,682,988</u>		<u>6,118,983</u>
TAXES RECEIVABLE - SEPTEMBER 30, 2024		<u>\$ 15,927</u>		<u>\$ 79,277</u>
TAXES RECEIVABLE BY YEAR:				
2023	\$	11,844	\$	42,934
2022		1,418		9,644
2021		1,071		7,500
2020		806		5,645
2019		311		2,178
2018 and Prior		<u>477</u>		<u>11,376</u>
TOTAL		<u>\$ 15,927</u>		<u>\$ 79,277</u>

DEFINED AREA TAX LEVY: During the year ended September 30, 2024, the District also levied an ad valorem debt service tax rate of \$0.38 per \$100 of assessed valuation within the Defined Area, which resulted in a tax levy of \$466,518 on the adjusted taxable valuation of \$122,767,805 for the 2023 tax year. Unpaid taxes for the Defined Area as of September 30, 2024, totaled \$2,567.

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
TAXES LEVIED AND RECEIVABLE
FOR THE YEAR ENDED SEPTEMBER 30, 2024

	<u>2023</u>	<u>2022</u>	<u>2021</u>	<u>2020</u>
PROPERTY VALUATIONS:				
Land	\$ 301,918,097	\$ 280,340,761	\$ 226,441,170	\$ 184,381,419
Improvements	870,602,696	726,479,074	589,667,467	528,198,481
Personal Property	63,041,795	60,344,133	39,287,663	36,336,227
Exemptions	<u>(180,518,603)</u>	<u>(140,238,951)</u>	<u>(79,246,568)</u>	<u>(75,574,806)</u>
TOTAL PROPERTY VALUATIONS	<u>\$ 1,055,043,985</u>	<u>\$ 926,925,017</u>	<u>\$ 776,149,732</u>	<u>\$ 673,341,321</u>
TAX RATES PER \$100 VALUATION:				
Debt Service	\$ 0.58	\$ 0.68	\$ 0.70	\$ 0.70
Maintenance	<u>0.16</u>	<u>0.10</u>	<u>0.10</u>	<u>0.10</u>
TOTAL TAX RATES PER \$100 VALUATION	<u>\$ 0.74</u>	<u>\$ 0.78</u>	<u>\$ 0.80</u>	<u>\$ 0.80</u>
ADJUSTED TAX LEVY*	<u>\$ 7,807,325</u>	<u>\$ 7,230,015</u>	<u>\$ 6,209,198</u>	<u>\$ 5,386,730</u>
PERCENTAGE OF TAXES COLLECTED TO TAXES LEVIED	<u>99.30 %</u>	<u>99.85 %</u>	<u>99.86 %</u>	<u>99.88 %</u>

* Based upon adjusted tax at time of audit for the period in which the tax was levied.

Maintenance Tax – Maximum tax rate of \$1.00 per \$100 assessed valuation approved by voters on May 9, 2015.

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
LONG-TERM DEBT SERVICE REQUIREMENTS
SEPTEMBER 30, 2024

S E R I E S - 2 0 1 4 R E F U N D I N G

Due During Fiscal Years Ending September 30	Principal Due September 1	Interest Due March 1/ September 1	Total
2025	\$ 505,000	\$ 103,475	\$ 608,475
2026	530,000	83,275	613,275
2027	550,000	62,075	612,075
2028	150,000	44,200	194,200
2029	155,000	38,950	193,950
2030	160,000	33,525	193,525
2031	165,000	27,125	192,125
2032	170,000	20,525	190,525
2033	180,000	14,150	194,150
2034	185,000	7,400	192,400
2035			
2036			
2037			
2038			
2039			
2040			
2041			
2042			
2043			
2044			
2045			
2046			
2047			
2048			
2049			
2050			
2051			
2052			
2053			
	<u>\$ 2,750,000</u>	<u>\$ 434,700</u>	<u>\$ 3,184,700</u>

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
LONG-TERM DEBT SERVICE REQUIREMENTS
SEPTEMBER 30, 2024

S E R I E S - 2 0 1 6 R E F U N D I N G				
Due During Fiscal Years Ending September 30	Principal Due September 1	Interest Due March 1/ September 1	Total	
2025	\$ 320,000	\$ 27,068	\$	347,068
2026	330,000	20,604		350,604
2027	340,000	13,938		353,938
2028	350,000	7,070		357,070
2029				
2030				
2031				
2032				
2033				
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2052				
2053				
	<u>\$ 1,340,000</u>	<u>\$ 68,680</u>	<u>\$</u>	<u>1,408,680</u>

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
LONG-TERM DEBT SERVICE REQUIREMENTS
SEPTEMBER 30, 2024

S E R I E S - 2 0 1 7 D E F I N E D A R E A N O . 1

Due During Fiscal Years Ending September 30	Principal Due September 1	Interest Due March 1/ September 1	Total
2025	\$ 125,000	\$ 148,125	\$ 273,125
2026	125,000	144,375	269,375
2027	125,000	140,625	265,625
2028	150,000	136,875	286,875
2029	150,000	132,188	282,188
2030	150,000	127,313	277,313
2031	150,000	122,250	272,250
2032	150,000	117,000	267,000
2033	175,000	111,750	286,750
2034	175,000	105,625	280,625
2035	175,000	99,281	274,281
2036	200,000	92,938	292,938
2037	200,000	85,438	285,438
2038	200,000	77,938	277,938
2039	225,000	70,438	295,438
2040	225,000	62,000	287,000
2041	250,000	53,000	303,000
2042	250,000	43,000	293,000
2043	275,000	33,000	308,000
2044	275,000	22,000	297,000
2045	275,000	11,000	286,000
2046			
2047			
2048			
2049			
2050			
2051			
2052			
2053			
	<u>\$ 4,025,000</u>	<u>\$ 1,936,159</u>	<u>\$ 5,961,159</u>

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
LONG-TERM DEBT SERVICE REQUIREMENTS
SEPTEMBER 30, 2024

S E R I E S - 2 0 1 7 A				
Due During Fiscal Years Ending September 30	Principal Due September 1	Interest Due March 1/ September 1	Total	
2025	\$ 525,000	\$ 527,438	\$	1,052,438
2026	550,000	516,938		1,066,938
2027	575,000	505,250		1,080,250
2028	600,000	491,594		1,091,594
2029	625,000	476,594		1,101,594
2030	650,000	459,406		1,109,406
2031	675,000	439,906		1,114,906
2032	700,000	419,656		1,119,656
2033	725,000	398,656		1,123,656
2034	750,000	376,906		1,126,906
2035	775,000	354,406		1,129,406
2036	800,000	330,188		1,130,188
2037	850,000	305,188		1,155,188
2038	875,000	277,562		1,152,562
2039	900,000	249,126		1,149,126
2040	950,000	218,750		1,168,750
2041	975,000	185,500		1,160,500
2042	1,025,000	151,376		1,176,376
2043	1,050,000	115,500		1,165,500
2044	1,100,000	78,750		1,178,750
2045	1,150,000	40,250		1,190,250
2046				
2047				
2048				
2049				
2050				
2051				
2052				
2053				
	<u>\$ 16,825,000</u>	<u>\$ 6,918,940</u>	<u>\$</u>	<u>23,743,940</u>

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
LONG-TERM DEBT SERVICE REQUIREMENTS
SEPTEMBER 30, 2024

S E R I E S - 2 0 1 8			
Due During Fiscal Years Ending September 30	Principal Due September 1	Interest Due March 1/ September 1	Total
2025	\$ 50,000	\$ 191,594	\$ 241,594
2026	50,000	190,094	240,094
2027	100,000	188,594	288,594
2028	185,000	185,469	370,469
2029	190,000	179,456	369,456
2030	200,000	173,042	373,042
2031	205,000	166,044	371,044
2032	215,000	158,869	373,869
2033	225,000	150,269	375,269
2034	230,000	141,268	371,268
2035	240,000	132,069	372,069
2036	250,000	122,469	372,469
2037	260,000	112,469	372,469
2038	270,000	102,068	372,068
2039	280,000	91,268	371,268
2040	295,000	80,068	375,068
2041	305,000	68,268	373,268
2042	320,000	55,688	375,688
2043	330,000	42,488	372,488
2044	345,000	28,876	373,876
2045	355,000	14,644	369,644
2046			
2047			
2048			
2049			
2050			
2051			
2052			
2053			
	<u>\$ 4,900,000</u>	<u>\$ 2,575,074</u>	<u>\$ 7,475,074</u>

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
LONG-TERM DEBT SERVICE REQUIREMENTS
SEPTEMBER 30, 2024

S E R I E S - 2 0 1 9			
Due During Fiscal Years Ending September 30	Principal Due September 1	Interest Due March 1/ September 1	Total
2025	\$ 50,000	\$ 255,937	\$ 305,937
2026	50,000	253,937	303,937
2027	75,000	252,938	327,938
2028	200,000	251,437	451,437
2029	225,000	247,438	472,438
2030	250,000	242,937	492,937
2031	275,000	237,938	512,938
2032	300,000	232,094	532,094
2033	350,000	225,344	575,344
2034	400,000	217,469	617,469
2035	500,000	207,969	707,969
2036	525,000	196,094	721,094
2037	550,000	182,969	732,969
2038	575,000	169,219	744,219
2039	600,000	154,844	754,844
2040	625,000	139,094	764,094
2041	675,000	121,906	796,906
2042	700,000	103,344	803,344
2043	700,000	84,094	784,094
2044	700,000	63,969	763,969
2045	725,000	43,844	768,844
2046	800,000	23,000	823,000
2047			
2048			
2049			
2050			
2051			
2052			
2053			
	<u>\$ 9,850,000</u>	<u>\$ 3,907,815</u>	<u>\$ 13,757,815</u>

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
LONG-TERM DEBT SERVICE REQUIREMENTS
SEPTEMBER 30, 2024

S E R I E S - 2 0 2 0 R E F U N D I N G			
Due During Fiscal Years Ending September 30	Principal Due September 1	Interest Due March 1/ September 1	Total
2025	\$ 235,000	\$ 25,788	\$ 260,788
2026	240,000	21,840	261,840
2027	250,000	17,808	267,808
2028	260,000	13,608	273,608
2029	270,000	9,240	279,240
2030	280,000	4,704	284,704
2031			
2032			
2033			
2034			
2035			
2036			
2037			
2038			
2039			
2040			
2041			
2042			
2043			
2044			
2045			
2046			
2047			
2048			
2049			
2050			
2051			
2052			
2053			
	<u>\$ 1,535,000</u>	<u>\$ 92,988</u>	<u>\$ 1,627,988</u>

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
LONG-TERM DEBT SERVICE REQUIREMENTS
SEPTEMBER 30, 2024

S E R I E S - 2 0 2 1				
Due During Fiscal Years Ending September 30	Principal Due September 1	Interest Due March 1/ September 1	Total	
2025	\$ 200,000	\$ 125,875	\$	325,875
2026	200,000	123,875		323,875
2027	200,000	121,875		321,875
2028	225,000	119,875		344,875
2029	225,000	117,625		342,625
2030	225,000	115,375		340,375
2031	225,000	113,125		338,125
2032	250,000	110,594		360,594
2033	250,000	107,469		357,469
2034	250,000	104,021		354,021
2035	250,000	100,594		350,594
2036	275,000	96,844		371,844
2037	275,000	92,375		367,375
2038	275,000	87,563		362,563
2039	300,000	82,750		382,750
2040	300,000	77,500		377,500
2041	300,000	71,500		371,500
2042	325,000	65,500		390,500
2043	325,000	59,000		384,000
2044	350,000	52,500		402,500
2045	350,000	45,500		395,500
2046	375,000	38,500		413,500
2047	375,000	31,000		406,000
2048	375,000	23,500		398,500
2049	400,000	16,000		416,000
2050	400,000	8,000		408,000
2051				
2052				
2053				
	<u>\$ 7,500,000</u>	<u>\$ 2,108,335</u>	<u>\$</u>	<u>9,608,335</u>

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
LONG-TERM DEBT SERVICE REQUIREMENTS
SEPTEMBER 30, 2024

S E R I E S - 2 0 2 1 A R E F U N D I N G				
Due During Fiscal Years Ending September 30	Principal Due September 1	Interest Due March 1/ September 1	Total	
2025	\$ 560,000	\$ 119,275	\$	679,275
2026	565,000	108,075		673,075
2027	335,000	96,775		431,775
2028	355,000	90,075		445,075
2029	375,000	86,525		461,525
2030	370,000	81,838		451,838
2031	390,000	76,750		466,750
2032	410,000	70,900		480,900
2033	400,000	62,700		462,700
2034	420,000	54,700		474,700
2035	440,000	46,300		486,300
2036	430,000	37,500		467,500
2037	475,000	28,900		503,900
2038	490,000	19,400		509,400
2039	480,000	9,600		489,600
2040				
2041				
2042				
2043				
2044				
2045				
2046				
2047				
2048				
2049				
2050				
2051				
2052				
2053				
	<u>\$ 6,495,000</u>	<u>\$ 989,313</u>	<u>\$</u>	<u>7,484,313</u>

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
LONG-TERM DEBT SERVICE REQUIREMENTS
SEPTEMBER 30, 2024

S E R I E S - 2 0 2 1 B R E F U N D I N G

Due During Fiscal Years Ending September 30	Principal Due September 1	Interest Due March 1/ September 1	Total
2025	\$ 180,000	\$ 276,625	\$ 456,625
2026	180,000	269,425	449,425
2027	235,000	262,225	497,225
2028	290,000	252,825	542,825
2029	385,000	249,925	634,925
2030	575,000	246,075	821,075
2031	595,000	238,888	833,888
2032	610,000	229,963	839,963
2033	655,000	217,763	872,763
2034	670,000	204,663	874,663
2035	715,000	191,263	906,263
2036	730,000	176,963	906,963
2037	740,000	162,363	902,363
2038	755,000	147,563	902,563
2039	790,000	132,463	922,463
2040	830,000	116,663	946,663
2041	840,000	97,988	937,988
2042	850,000	79,088	929,088
2043	880,000	59,963	939,963
2044	890,000	40,163	930,163
2045	895,000	20,138	915,138
2046			
2047			
2048			
2049			
2050			
2051			
2052			
2053			
	<u>\$ 13,290,000</u>	<u>\$ 3,672,995</u>	<u>\$ 16,962,995</u>

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
LONG-TERM DEBT SERVICE REQUIREMENTS
SEPTEMBER 30, 2024

S E R I E S - 2 0 2 2			
Due During Fiscal Years Ending September 30	Principal Due September 1	Interest Due March 1/ September 1	Total
2025	\$	\$ 455,500	\$ 455,500
2026	200,000	455,500	655,500
2027	250,000	442,500	692,500
2028	250,000	426,250	676,250
2029	250,000	416,250	666,250
2030	275,000	406,250	681,250
2031	275,000	395,250	670,250
2032	300,000	384,250	684,250
2033	300,000	372,250	672,250
2034	325,000	360,250	685,250
2035	325,000	346,844	671,844
2036	350,000	333,031	683,031
2037	350,000	317,718	667,718
2038	375,000	301,968	676,968
2039	400,000	285,094	685,094
2040	400,000	267,094	667,094
2041	425,000	248,594	673,594
2042	425,000	228,938	653,938
2043	450,000	208,750	658,750
2044	475,000	186,250	661,250
2045	500,000	162,500	662,500
2046	500,000	137,500	637,500
2047	525,000	112,500	637,500
2048	550,000	86,250	636,250
2049	575,000	58,750	633,750
2050	600,000	30,000	630,000
2051			
2052			
2053			
	<u>\$ 9,650,000</u>	<u>\$ 7,426,031</u>	<u>\$ 17,076,031</u>

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
LONG-TERM DEBT SERVICE REQUIREMENTS
SEPTEMBER 30, 2024

S E R I E S - 2 0 2 3			
Due During Fiscal Years Ending September 30	Principal Due September 1	Interest Due March 1/ September 1	Total
2025	\$	\$ 328,825	\$ 328,825
2026		328,825	328,825
2027	120,000	328,825	448,825
2028	125,000	320,425	445,425
2029	130,000	311,675	441,675
2030	140,000	303,875	443,875
2031	145,000	295,475	440,475
2032	150,000	288,225	438,225
2033	160,000	281,475	441,475
2034	165,000	274,275	439,275
2035	175,000	266,644	441,644
2036	185,000	258,550	443,550
2037	195,000	249,762	444,762
2038	205,000	240,500	445,500
2039	215,000	230,250	445,250
2040	225,000	219,500	444,500
2041	235,000	208,250	443,250
2042	245,000	196,500	441,500
2043	260,000	184,250	444,250
2044	270,000	171,250	441,250
2045	285,000	157,750	442,750
2046	300,000	143,500	443,500
2047	315,000	128,500	443,500
2048	330,000	112,750	442,750
2049	350,000	96,250	446,250
2050	365,000	78,750	443,750
2051	385,000	60,500	445,500
2052	400,000	41,250	441,250
2053	425,000	21,250	446,250
	<u>\$ 6,500,000</u>	<u>\$ 6,127,856</u>	<u>\$ 12,627,856</u>

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
LONG-TERM DEBT SERVICE REQUIREMENTS
SEPTEMBER 30, 2024

ANNUAL REQUIREMENTS
FOR ALL SERIES

Due During Fiscal Years Ending September 30	Total Principal Due	Total Interest Due	Total Principal and Interest Due
2025	\$ 2,750,000	\$ 2,585,525	\$ 5,335,525
2026	3,020,000	2,516,763	5,536,763
2027	3,155,000	2,433,428	5,588,428
2028	3,140,000	2,339,703	5,479,703
2029	2,980,000	2,265,866	5,245,866
2030	3,275,000	2,194,340	5,469,340
2031	3,100,000	2,112,751	5,212,751
2032	3,255,000	2,032,076	5,287,076
2033	3,420,000	1,941,826	5,361,826
2034	3,570,000	1,846,577	5,416,577
2035	3,595,000	1,745,370	5,340,370
2036	3,745,000	1,644,577	5,389,577
2037	3,895,000	1,537,182	5,432,182
2038	4,020,000	1,423,781	5,443,781
2039	4,190,000	1,305,833	5,495,833
2040	3,850,000	1,180,669	5,030,669
2041	4,005,000	1,055,006	5,060,006
2042	4,140,000	923,434	5,063,434
2043	4,270,000	787,045	5,057,045
2044	4,405,000	643,758	5,048,758
2045	4,535,000	495,626	5,030,626
2046	1,975,000	342,500	2,317,500
2047	1,215,000	272,000	1,487,000
2048	1,255,000	222,500	1,477,500
2049	1,325,000	171,000	1,496,000
2050	1,365,000	116,750	1,481,750
2051	385,000	60,500	445,500
2052	400,000	41,250	441,250
2053	425,000	21,250	446,250
	<u>\$ 84,660,000</u>	<u>\$ 36,258,886</u>	<u>\$ 120,918,886</u>

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
CHANGES IN LONG-TERM BOND DEBT
FOR THE YEAR ENDED SEPTEMBER 30, 2024

Description	Original Bonds Issued	Bonds Outstanding October 1, 2023
Dowdell Public Utility District		
Unlimited Tax and Refunding Bonds - Series 2014	\$ 6,900,000	\$ 3,235,000
Dowdell Public Utility District		
Unlimited Tax Refunding Bonds - Series 2016	4,445,000	1,645,000
Dowdell Public Utility District Defined Area No. 1		
Unlimited Tax Bonds - Series 2017	4,550,000	4,150,000
Dowdell Public Utility District		
Unlimited Tax Bonds - Series 2017A	18,750,000	17,325,000
Dowdell Public Utility District		
Unlimited Tax Bonds - Series 2018	5,100,000	4,950,000
Dowdell Public Utility District		
Unlimited Tax Bonds - Series 2019	10,000,000	9,900,000
Dowdell Public Utility District		
Unlimited Tax Refunding Bonds - Series 2020	2,400,000	1,765,000
Dowdell Public Utility District		
Unlimited Tax Bonds - Series 2021	7,900,000	7,700,000
Dowdell Public Utility District		
Unlimited Tax Refunding Bonds - Series 2021A	7,790,000	7,030,000
Dowdell Public Utility District		
Unlimited Tax Refunding Bonds - Series 2021B	13,800,000	13,465,000
Dowdell Public Utility District		
Unlimited Tax Bonds - Series 2022	9,650,000	9,650,000
Dowdell Public Utility District		
Unlimited Tax Bonds - Series 2023	6,500,000	
TOTAL	<u>\$ 97,785,000</u>	<u>\$ 80,815,000</u>

See accompanying independent auditor's report.

Current Year Transactions				Bonds Outstanding September 30, 2024	Paying Agent
Bonds Sold	Retirements				
	Principal	Interest			
\$	\$ 485,000	\$ 118,025	\$ 2,750,000	Zions Bancorporation, NA Houston, TX	
	305,000	33,229	1,340,000	Zions Bancorporation, NA Houston, TX	
	125,000	151,875	4,025,000	Zions Bancorporation, NA Houston, TX	
	500,000	537,438	16,825,000	Zions Bancorporation, NA Houston, TX	
	50,000	193,094	4,900,000	Zions Bancorporation, NA Houston, TX	
	50,000	257,937	9,850,000	Zions Bancorporation, NA Houston, TX	
	230,000	29,652	1,535,000	Zions Bancorporation, NA Houston, TX	
	200,000	127,875	7,500,000	Zions Bancorporation, NA Houston, TX	
	535,000	129,975	6,495,000	Zions Bancorporation, NA Houston, TX	
	175,000	283,625	13,290,000	Zions Bancorporation, NA Houston, TX	
		455,500	9,650,000	BONY Mellon Trust Co., NA Dallas, TX	
6,500,000		260,320	6,500,000	BONY Mellon Trust Co., NA Dallas, TX	
\$ 6,500,000	\$ 2,655,000	\$ 2,578,545	\$ 84,660,000		

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
CHANGES IN LONG-TERM BOND DEBT
FOR THE YEAR ENDED SEPTEMBER 30, 2024

Bond Authority:	<u>Tax and Refunding Bonds</u>	<u>Defined Area Bonds</u>
Amount Authorized by Voters	\$ 172,945,000	\$ 23,000,000
Amount Issued	<u>106,178,475</u>	<u>4,550,000</u>
Remaining to be Issued	<u>\$ 66,766,525</u>	<u>\$ 18,450,000</u>
Debt Service Fund cash and investment balances as of September 30, 2024:		<u>\$ 13,399,100</u>
Average annual debt service payment (principal and interest) for remaining term of all debt:		<u>\$ 4,169,617</u>

See Note 3 for interest rates, interest payment dates and maturity dates.

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
COMPARATIVE SCHEDULE OF REVENUES AND EXPENDITURES
GENERAL FUND - FIVE YEARS

	Amounts		
	2024	2023	2022
REVENUES			
Property Taxes	\$ 1,682,988	\$ 924,045	\$ 772,218
Water Service	1,732,091	1,406,685	1,356,844
Wastewater Service	523,163	483,266	444,116
Water Authority Fees	1,149,350	1,288,703	1,316,556
Penalty and Interest	80,121	78,293	68,904
Connection and Inspection Fees	1,110,305	1,199,726	437,656
Investment and Miscellaneous Revenues	<u>363,191</u>	<u>309,574</u>	<u>69,318</u>
TOTAL REVENUES	<u>\$ 6,641,209</u>	<u>\$ 5,690,292</u>	<u>\$ 4,465,612</u>
EXPENDITURES			
Professional Fees	\$ 386,048	\$ 386,853	\$ 345,116
Contracted Services	1,224,040	971,218	791,451
Utilities	211,816	340,300	259,169
Water Authority Assessments	1,070,413	1,386,801	1,472,239
Repairs and Maintenance	1,774,458	1,317,322	1,239,545
Other	980,903	1,078,762	509,012
Capital Outlay	<u>55,024</u>	<u>4,070</u>	
TOTAL EXPENDITURES	<u>\$ 5,702,702</u>	<u>\$ 5,485,326</u>	<u>\$ 4,616,532</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	<u>\$ 938,507</u>	<u>\$ 204,966</u>	<u>\$ (150,920)</u>
OTHER FINANCING SOURCES (USES)			
Transfers In (Out)	<u>\$ - 0 -</u>	<u>\$ - 0 -</u>	<u>\$ - 0 -</u>
NET CHANGE IN FUND BALANCE	<u>\$ 938,507</u>	<u>\$ 204,966</u>	<u>\$ (150,920)</u>
BEGINNING FUND BALANCE	<u>4,892,440</u>	<u>4,687,474</u>	<u>4,838,394</u>
ENDING FUND BALANCE	<u>\$ 5,830,947</u>	<u>\$ 4,892,440</u>	<u>\$ 4,687,474</u>

See accompanying independent auditor's report.

		Percentage of Total Revenues						
2021	2020	2024	2023	2022	2021	2020		
\$ 666,166	\$ 628,787	25.3 %	16.3 %	17.3 %	17.0 %	17.7 %		
1,169,490	1,098,122	26.1	24.7	30.4	29.9	31.0		
412,799	370,972	7.9	8.5	9.9	10.6	10.5		
1,067,351	926,269	17.3	22.6	29.5	27.3	26.1		
37,896	22,724	1.2	1.4	1.5	1.0	0.6		
511,775	446,010	16.7	21.1	9.8	13.1	12.6		
43,410	54,689	5.5	5.4	1.6	1.1	1.5		
<u>\$ 3,908,887</u>	<u>\$ 3,547,573</u>	<u>100.0 %</u>	<u>100.0 %</u>	<u>100.0 %</u>	<u>100.0 %</u>	<u>100.0 %</u>		
\$ 226,876	\$ 273,395	5.8 %	6.8 %	7.7 %	5.8 %	7.7 %		
552,748	515,707	18.4	17.1	17.7	14.1	14.5		
195,032	201,682	3.2	6.0	5.8	5.0	5.7		
1,136,798	925,180	16.1	24.4	33.0	29.1	26.1		
796,080	786,701	26.7	23.2	27.8	20.4	22.2		
521,360	486,884	14.8	19.0	11.4	13.3	13.7		
40,801	868,323	0.8	0.1		1.0	24.5		
<u>\$ 3,469,695</u>	<u>\$ 4,057,872</u>	<u>85.8 %</u>	<u>96.6 %</u>	<u>103.4 %</u>	<u>88.7 %</u>	<u>114.4 %</u>		
<u>\$ 439,192</u>	<u>\$ (510,299)</u>	<u>14.2 %</u>	<u>3.4 %</u>	<u>(3.4) %</u>	<u>11.3 %</u>	<u>(14.4) %</u>		
<u>\$ 897,277</u>	<u>\$ 260,273</u>							
<u>\$ 1,336,469</u>	<u>\$ (250,026)</u>							
<u>3,501,925</u>	<u>3,751,951</u>							
<u>\$ 4,838,394</u>	<u>\$ 3,501,925</u>							

See accompanying independent auditor's report.

DOWDELL PUBLIC UTILITY DISTRICT
COMPARATIVE SCHEDULE OF REVENUES AND EXPENDITURES
DEBT SERVICE FUND - FIVE YEARS

	Amounts		
	2024	2023	2022
REVENUES			
Property Taxes	\$ 6,585,003	\$ 6,727,675	\$ 5,884,382
Penalty and Interest	67,132	78,453	72,265
Investment and Miscellaneous Revenues	<u>818,636</u>	<u>582,811</u>	<u>79,076</u>
TOTAL REVENUES	<u>\$ 7,470,771</u>	<u>\$ 7,388,939</u>	<u>\$ 6,035,723</u>
EXPENDITURES			
Tax Collection Expenditures	\$ 198,666	\$ 159,837	\$ 125,894
Debt Service Principal	2,655,000	2,560,000	2,290,000
Debt Service Interest and Fees	2,584,195	2,326,274	2,064,719
Bond Issuance Costs	<u></u>	<u></u>	<u></u>
TOTAL EXPENDITURES	<u>\$ 5,437,861</u>	<u>\$ 5,046,111</u>	<u>\$ 4,480,613</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	<u>\$ 2,032,910</u>	<u>\$ 2,342,828</u>	<u>\$ 1,555,110</u>
OTHER FINANCING SOURCES (USES)			
Payment to Refunded Bond Escrow Agent	\$	\$	\$
Proceeds from Issuance of Long-Term Debt			
Bond Discount			
Bond Premium	<u></u>	<u></u>	<u></u>
TOTAL OTHER FINANCING SOURCES (USES)	<u>\$ - 0 -</u>	<u>\$ - 0 -</u>	<u>\$ -0-</u>
NET CHANGE IN FUND BALANCE	\$ 2,032,910	\$ 2,342,828	\$ 1,555,110
BEGINNING FUND BALANCE	<u>11,235,846</u>	<u>8,893,018</u>	<u>7,337,908</u>
ENDING FUND BALANCE	<u>\$ 13,268,756</u>	<u>\$ 11,235,846</u>	<u>\$ 8,893,018</u>
TOTAL ACTIVE RETAIL WATER CONNECTIONS	<u>2,513</u>	<u>2,332</u>	<u>2,205</u>
TOTAL ACTIVE RETAIL WASTEWATER CONNECTIONS	<u>2,428</u>	<u>2,247</u>	<u>2,120</u>

See accompanying independent auditor's report.

		Percentage of Total Revenues						
2021	2020	2024	2023	2022	2021	2020		
\$ 5,083,129	\$ 4,857,476	88.1 %	91.0 %	97.5 %	99.2 %	97.7 %		
30,534	50,003	0.9	1.1	1.2	0.6	1.0		
10,278	66,097	11.0	7.9	1.3	0.2	1.3		
<u>\$ 5,123,941</u>	<u>\$ 4,973,576</u>	<u>100.0 %</u>	<u>100.0 %</u>	<u>100.0 %</u>	<u>100.0 %</u>	<u>100.0 %</u>		
\$ 109,768	\$ 104,154	2.7 %	2.2 %	2.1 %	2.1 %	2.1 %		
2,040,000	1,475,000	35.5	34.6	37.9	39.8	29.7		
1,948,769	2,292,820	34.6	31.5	34.2	38.0	46.1		
1,112,977	68,004				21.7	1.4		
<u>\$ 5,211,514</u>	<u>\$ 3,939,978</u>	<u>72.8 %</u>	<u>68.3 %</u>	<u>74.2 %</u>	<u>101.6 %</u>	<u>79.3 %</u>		
<u>\$ (87,573)</u>	<u>\$ 1,033,598</u>	<u>27.2 %</u>	<u>31.7 %</u>	<u>25.8 %</u>	<u>(1.6) %</u>	<u>20.7 %</u>		
\$ (20,748,202)	\$ (2,333,210)							
21,590,000	2,400,000							
(315,550)								
277,674								
<u>\$ 803,922</u>	<u>\$ 66,790</u>							
\$ 716,349	\$ 1,100,388							
6,621,559	5,521,171							
<u>\$ 7,337,908</u>	<u>\$ 6,621,559</u>							
<u>2,175</u>	<u>2,173</u>							
<u>2,090</u>	<u>2,093</u>							

See accompanying independent auditor's report.

District Mailing Address - Dowdell Public Utility District
c/o Smith, Murdaugh, Little & Bonham, L.L.P.
2727 Allen Parkway, Suite 1100
Houston, TX 77019

District Telephone Number - (713) 652-6500

Note: No Director has any business or family relationships (as defined by the Texas Water Code) with major landowners in the District, with the District's developer or with any of the District's consultants

The limit on Fees of Office that a Director may receive during a fiscal year is \$7,200 as set by Board Resolution. Fees of Office are the amounts actually paid to a Director during the District's current fiscal year. **Amounts paid in excess of the \$7,200 annual limit are expected to be withheld in the next fiscal year.

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DOWDELL PUBLIC UTILITY DISTRICT
BOARD MEMBERS, KEY PERSONNEL AND CONSULTANTS
SEPTEMBER 30, 2024

Consultants:	<u>Date Hired</u>	<u>Fees for the year ended September 30, 2024</u>	<u>Title</u>
Smith, Murdaugh, Little & Bonham, L.L.P.	11/20/72	\$ 168,736 \$ 196,468	General Counsel Bond Counsel
McCall Gibson Swedlund Barfoot PLLC	09/18/14	\$ 22,500 \$ 22,500	Auditor Bond Related
Myrtle Cruz, Inc.	04/01/98	\$ 41,746	Bookkeeper
Vogler & Spencer Engineering, Inc.	09/16/15	\$ 333,996	Engineer
The GMS Group	02/19/15	\$ 100,685	Financial Advisor
Mary Jarmon		\$ -0-	Investment Officer
Marlon Ivy & Associates	08/23/78	\$ 1,124,882	Operator
Equi-Tax Inc.	03/14/75	\$ 85,106	Tax Assessor/ Collector

See accompanying independent auditor's report.

APPENDIX B

SPECIMEN MUNICIPAL BOND INSURANCE POLICY

(To be included in the Final Official Statement if applicable)