



Jonathan K. Frels

Partner

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About Jonathan

Jonathan Frels has spent his entire legal career focused on public law, public finance and state legislative matters, both in private practice and through government service in Texas. He serves as bond counsel, underwriter's counsel and disclosure counsel in public finance transactions for school districts, cities, counties, state agencies, navigation districts, port authorities, economic development corporations, water districts and water authorities. He also represents political subdivisions as general counsel with respect to public law issues. In addition to helping governmental entities and developers meet their infrastructure and financing needs, Jonathan assists governmental bodies, nonprofit corporations and entities that contract with governmental bodies with respect to Public Information Act issues.

In addition to his experience in private practice, Jonathan served as deputy attorney general for legal counsel at the Texas Office of the Attorney General, 2008 – 2010. In this role, he acted as counsel to the attorney general and supervised the Office of the Attorney General's non-litigation civil legal divisions, including the agency's Public Finance Division, Opinion Committee, General Counsel Division and Open Records Division. While with the Office of the Attorney General, Jonathan frequently testified before and served as a resource to members and committees of the Texas Legislature on a variety of subjects, including public finance and open government matters.

He also served as chief of the Office of the Attorney General's Public Finance Division, where he oversaw the division's review and approval of all bonds and similar financial obligations issued by state agencies, political subdivisions and institutions of higher education, as well as certain nonprofit corporations created to act on behalf of political subdivisions.

Recent Notable Matters

School Districts

Lamar Consolidated Independent School District — bond counsel in connection with \$636.360 million Unlimited Tax Schoolhouse Bonds, Series 2023 and \$521.730 million Unlimited Tax Schoolhouse Bonds, Series 2023A

Fort Bend Independent School District — bond counsel in connection with \$97.525 million Unlimited Tax School Building and Refunding Bonds, Series 2023; \$164.505 million Unlimited Tax Refunding Bonds, Series 2022A; \$99.935 million Fort Bend ISD Variable Rate Unlimited Tax School Building Bonds, Series

2022B; and \$150 million Unlimited Tax Commercial Paper Program, Series A & B

Cypress-Fairbanks Independent School District — bond counsel in connection with \$368.710 million Unlimited Tax School Building Bonds, Series 2023; \$233.055 million Unlimited Tax School Building Bonds, Series 2022A; and \$124.405 million Unlimited Tax Refunding Bonds, Series 2022

Alvin Independent School District — disclosure counsel in connection with \$29.880 million Unlimited Tax Refunding Bonds, Series 2023; \$116.655 million Unlimited Tax Schoolhouse Bonds, Series 2022; \$31.330 million Unlimited Tax Refunding Bonds, Series 2021; \$19.690 million Unlimited Tax Refunding Bonds, Series 2020A; and \$56.335 million Unlimited Tax Refunding Bonds Taxable, Series 2020B

Fort Bend Independent School District — bond counsel in connection with the establishment and extension of a \$150 million Unlimited Tax Commercial Paper Program and Direct Purchase Note Program

Lamar Consolidated Independent School District — bond counsel in connection with the issuance of \$33.185 million Unlimited Tax Refunding Bonds, Series 2013A, a series of convertible bonds that were issued as taxable bonds and subsequently converted to a tax-exempt rate

Port Authorities and Navigation Districts

Port of Houston Authority — bond counsel in connection with \$100 million Third Lien Variable Rate Revolving Note Program and \$300 million Third Lien Revenue Extendible Commercial Paper Program

Port of Houston Authority — disclosure counsel in connection with \$393.585 million First Lien Revenue Bonds, Series 2023 (Non-AMT) and \$322.180 million First Lien Revenue Bonds, Series 2021 (Non-AMT)

Cedar Bayou Navigation District — bond counsel in connection with the issuance of \$28.010 million Special Assessment Revenue Bonds, Taxable Series 2020

Port Freeport, Texas — bond counsel in connection with \$55.8 million General Obligation Bonds, Series 2023 (non-AMT); \$37.135 million General Obligation Bonds, Series 2021 and \$29.885 million Senior Lien Revenue Bonds, Series 2021

Port of Corpus Christi Authority of Nueces County, Texas — bond counsel in connection with \$50 million Junior Lien Variable Rate Revolving Note Program (2023 Amendment and Extension); \$92.530 million of Senior Lien Revenue Bonds, Series 2018A (Non-AMT); and \$115 million Senior Lien Revenue Bonds, Series 2018B (Taxable)

Cities

City of Deer Park, Texas — bond counsel in connection with \$14.860 million General Obligation Bonds, Series 2022 and \$14.710 million Certificates of Obligation, Series 2022

City of Baytown, Texas — bond counsel and disclosure counsel in connection with \$24.27 million Tax and Revenue Certificates of Obligation, Series 2022 and \$17.595 million General Obligation Refunding Bonds, Series 2021A

Water and Sewer Revenue Bonds

City of Alvin, Texas — bond counsel in connection with \$24.440 million Water & Sewer System Revenue Bonds, Series 2022 and \$4.630 million Water and Sewer System Revenue Bonds, 2021

Public Improvement Districts

City of Tomball, Texas — bond counsel in connection with \$19.570 million Combination Tax and Revenue Certificates of Obligation, Series 2022; \$5.255 million General Obligation Refunding Bonds, Series 2020; and \$2.490 million Special Assessment Revenue Bonds (Raburn Reserve PID Improvement Area #1), Series 2020

Texas Water Development Board Financial Assistance Programs

City of Bay City, Texas — bond counsel in connection with \$13.427 million Tax and Surplus Revenue Certificates of Obligation Series 2023A (CWSRF) and \$6.175 million Tax and Surplus Revenue Certificates of Obligation Series 2023B (DWSRF)

City of Crockett, Texas — bond counsel in connection with \$1.745 million Combination Tax and Surplus Revenue Certificates of Obligation, Series 2022

Texas Department of Transportation State Infrastructure Bank

City of El Campo, Texas — bond counsel in connection with \$8 million State Infrastructure Bank Loan from the Texas Department of Transportation

Pension Obligation Bonds

City of Houston, Texas — counsel in connection with \$63.8 million of Taxable Pension Obligation Bonds Series 2007A, \$63.74 million Taxable Pension Obligation Bonds Series 2006A, and \$57.165 million of Taxable Pension Obligation Bonds Series 2005

Counties

Harris County, Texas — disclosure counsel in connection with the issuance of \$29.095 million Permanent Improvement Refunding Bonds, Series 2021

Montgomery County, Texas — underwriter's counsel in connection with the issuance of \$8.430 million Limited Tax Refunding, Series 2021

Angelina County — bond counsel in connection with \$5.980 million Tax Note, Series 2020

Transportation

Montgomery County Toll Road Authority — underwriters counsel in connection with Senior Lien Toll Road Revenue Bonds, Series 2018

Brazoria County Toll Road Authority — underwriters counsel in connection with Limited Contact Tax & Subordinate Lien Toll Road Revenue Refunding Bonds, Series 2020 and \$53.838 million Limited Contact Tax & Subordinate Lien Toll Road Revenue Refunding Bonds, Series 2017A

Junior Colleges and Community Colleges

Galveston College — underwriters counsel in connection with \$29.425 million Combined Fee Revenue Bonds, Series 2022

Lee College District — bond counsel to issuer in connection with \$26.150 million Limited Tax General Obligation Refunding Bonds, Series 2023 and \$8.575 million Revenue Financing System Refunding Bonds, Series 2015

Special Districts and Water Authorities

Gulf Coast Water Authority — bond counsel in connection with \$3.590 million Contract Revenue Bonds (Southeast Transmission Line), Series 2023 and \$5.985 million Contract Revenue Bonds (City of League City Project - Southeast Transmission Line), Series 2021

Baytown Area Water Authority — bond counsel and disclosure counsel in connection with \$17.315 million Water Supply Contract Revenue Bonds, Series 2019

Iowa Colony Development Authority — underwriter's counsel in connection with the issuance of \$6.105 million Tax Increment Contract Revenue Bonds, Series 2021 and \$3.865 million Tax Increment Contract Revenue Bonds, Series 2020

Economic Development Corporations

Bay City Community Development Corporation — bond counsel in connection with \$2.871 million Sales Tax Revenue Bond, Series 2013

State Agencies

Texas Public Finance Authority — underwriter's counsel in connection with the issuance of \$500 million Texas Windstorm Insurance Association Premium Revenue Taxable Bonds, Series 2014

Texas Water Development Board — bond counsel in connection with \$18.95 million of General Obligation Bonds State of Texas Water Financial Assistance and Refunding Bonds, Subseries 2016B-3 (Taxable); \$30.36 million of General Obligation Bonds State of Texas Water Financial Assistance and Refunding Bonds, Subseries 2016B-2 (Variable Rate); \$58.555 million of General Obligation Bonds State of Texas Water Financial Assistance and Refunding Bonds, Subseries 2016B-1; \$28.815 million of General Obligation Bonds State of Texas Water Financial Assistance Refunding Bonds, Subseries 2016C-1 (Economically Distressed Areas Program); \$1.31 million of General Obligation Bonds State of Texas Water Financial Assistance Refunding Bonds, Subseries 2016C-2 (Economically Distressed Areas Program) (Taxable); and \$11.55 million of General Obligation Bonds State of Texas Water Financial Assistance and Refunding Bonds, Subseries 2016D (State Participation Program)

Publications and Speeches

"Extraordinary Redemption of Build America Bonds," Texas Women in Public Finance's Lunch and Learn Event, April 25, 2024.

"Your Election Passed! What Are the Next Steps for Bond Issuance," 2024 Bonds, Buildings and Beyond Academy, March 27, 2024.

"Overview of Texas Anti-Boycott Contracting Laws," Government Treasurers' Organization of Texas, February 27, 2024.

"Analyzing the Latest Texas' Legislative and Regulatory Developments and Their Repercussions," Texas Public Finance Conference, April 12, 2023.

"Bonds 101: Bond Authorization, Issuance and Regulation," Coalition for Responsible Infrastructure Finance, February 17, 2023.

"Bonds 101 Training Program," Texas Office of the Attorney General, October 26, 2022.

"Bonds 101: Bond Authorization, Issuance and Regulation," Coalition for Responsible Infrastructure Finance, March 5, 2021.

"A New Proposition: Bond Elections Following the 86th Legislative Session," *Texas Association of School Business Officials Annual Conference*, Houston, Texas, March 4-6, 2020.

"86th Legislative Session Recap," *Bracewell webinar*, August 14, 2019.

"New World of Disclosure – Preparing for the Amendments to Rule 15c2-12," *Government Treasurers Organization of Texas*, February 25, 2019.

"Spotlight on Public Finance: Rule 15c2-12 Amendments," *Bracewell Lunch and Learn*, January 8, 2019.

"Process and Utilization of Bonds in Public Financing," *Coalition for Responsible Infrastructure Finance presentation to Texas Senate and House of Representatives Staff*, January 3, 2019.

"Disclosure Training," *Bracewell webinar*, November 13, 2018.

"Bonds, Buildings & Beyond," *Texas Association of School Business Officials program*, Fort Worth, Texas, March 27-28, 2018.

"Bond Elections 101," *Texas Association of School Business Annual Conference*, Fort Worth, Texas, February 26 – March 2, 2018.

"Process and Utilization of Bonds in Public Financing," *Coalition for Responsible Infrastructure Finance presentation to Texas House of Representatives Staff*, November 15, 2017.

"Recap: The 85th Legislative Session," *Texas Bond Review Board*, October 17, 2017.

"Hurricane Harvey – After the Storm, Disclosure Considerations for Bond Issuers," *The Bond Buyer*, September 7, 2017.

"The Law as a Bond," *The Texas Lawbook*, June 14, 2017.

"Bond Issuers: How Does the SEC's "Bold and Unrelenting Enforcement Agenda" Affect You?," December 7, 2016.

"Municipal Market Legal and Regulatory Update," *Government Finance Officers Association of Texas*, February 25, 2016.

"Municipal Market and Regulatory Update: Understanding Section 2252.908, Texas Government Code," *Gulf Coast Government Finance Officers Association*, January 21, 2016.

"Disclosure Updates," *2015 Government Treasurers' Organization of Texas Winter Seminar*, December 6-9, 2015.

"Bond Elections 101," *2015 Annual School Law Section Retreat*, July 25, 2015.

"SEC Enforcement and Continuing Disclosure," *Texas School District Accounting and Auditing Conference*, June 2, 2015.

"A Practical Guide to Successful Tax and Disclosure Post-Issuance Compliance," *Gulf Coast Government Finance Officers Association Training Session*, October 30, 2014.

"MCDC SEC Enforcement Offer, What It Means for You," *Texas Association of School Business Officials 2014 Business Managers Academy*, October 28, 2014.

"MCDC SEC Enforcement Offer - What it Means for You," *Texas Association of School Business Officials, Municipalities Continuing Disclosure Cooperation Initiative Webinar*, September 10, 2014.

"How the SEC Came to Treat a Small Local School District the Same as a Corporate Fraudster – and How to Make Sure it Doesn't Happen to You," *Texas Association of School Business Officials, Bonds, Buildings and Beyond Information*, February 26, 2014 and March 27, 2014.

"Tax-Exempt Bonds: Federal Securities Law Enforcement and Tax Law Update," *Government Treasurers' Organization of Texas Winter Seminar*, December 10, 2013.

"Access to Non-Profit Corporate Records: Current Development in Public Disclosure," *State Bar of Texas, 11th Annual Governance of Non-Profit Organizations Seminar*, Chapter 10, August 23, 2013.

Education

The University of Texas School of Law, J.D.
2001 – *with honors, Order of the Coif*

Trinity University, B.A.
1998 – *magna cum laude*

Noteworthy

BL Rankings, *Best Lawyers*, Public Finance Law, 2013 - 2024; Houston Lawyer of the Year, Public Finance Law, 2022

Thomson Reuters, *Texas Super Lawyers*, Rising Stars, 2014 - 2015, 2005 - 2009

The State Bar of Texas, *Pro Bono College*, 2015, 2007

Affiliations

American College of Bond Counsel, 2022 - 2024

CHRISTUS Foundation for HealthCare, Chair Emeritus, 2021 - 2024; Chair, 2020; Vice Chair, 2018 - 2019; Chair of Nominating Committee, 2016 - 2019, 2023; Chair of Projects Committee, 2012 - 2015

School Advisory Council, St. Vincent de Paul Catholic Church, 2022 - 2024

West University Softball Association, Coach, 2022 - 2024

Neartown Little League, Manager, 2017 - 2019

West University Little League, Coach, 2018 - 2021

Teams of Our Lady, 2012 - 2024

Texas Bar Foundation, Life Fellow

Houston Bar Foundation, Fellow

Center for Houston's Future, Business/Civic Leadership Forum, 2011

Texas Exes, Public Affairs Committee, 2010 - 2014

Trinity University Alumni Association, Director, 2007 - 2008

Lamar High School Alumni Association, Director, 2007 - 2008

Buffalo Bayou Partnership, Bayou Buddies, Steering Committee Member, 2008

National Association of Bond Lawyers

State Bar of Texas

Houston Bar Association

Bar Admissions

Texas