

RESOLUTION NO. _____

**A RESOLUTION OF THE CITY OF BAY CITY, TEXAS APPROVING AN
ADDENDUM TO ENGAGEMENT AGREEMENT WITH BRACEWELL
LLP RELATING TO PUBLIC IMPROVEMENT DISTRICTS**

WHEREAS, the City of Bay City, Texas (the “City”) desires to establish public improvement districts (“PIDs”) and issue bonds and other obligations from time to time as authorized by Texas Statutes, in order to finance or refinance public improvements within PIDs; and

WHEREAS, the City desires to engage competent, experienced bond counsel services for the issuance of these bonds and other obligations; and

WHEREAS, Bracewell LLP (“Bracewell” or the “Firm”) is a nationally recognized law firm providing bond counsel services; and

WHEREAS, the City and the Firm desire to enter into an addendum to their existing engagement agreement (the “Addendum”) that sets forth the agreement between the parties with respect to bond counsel services;

NOW THEREFOR BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF BAY CITY:

SECTION 1. The recitals set forth in the preamble of this Resolution are true and correct in all material respects.

SECTION 2. It is hereby found, determined and declared that there is a substantial need for Bracewell’s legal services; the legal services cannot be adequately performed by the attorneys and supporting personnel of the City; and the legal services cannot reasonably be obtained from attorneys in private practice under a contract providing only for the payment of hourly fees, without regard to the outcome of the matter, because of the nature of the matter for which the services will be obtained and the compensation for such services will be paid from the proceeds of the bonds or other obligations issued by the City.

SECTION 3. The City hereby approves the Addendum by and between the City and the Firm in substantially the form attached hereto as Exhibit A, with such changes as may be approved by the City Manager, and the Mayor or the City Manager are hereby authorized to execute such Addendum and the City Secretary may attest such signature.

SECTION 4. It is hereby found, determined, and declared that a sufficient written notice of the date, hour, place, and subject of this meeting of the City Council of the City was posted at the location and the time required by law preceding this meeting, as required by the Open Meetings Act, Chapter 551, Texas Government Code, and that this meeting has been open to the public as required by law at all times during which this Resolution and the subject matter thereof has been discussed, considered and formally acted upon. It is further found, determined and declared that sufficient written notice of the Addendum was posted as required by Chapter 2254, Texas

Signature Page – Resolution Approving Addendum to Engagement Letter

Government Code. The City Council further ratifies, approves and confirms such written notices and the contents and posting thereof.

PRESENTED AND PASSED on this the ____ day of _____, 2022.

Robert K. Nelson, Mayor
City of Bay City, Texas

ATTEST:

Jeanna Thompson, City Secretary
City of Bay City, Texas

EXHIBIT A
BRACEWELL ADDENDUM