

EXHIBIT

"A"

**SECOND AMENDMENT TO THE
WASTEWATER SERVICE AGREEMENT
BETWEEN THE
CITY OF ROUND ROCK
AND
BRUSHY CREEK MUNICIPAL UTILITY DISTRICT**

THIS SECOND AMENDMENT TO THE WASTEWATER SERVICE AGREEMENT BETWEEN THE CITY OF ROUND ROCK AND BRUSHY CREEK MUNICIPAL UTILITY DISTRICT (the "Second Amendment") is dated and entered into as of the _____ day of _____, 2018, by and among the City of Round Rock, Texas ("Round Rock") a home-rule municipality and political subdivisions of the State (the "City") and Brushy Creek Municipal Utility District, (the "District").

RECITALS

WHEREAS, Round Rock and the District have entered into that certain Wastewater Service Agreement Between the City of Round Rock and Brushy Creek Municipal Utility District, (the "Agreement") effective as of October 22, 2009; and

WHEREAS, Exhibit "A" to the Agreement sets forth the debt service payments to be made by the District for the purposes of the District Capital Charge; and

WHEREAS, in June 2016, the City refunded approximately \$35,000,000 in Utility System Revenue Bonds to take advantage of favorable market conditions which will allow the City and District to save significant money for interest payments; and

WHEREAS, in _____ 2017, the City refunded approximately \$32,000,000 in Utility System Revenue Bonds to take advantage of favorable market conditions which will allow the City and District to save significant money for interest payments; and

WHEREAS, the parties hereto desire to amend Exhibit "A" to provide for reduced debt service payments;

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, the sufficiency of which are hereby conclusively acknowledged, and subject to the terms and conditions hereinafter set forth, Round Rock and the District mutually agree to approve this Second Amendment, which shall read as follows:

ARTICLE 1 DEFINITIONS

Section 1.1 All terms used herein shall have the meanings assigned to them in the Agreement, unless the context clearly requires otherwise.

ARTICLE II
AMENDED EXHIBIT A

Section 2.1 The document marked "Exhibit A", and entitled "City of Round Rock Texas, Outstanding 2009, 2016 Refunding and 2017 Refunding as of 9/30/18, Brushy Creek MUD Portion Only" attached to and incorporated herein replaces the previous "Exhibit A" attached to the Agreement. Everywhere the Agreement refers to "Exhibit A," it is agreed that henceforth it will be understood to refer to the attached "Exhibit A".

ARTICLE III
MISCELLANEOUS

Section 3.1 To the extent necessary to effect the terms and provisions of this Second Amendment, the Agreement is hereby amended and modified. In all other respects, the aforesaid Agreement is hereby ratified and confirmed.

Section 3.2 This Second Amendment may be executed in counterparts, each of which shall be an original and all of which together shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the parties hereto acting under authority of their respective governing bodies have caused this Second Amendment to be duly executed as of the day and year first above written.

(SIGNATURES ON FOLLOWING PAGES)

BRUSHY CREEK MUNICIPAL UTILITY DISTRICT

By: _____,
_____, President

Attest:

By: _____,
_____, Secretary

CITY OF ROUND ROCK, TEXAS

By: _____
Craig Morgan, Mayor

Attest:

By: _____
Sara White, City Clerk

EXHIBIT**"A"****City of Round Rock, Texas**

Outstanding 2009, 2016 Refunding and 2017 Refunding as of 9/30/18

Brushy Creek MUD Portion Only

Aggregate Debt Service**Part 1 of 2**

Date	Principal	Interest	Total P+I	Fiscal Total
09/30/2018	-	-	-	-
02/01/2019	-	109,467.53	109,467.53	-
08/01/2019	185,000.00	109,467.53	294,467.53	-
09/30/2019	-	-	-	403,935.06
02/01/2020	-	105,700.00	105,700.00	-
08/01/2020	160,000.00	105,700.00	265,700.00	-
09/30/2020	-	-	-	371,400.00
02/01/2021	-	101,700.00	101,700.00	-
08/01/2021	170,000.00	101,700.00	271,700.00	-
09/30/2021	-	-	-	373,400.00
02/01/2022	-	97,450.00	97,450.00	-
08/01/2022	180,000.00	97,450.00	277,450.00	-
09/30/2022	-	-	-	374,900.00
02/01/2023	-	92,950.00	92,950.00	-
08/01/2023	185,000.00	92,950.00	277,950.00	-
09/30/2023	-	-	-	370,900.00
02/01/2024	-	88,325.00	88,325.00	-
08/01/2024	195,000.00	88,325.00	283,325.00	-
09/30/2024	-	-	-	371,650.00
02/01/2025	-	83,450.00	83,450.00	-
08/01/2025	230,000.00	83,450.00	313,450.00	-
09/30/2025	-	-	-	396,900.00
02/01/2026	-	77,700.00	77,700.00	-
08/01/2026	245,000.00	77,700.00	322,700.00	-
09/30/2026	-	-	-	400,400.00
02/01/2027	-	71,575.00	71,575.00	-
08/01/2027	255,000.00	71,575.00	326,575.00	-
09/30/2027	-	-	-	398,150.00
02/01/2028	-	68,387.50	68,387.50	-
08/01/2028	260,000.00	68,387.50	328,387.50	-
09/30/2028	-	-	-	396,775.00
02/01/2029	-	65,137.50	65,137.50	-
08/01/2029	265,000.00	65,137.50	330,137.50	-
09/30/2029	-	-	-	395,275.00
02/01/2030	-	61,493.75	61,493.75	-
08/01/2030	275,000.00	61,493.75	336,493.75	-
09/30/2030	-	-	-	397,987.50
02/01/2031	-	57,712.50	57,712.50	-
08/01/2031	285,000.00	57,712.50	342,712.50	-
09/30/2031	-	-	-	400,425.00

Aggregate | 6/20/2018 | 2:28 PM

City of Round Rock, Texas

Outstanding 2009, 2016 Refunding and 2017 Refunding as of 9/30/18
Brushy Creek MUD Portion Only

Aggregate Debt Service

Part 2 of 2

Date	Principal	Interest	Total P+I	Fiscal Total
02/01/2032	-	53,437.50	53,437.50	-
08/01/2032	290,000.00	53,437.50	343,437.50	-
09/30/2032	-	-	-	396,875.00
02/01/2033	-	49,087.50	49,087.50	-
08/01/2033	300,000.00	49,087.50	349,087.50	-
09/30/2033	-	-	-	398,175.00
02/01/2034	-	43,087.50	43,087.50	-
08/01/2034	310,000.00	43,087.50	353,087.50	-
09/30/2034	-	-	-	396,175.00
02/01/2035	-	36,887.50	36,887.50	-
08/01/2035	325,000.00	36,887.50	361,887.50	-
09/30/2035	-	-	-	398,775.00
02/01/2036	-	30,387.50	30,387.50	-
08/01/2036	335,000.00	30,387.50	365,387.50	-
09/30/2036	-	-	-	395,775.00
02/01/2037	-	23,268.75	23,268.75	-
08/01/2037	350,000.00	23,268.75	373,268.75	-
09/30/2037	-	-	-	396,537.50
02/01/2038	-	15,831.25	15,831.25	-
08/01/2038	365,000.00	15,831.25	380,831.25	-
09/30/2038	-	-	-	396,662.50
02/01/2039	-	8,075.00	8,075.00	-
08/01/2039	380,000.00	8,075.00	388,075.00	-
09/30/2039	-	-	-	396,150.00
Total	\$5,545,000.00	\$2,682,222.56	\$8,227,222.56	-

Par Amounts Of Selected Issues

2017 Utility Rev Ref allocation as of 9/30/18 -Brushy Creek MUD	2,320,000.00
2016 Utility Rev Ref allocation as of 9/30/18 -Brushy Creek MUD	3,040,000.00
2009 Utility Rev allocation as of 9/30/18 -Brushy Creek MUD	185,000.00
TOTAL	5,545,000.00

City of Round Rock, Texas

\$78,785,000 Utility System Revenue Bonds, Series 2009

Brushy Creek MUD Portion

Debt Service Schedule

Date	Principal	Coupon	Interest	Total P+I	Fiscal Total
08/01/2018	-	-	-	-	-
02/01/2019	-	-	3,767.53	3,767.53	-
08/01/2019	185,000.00	4.073%	3,767.53	188,767.53	-
09/30/2019	-	-	-	-	192,535.06
Total	\$185,000.00	-	\$7,535.06	\$192,535.06	-

Yield Statistics

Bond Year Dollars	\$185.00
Average Life	1.000 Years
Average Coupon	4.0730054%
Net Interest Cost (NIC)	4.0730054%
True Interest Cost (TIC)	4.0730054%
Bond Yield for Arbitrage Purposes	5.0000000%
All Inclusive Cost (AIC)	4.0730054%

IRS Form 8038

Net Interest Cost	4.0730054%
Weighted Average Maturity	1.000 Years

City of Round Rock, Texas

\$35,185,000 Utility System Revenue Refunding Bonds, Series 2016

Brushy Creek MUD Portion

Debt Service Schedule

Part 1 of 2

Date	Principal	Coupon	Interest	Total P+I	Fiscal Total
08/01/2018	-	-	-	-	-
02/01/2019	-	-	53,062.50	53,062.50	-
08/01/2019	-	-	53,062.50	53,062.50	-
09/30/2019	-	-	-	-	106,125.00
02/01/2020	-	-	53,062.50	53,062.50	-
08/01/2020	-	-	53,062.50	53,062.50	-
09/30/2020	-	-	-	-	106,125.00
02/01/2021	-	-	53,062.50	53,062.50	-
08/01/2021	-	-	53,062.50	53,062.50	-
09/30/2021	-	-	-	-	106,125.00
02/01/2022	-	-	53,062.50	53,062.50	-
08/01/2022	-	-	53,062.50	53,062.50	-
09/30/2022	-	-	-	-	106,125.00
02/01/2023	-	-	53,062.50	53,062.50	-
08/01/2023	-	-	53,062.50	53,062.50	-
09/30/2023	-	-	-	-	106,125.00
02/01/2024	-	-	53,062.50	53,062.50	-
08/01/2024	-	-	53,062.50	53,062.50	-
09/30/2024	-	-	-	-	106,125.00
02/01/2025	-	-	53,062.50	53,062.50	-
08/01/2025	230,000.00	5.000%	53,062.50	283,062.50	-
09/30/2025	-	-	-	-	336,125.00
02/01/2026	-	-	47,312.50	47,312.50	-
08/01/2026	245,000.00	5.000%	47,312.50	292,312.50	-
09/30/2026	-	-	-	-	339,625.00
02/01/2027	-	-	41,187.50	41,187.50	-
08/01/2027	255,000.00	2.500%	41,187.50	296,187.50	-
09/30/2027	-	-	-	-	337,375.00
02/01/2028	-	-	38,000.00	38,000.00	-
08/01/2028	260,000.00	2.500%	38,000.00	298,000.00	-
09/30/2028	-	-	-	-	336,000.00
02/01/2029	-	-	34,750.00	34,750.00	-
08/01/2029	265,000.00	2.750%	34,750.00	299,750.00	-
09/30/2029	-	-	-	-	334,500.00
02/01/2030	-	-	31,106.25	31,106.25	-
08/01/2030	275,000.00	2.750%	31,106.25	306,106.25	-
09/30/2030	-	-	-	-	337,212.50
02/01/2031	-	-	27,325.00	27,325.00	-
08/01/2031	285,000.00	3.000%	27,325.00	312,325.00	-
09/30/2031	-	-	-	-	339,650.00

2016 Utility Rev Ref allo | Brushy Creek MUD | 6/20/2018 | 2:31 PM

City of Round Rock, Texas

\$35,185,000 Utility System Revenue Refunding Bonds, Series 2016

Brushy Creek MUD Portion

Debt Service Schedule

Part 2 of 2

Date	Principal	Coupon	Interest	Total P+I	Fiscal Total
02/01/2032	-	-	23,050.00	23,050.00	-
08/01/2032	290,000.00	3.000%	23,050.00	313,050.00	-
09/30/2032	-	-	-	-	336,100.00
02/01/2033	-	-	18,700.00	18,700.00	-
08/01/2033	300,000.00	4.000%	18,700.00	318,700.00	-
09/30/2033	-	-	-	-	337,400.00
02/01/2034	-	-	12,700.00	12,700.00	-
08/01/2034	310,000.00	4.000%	12,700.00	322,700.00	-
09/30/2034	-	-	-	-	335,400.00
02/01/2035	-	-	6,500.00	6,500.00	-
08/01/2035	325,000.00	4.000%	6,500.00	331,500.00	-
09/30/2035	-	-	-	-	338,000.00
Total	\$3,040,000.00	-	\$1,304,137.50	\$4,344,137.50	-

Yield Statistics

Bond Year Dollars	\$37,430.00
Average Life	12.313 Years
Average Coupon	3.4842038%
Net Interest Cost (NIC)	3.4842038%
True Interest Cost (TIC)	3.4783305%
Bond Yield for Arbitrage Purposes	3.4648660%
All Inclusive Cost (AIC)	3.4783305%

IRS Form 8038

Net Interest Cost	3.4842038%
Weighted Average Maturity	12.313 Years

City of Round Rock, Texas

\$32,785,000 Utility System Revenue Refunding Bonds, Series 2017

Brushy Creek MUD Portion

Debt Service Schedule

Part 1 of 2

Date	Principal	Coupon	Interest	Total P+I	Fiscal Total
08/01/2018	-	-	-	-	-
02/01/2019	-	-	52,637.50	52,637.50	-
08/01/2019	-	-	52,637.50	52,637.50	-
09/30/2019	-	-	-	-	105,275.00
02/01/2020	-	-	52,637.50	52,637.50	-
08/01/2020	160,000.00	5.000%	52,637.50	212,637.50	-
09/30/2020	-	-	-	-	265,275.00
02/01/2021	-	-	48,637.50	48,637.50	-
08/01/2021	170,000.00	5.000%	48,637.50	218,637.50	-
09/30/2021	-	-	-	-	267,275.00
02/01/2022	-	-	44,387.50	44,387.50	-
08/01/2022	180,000.00	5.000%	44,387.50	224,387.50	-
09/30/2022	-	-	-	-	268,775.00
02/01/2023	-	-	39,887.50	39,887.50	-
08/01/2023	185,000.00	5.000%	39,887.50	224,887.50	-
09/30/2023	-	-	-	-	264,775.00
02/01/2024	-	-	35,262.50	35,262.50	-
08/01/2024	195,000.00	5.000%	35,262.50	230,262.50	-
09/30/2024	-	-	-	-	265,525.00
02/01/2025	-	-	30,387.50	30,387.50	-
08/01/2025	-	-	30,387.50	30,387.50	-
09/30/2025	-	-	-	-	60,775.00
02/01/2026	-	-	30,387.50	30,387.50	-
08/01/2026	-	-	30,387.50	30,387.50	-
09/30/2026	-	-	-	-	60,775.00
02/01/2027	-	-	30,387.50	30,387.50	-
08/01/2027	-	-	30,387.50	30,387.50	-
09/30/2027	-	-	-	-	60,775.00
02/01/2028	-	-	30,387.50	30,387.50	-
08/01/2028	-	-	30,387.50	30,387.50	-
09/30/2028	-	-	-	-	60,775.00
02/01/2029	-	-	30,387.50	30,387.50	-
08/01/2029	-	-	30,387.50	30,387.50	-
09/30/2029	-	-	-	-	60,775.00
02/01/2030	-	-	30,387.50	30,387.50	-
08/01/2030	-	-	30,387.50	30,387.50	-
09/30/2030	-	-	-	-	60,775.00
02/01/2031	-	-	30,387.50	30,387.50	-
08/01/2031	-	-	30,387.50	30,387.50	-
09/30/2031	-	-	-	-	60,775.00

2017 Utility Rev Ref allo | Brushy Creek MUD | 6/20/2018 | 2:31 PM

City of Round Rock, Texas

\$32,785,000 Utility System Revenue Refunding Bonds, Series 2017

Brushy Creek MUD Portion

Debt Service Schedule

Part 2 of 2

Date	Principal	Coupon	Interest	Total P+I	Fiscal Total
02/01/2032	-	-	30,387.50	30,387.50	-
08/01/2032	-	-	30,387.50	30,387.50	-
09/30/2032	-	-	-	-	60,775.00
02/01/2033	-	-	30,387.50	30,387.50	-
08/01/2033	-	-	30,387.50	30,387.50	-
09/30/2033	-	-	-	-	60,775.00
02/01/2034	-	-	30,387.50	30,387.50	-
08/01/2034	-	-	30,387.50	30,387.50	-
09/30/2034	-	-	-	-	60,775.00
02/01/2035	-	-	30,387.50	30,387.50	-
08/01/2035	-	-	30,387.50	30,387.50	-
09/30/2035	-	-	-	-	60,775.00
02/01/2036	-	-	30,387.50	30,387.50	-
08/01/2036	335,000.00	4.250%	30,387.50	365,387.50	-
09/30/2036	-	-	-	-	395,775.00
02/01/2037	-	-	23,268.75	23,268.75	-
08/01/2037	350,000.00	4.250%	23,268.75	373,268.75	-
09/30/2037	-	-	-	-	396,537.50
02/01/2038	-	-	15,831.25	15,831.25	-
08/01/2038	365,000.00	4.250%	15,831.25	380,831.25	-
09/30/2038	-	-	-	-	396,662.50
02/01/2039	-	-	8,075.00	8,075.00	-
08/01/2039	380,000.00	4.250%	8,075.00	388,075.00	-
09/30/2039	-	-	-	-	396,150.00
Total	\$2,320,000.00	-	\$1,370,550.00	\$3,690,550.00	-

Yield Statistics

Bond Year Dollars	\$31,605.00
Average Life	13.623 Years
Average Coupon	4.3364974%
Net Interest Cost (NIC)	4.3364974%
True Interest Cost (TIC)	4.3619019%
Bond Yield for Arbitrage Purposes	4.4213301%
All Inclusive Cost (AIC)	4.3619019%

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Net Interest Cost	4.3364974%
Weighted Average Maturity	13.623 Years

2017 Utility Rev Ref allo | Brushy Creek MUD | 6/20/2018 | 2:31 PM