

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
MONTGOMERY COUNTY, TEXAS  
ANNUAL FINANCIAL REPORT  
DECEMBER 31, 2018**



**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT**

**MONTGOMERY COUNTY, TEXAS**

**ANNUAL FINANCIAL REPORT**

**DECEMBER 31, 2018**



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## INDEPENDENT AUDITOR'S REPORT

Board of Directors  
Westwood Magnolia Parkway  
Improvement District  
Montgomery County, Texas

We have audited the accompanying financial statements of the governmental activities and each major fund of Westwood Magnolia Parkway Improvement District (the "District"), as of and for the year ended December 31, 2018, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

### **Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes 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.

### **Auditor's Responsibility**

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.





Board of Directors  
Westwood Magnolia Parkway  
Improvement District

## **Opinions**

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 December 31, 2018, 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.

## **Other Matters**

### *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, 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.

### *Other 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 any 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

April 12, 2019



**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED DECEMBER 31, 2018**

Management's discussion and analysis of Westwood Magnolia Parkway Improvement District's (the "District") financial performance provides an overview of the District's financial activities for the fiscal year ended December 31, 2018. 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 Fund 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 the District's assets, liabilities, and, if applicable, deferred inflows and 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, sales tax receipts, costs and general expenditures. The Debt Service Fund accounts for ad valorem taxes and other financial resources restricted, committed or assigned for servicing bond debt and the cost of assessing and

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED DECEMBER 31, 2018**

**FUND FINANCIAL STATEMENTS (Continued)**

collecting taxes. The Capital Projects Fund accounts for financial resources restricted, committed or assigned for acquisition or construction of facilities and related costs.

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 Fund 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"). 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, liabilities and deferred inflows of resources exceeded assets and deferred outflows of resources by \$3,502,092 as of December 31, 2018.

The following is a comparative analysis of government-wide changes in net position:

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED DECEMBER 31, 2018**

**GOVERNMENT-WIDE FINANCIAL ANALYSIS (Continued)**

	Summary of Changes in the Statement of Net Position		
	2018	2017	Change Positive (Negative)
Current and Other Assets	\$ 7,193,408	\$ 8,535,781	\$ (1,342,373)
Capital Assets (Net of Accumulated Depreciation)	3,077,438	536,614	2,540,824
Total Assets	<u>\$ 10,270,846</u>	<u>\$ 9,072,395</u>	<u>\$ 1,198,451</u>
Deferred Outflows of Resources	\$ 252,951	\$ 271,061	\$ (18,110)
Due to Developer	\$ 3,382,549	\$ 3,440,450	\$ 57,901
Long-Term Liabilities	8,679,261	9,303,104	623,843
Other Liabilities	1,682,168	914,822	(767,346)
Total Liabilities	<u>\$ 13,743,978</u>	<u>\$ 13,658,376</u>	<u>\$ (85,602)</u>
Deferred Inflows of Resources	\$ 281,911	\$ 281,911	\$ - 0 -
Net Position:			
Restricted	\$ 2,150,393	\$ 4,412,501	\$ (2,262,108)
Unrestricted	<u>(5,652,485)</u>	<u>(9,009,332)</u>	<u>3,356,847</u>
Total Net Position	<u>\$ (3,502,092)</u>	<u>\$ (4,596,831)</u>	<u>\$ 1,094,739</u>

The following table provides a summary of the District's operations for the year ending December 31, 2018, and December 31, 2017.

	Summary of Changes in the Statement of Activities		
	2018	2017	Change Positive (Negative)
Revenues:			
Sales Tax Revenues	\$ 3,901,649	\$ 3,183,410	\$ 718,239
Share to City of Conroe	(1,878,796)	(1,591,705)	(287,091)
Special Assessment Revenues	281,911	281,911	
Other Revenues	110,733	75,193	35,540
Total Revenues	<u>\$ 2,415,497</u>	<u>\$ 1,948,809</u>	<u>\$ 466,688</u>
Expenses for Services	<u>1,320,758</u>	<u>1,204,257</u>	<u>(116,501)</u>
Change in Net Position	\$ 1,094,739	\$ 744,552	\$ 350,187
Net Position, Beginning of Year	<u>(4,596,831)</u>	<u>(5,341,383)</u>	<u>744,552</u>
Net Position, End of Year	<u>\$ (3,502,092)</u>	<u>\$ (4,596,831)</u>	<u>\$ 1,094,739</u>

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED DECEMBER 31, 2018**

**FINANCIAL ANALYSIS OF THE DISTRICT'S GOVERNMENTAL FUNDS**

The District's combined fund balances as of December 31, 2018, were \$5,866,597, a decrease of \$2,086,015 from the prior year.

The General Fund fund balance increased by \$177,009 due to sales tax and special assessment revenues exceeding current year operating costs and transfers out.

The Debt Service Fund fund balance increased by \$21,424 due to the structure of the District's outstanding debt and a transfer from the General Fund.

The Capital Projects Fund fund balance decreased by \$2,284,448 due to the use of bond proceeds received in the prior fiscal year.

**GENERAL FUND BUDGETARY HIGHLIGHTS**

The Board of Directors amended the budget during the current fiscal year to add \$2,000 for tax collection management and decrease consulting fee by \$160,000. Actual revenues were \$305,232 more than budgeted revenues. Actual expenditures were \$342,776 more than budgeted expenditures.

**CAPITAL ASSETS**

The District does not own any capital assets as of December 31, 2018. Construction in progress is related to costs for the Egypt Lane roadway expansion and engineering for traffic signals at Woodland Oaks Drive, FM 2978 and Tamina Road and Sendera Ranch and Honea Egypt and the engineering for Egypt Lane regional detention and drainage. Upon completion and at the end of the one-year warranty and inspection by the county, the roadways will be transferred to Montgomery County for maintenance.

Capital Assets At Year-End, Net of Accumulated Depreciation			
	2018	2017	Change Positive (Negative)
Construction in Progress	\$ 3,077,438	\$ 536,614	\$ 2,540,824

Additional information on the District's capital assets can be found in Note 5 of this report.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED DECEMBER 31, 2018**

**LONG TERM DEBT ACTIVITY**

At the end of the current fiscal year, the District had total long-term debt payable of \$9,310,000. The changes in the debt position of the District during the fiscal year ended December 31, 2018, are summarized as follows:

Bond Debt Payable, January 1, 2018	\$ 9,915,000
Less: Bond Principal Paid	<u>605,000</u>
Bond Debt Payable, December 31, 2018	<u>\$ 9,310,000</u>

The District's bonds are not rated.

**CONTACTING THE DISTRICT'S MANAGEMENT**

This financial report is designed to provide a general overview of the District's finances. Questions concerning any of the information provided in this report or requests for additional information should be addressed to Westwood Magnolia Parkway Improvement District, c/o Roach & Mitchell, PLLC, 2800 Post Oak Blvd., Suite 4100, Houston, Texas 77056.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
STATEMENT OF NET POSITION AND  
GOVERNMENTAL FUNDS BALANCE SHEET  
DECEMBER 31, 2018**

	<u>General Fund</u>	<u>Debt Service Fund</u>
<b>ASSETS</b>		
Cash	\$ 334,098	\$ 1,001,698
Investments	3,177,088	
Receivables:		
Sales Tax Revenues	564,693	
Special Assessments	274,531	
Accrued Interest	4,967	
Prepaid Costs	47,965	
Construction in Progress		
<b>TOTAL ASSETS</b>	<u>\$ 4,403,342</u>	<u>\$ 1,001,698</u>
 <b>DEFERRED OUTFLOWS OF RESOURCES</b>		
Deferred Charges on Refunding Bonds	<u>\$ - 0 -</u>	<u>\$ - 0 -</u>
<b>TOTAL ASSETS AND DEFERRED OUTFLOWS OF RESOURCES</b>	<u>\$ 4,403,342</u>	<u>\$ 1,001,698</u>

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



<u>Capital Projects Fund</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
\$ 75,662	\$ 1,411,458	\$	\$ 1,411,458
1,712,706	4,889,794		4,889,794
	564,693		564,693
	274,531		274,531
	4,967		4,967
	47,965		47,965
		<u>3,077,438</u>	<u>3,077,438</u>
<u>\$ 1,788,368</u>	<u>\$ 7,193,408</u>	<u>\$ 3,077,438</u>	<u>\$ 10,270,846</u>
<u>\$ - 0 -</u>	<u>\$ - 0 -</u>	<u>\$ 252,951</u>	<u>\$ 252,951</u>
<u>\$ 1,788,368</u>	<u>\$ 7,193,408</u>	<u>\$ 3,330,389</u>	<u>\$ 10,523,797</u>

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

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
STATEMENT OF NET POSITION AND  
GOVERNMENTAL FUNDS BALANCE SHEET  
DECEMBER 31, 2018**

	General Fund	Debt Service Fund
<b>LIABILITIES</b>		
Accounts Payable	\$ 317,495	\$
Accrued Interest Payable		
Due to Developer		
Retainage Payable		
Long-Term Liabilities:		
Due Within One Year		
Due After One Year		
<b>TOTAL LIABILITIES</b>	<b>\$ 317,495</b>	<b>\$ - 0 -</b>
 <b>DEFERRED INFLOWS OF RESOURCES</b>		
Deferred Inflows:		
Special Assessments	\$ 281,911	\$ - 0 -
 <b>FUND BALANCES/NET POSITION</b>		
<b>FUND BALANCES</b>		
Nonspendable:		
Prepaid Costs	\$ 47,965	\$
Restricted for Authorized Construction:		
Bond Proceeds		
Net Investment Revenues		
Restricted for Debt Service		1,001,698
Restricted for Operation Costs	100,000	
Unassigned	3,655,971	
<b>TOTAL FUND BALANCES</b>	<b>\$ 3,803,936</b>	<b>\$ 1,001,698</b>
 <b>TOTAL LIABILITIES AND FUND BALANCES</b>	<b>\$ 4,403,342</b>	<b>\$ 1,001,698</b>
 <b>NET POSITION</b>		
Restricted for:		
Debt Service		
Capital Projects		
Operations		
Unrestricted		
<b>TOTAL NET POSITION</b>		

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

Capital Projects Fund	Total	Adjustments	Statement of Net Position
\$ 488,593	\$ 806,088	\$	\$ 806,088
		12,268	12,268
		3,382,549	3,382,549
238,812	238,812		238,812
		625,000	625,000
		8,679,261	8,679,261
<u>\$ 727,405</u>	<u>\$ 1,044,900</u>	<u>\$ 12,699,078</u>	<u>\$ 13,743,978</u>
<u>\$ - 0 -</u>	<u>\$ 281,911</u>	<u>\$ - 0 -</u>	<u>\$ 281,911</u>
\$	\$ 47,965	\$ (47,965)	\$
986,928	986,928	(986,928)	
74,035	74,035	(74,035)	
	1,001,698	(1,001,698)	
	100,000	(100,000)	
	<u>3,655,971</u>	<u>(3,655,971)</u>	
<u>\$ 1,060,963</u>	<u>\$ 5,866,597</u>	<u>\$ (5,866,597)</u>	<u>\$ - 0 -</u>
<u>\$ 1,788,368</u>	<u>\$ 7,193,408</u>		
		\$ 989,430	\$ 989,430
		1,060,963	1,060,963
		100,000	100,000
		<u>(5,652,485)</u>	<u>(5,652,485)</u>
		<u>\$ (3,502,092)</u>	<u>\$ (3,502,092)</u>

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

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
RECONCILIATION OF THE GOVERNMENTAL FUNDS BALANCE SHEET  
TO THE STATEMENT OF NET POSITION  
DECEMBER 31, 2018**

Total Fund Balances - Governmental Funds	\$	5,866,597
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Amounts reported for governmental activities in the Statement of Net Position are different because:

Construction in progress used in governmental activities is not a current financial resource and, therefore, is not reported as an asset in the governmental funds.		3,077,438
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The difference between the net carrying amount of refunded bonds and the reacquisition price is recorded as a deferred outflow of resources in the governmental activities and systematically charged to interest expense over the remaining life of the old debt or the life of the new debt, whichever is shorter.		252,951
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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 Developer	\$ (3,382,549)	
Accrued Interest Payable	(12,268)	
Bonds Payable Within One Year	(625,000)	
Bonds Payable After One Year	<u>(8,679,261)</u>	<u>(12,699,078)</u>
Total Net Position - Governmental Activities		<u>\$ (3,502,092)</u>

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

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**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
STATEMENT OF ACTIVITIES AND GOVERNMENTAL FUND STATEMENT OF  
REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES  
FOR THE YEAR ENDED DECEMBER 31, 2018**

	General Fund	Debt Service Fund
<b>REVENUES</b>		
Sales Tax Revenues	\$ 3,901,649	\$
Share to City of Conroe	(1,878,796)	
Special Assesment Revenues	281,911	
Investment Revenues	56,456	3,270
<b>TOTAL REVENUES</b>	<b>\$ 2,361,220</b>	<b>\$ 3,270</b>
<b>EXPENDITURES/EXPENSES</b>		
Service Operations:		
Professional Fees	\$ 168,360	\$
Contracted Services	687,249	1,000
Economic Development	28,215	
Other	89,001	426
Capital Outlay	274,531	
Debt Service:		
Bond Principal		605,000
Bond Interest		318,125
Bond Issuance Costs		
<b>TOTAL EXPENDITURES/EXPENSES</b>	<b>\$ 1,247,356</b>	<b>\$ 924,551</b>
<b>EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES</b>	<b>\$ 1,113,864</b>	<b>\$ (921,281)</b>
<b>OTHER FINANCING SOURCES (USES)</b>		
Transfers In (Out)	\$ (936,855)	\$ 942,705
Contribution from Developer		
<b>TOTAL OTHER FINANCING SOURCES (USES)</b>	<b>\$ (936,855)</b>	<b>\$ 942,705</b>
<b>NET CHANGE IN FUND BALANCES</b>	<b>\$ 177,009</b>	<b>\$ 21,424</b>
<b>CHANGE IN NET POSITION</b>		
<b>FUND BALANCES/NET POSITION - JANUARY 1, 2018</b>	<b>3,626,927</b>	<b>980,274</b>
<b>FUND BALANCES/NET POSITION - DECEMBER 31, 2018</b>	<b>\$ 3,803,936</b>	<b>\$ 1,001,698</b>

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

<u>Capital Projects Fund</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Activities</u>
\$	\$ 3,901,649	\$	\$ 3,901,649
	(1,878,796)		(1,878,796)
	281,911		281,911
<u>51,007</u>	<u>110,733</u>	<u>                    </u>	<u>110,733</u>
\$ 51,007	\$ 2,415,497	\$ - 0 -	\$ 2,415,497
\$ 8,225	\$ 176,585	\$	\$ 176,585
	688,249		688,249
	28,215		28,215
620	90,047		90,047
2,540,824	2,815,355	(2,815,355)	
	605,000	(605,000)	
	318,125	18,351	336,476
<u>1,186</u>	<u>1,186</u>	<u>                    </u>	<u>1,186</u>
\$ 2,550,855	\$ 4,722,762	\$ (3,402,004)	\$ 1,320,758
\$ (2,499,848)	\$ (2,307,265)	\$ 2,307,265	\$ -0-
\$ (5,850)	\$	\$	\$
<u>221,250</u>	<u>221,250</u>	<u>(221,250)</u>	<u>                    </u>
\$ 215,400	\$ 221,250	\$ (221,250)	\$ -0-
\$ (2,284,448)	\$ (2,086,015)	\$ 2,086,015	\$
		1,094,739	1,094,739
<u>3,345,411</u>	<u>7,952,612</u>	<u>(12,549,443)</u>	<u>(4,596,831)</u>
\$ 1,060,963	\$ 5,866,597	\$ (9,368,689)	\$ (3,502,092)

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

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
RECONCILIATION OF THE GOVERNMENTAL FUND STATEMENT OF  
REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES  
TO THE STATEMENT OF ACTIVITIES  
FOR THE YEAR ENDED DECEMBER 31, 2018**

Net Change in Fund Balances - Governmental Funds \$ (2,086,015)

Amounts reported for governmental activities in the Statement of Activities are different because:

Governmental funds report capital asset costs as expenditures in the period purchased. However, in the government-wide financial statements, capital assets are increased by new purchases that meet the District's threshold for capitalization, and are owned and maintained by the District. All other capital asset purchases are expensed in the Statement of Activities. 2,815,355

Governmental funds report principal payments on long-term liabilities as expenditures. However, in the government-wide financial statements, principal payments decrease long-term liabilities and the Statement of Activities is not affected. 605,000

Governmental funds report interest payments on long-term liabilities as expenditures in the year paid. However, in the government-wide financial statements, interest is accrued on the long-term liabilities through fiscal year-end. (18,351)

Governmental funds report developer advances as other financing sources. However, in the government-wide financial statements, developer advances, net of any amount paid to the developer, are recorded as a liability. (221,250)

Change in Net Position - Governmental Activities \$ 1,094,739

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



**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
NOTES TO THE FINANCIAL STATEMENTS  
DECEMBER 31, 2018**

**NOTE 1. CREATION OF DISTRICT**

Southwest Montgomery County Improvement District located in Montgomery County, Texas (the “District”) was created pursuant to H.B. 3562, Acts of the 78<sup>th</sup> Legislative Session on June 18, 2003 and operating pursuant to the applicable provisions of Sections 52 and 52-a, Article III and Section 59 Article XVI, Texas Constitution. The District was confirmed by an election held within the District in 2005. The name of the District was changed to Westwood Magnolia Parkway Improvement District on August 24, 2005. The District is a conservation and reclamation district operating under Chapter 54 of the Texas Water Code. The sales tax election occurred on November 2, 2010.

The District was created to promote, develop, encourage and maintain employment, commerce, economic development, and the public welfare in the area of the District. The District will secure expanded and improved transportation and pedestrian facilities and system; provide needed funding to preserve, maintain, and enhance the economic health and vitality of the District as a community and commerce center; promote the health, safety, welfare, education, convenience, and enjoyment of the public by improving, landscaping and developing certain areas and by providing public services and facilities in and adjacent to the District.

The Board of Directors held its first meeting on July 15, 2003 and sold its first bonds on March 27, 2012.

**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 Texas Commission on Environmental Quality (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 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.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
NOTES TO THE FINANCIAL STATEMENTS  
DECEMBER 31, 2018**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

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.

The GASB Codification sets 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.
- 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.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
NOTES TO THE FINANCIAL STATEMENTS  
DECEMBER 31, 2018**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Government-Wide Financial Statements (Continued)

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, if any, are eliminated by adjustment to obtain net total revenues and expenses of the government-wide Statement of Activities.

Fund Financial Statements

As discussed above, the District's fund financial statements are combined with the government-wide financial statements. The fund financial statements include a Governmental Funds Balance Sheet and a Governmental Fund 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.

General Fund - To account for resources not required to be accounted for in another fund, sales tax receipts, costs and general expenditures.

Debt Service Fund – To account for ad valorem taxes and other financial resources restricted, committed or assigned for servicing bond debt and the cost of assessing and collecting taxes.

Capital Projects Fund – To account 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 collectible within the current period or soon enough thereafter to pay current liabilities. The District considers revenues reported in governmental funds to be available if they are collectible 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

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
NOTES TO THE FINANCIAL STATEMENTS  
DECEMBER 31, 2018**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Basis of Accounting (Continued)

recognized as expenditures when payment is due.

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.

Capital Assets

Capital assets, which include property, 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. Developer interest, engineering fees and certain other costs are capitalized as part of the asset.

As road, street or bridge infrastructure assets are constructed or acquired they are conveyed to Montgomery County, Texas for maintenance.

Budgeting

In compliance with governmental accounting principles, the Board of Directors annually adopts an unappropriated budget for the General Fund. The budget was amended during the current fiscal year.

Pensions

The District has not established a pension plan as the District does not have employees. The Internal Revenue Service determined that fees of office received by Directors are wages subject to federal income tax withholding for payroll tax purposes only.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
NOTES TO THE FINANCIAL STATEMENTS  
DECEMBER 31, 2018**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

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, liabilities, and deferred inflows and outflows of resources associated with the activities are reported. Fund equity is classified as net position.

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 Governmental Funds 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 are classified 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.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
NOTES TO THE FINANCIAL STATEMENTS  
DECEMBER 31, 2018**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

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.

**NOTE 3. LONG-TERM DEBT**

	Series 2012	Series 2013
Amount Outstanding – December 31, 2018	\$ 930,000	\$ 2,750,000
Interest Rates	6.15%	3.35%
Maturity Dates – Beginning/Ending	December 15, 2031	December 15, 2028
Interest Payment Dates	June 15/ December 15	June 15/ December 15
Callable Dates	December 15, 2019*	December 15, 2023*
		Series 2017
Amount Outstanding – December 31, 2018		\$ 5,630,000
Interest Rates		2.62%
Maturity Dates – Beginning/Ending		December 15, 2032
Interest Payment Dates		June 15/ December 15
Callable Dates		December 15, 2025*

\* Or any date thereafter, at the option of the District, in whole or in part, at par plus accrued interest to the date fixed for redemption. Series 2012 term bonds maturing on December 15, 2031, are subject to mandatory redemption beginning December 15, 2012, by lot or other random selection method. Bonds scheduled for maturity in 2024-2031 have been advance refunded and will be redeemed on the callable date. Series 2013 term bonds maturing on December 15, 2028, are subject to mandatory redemption beginning December 15, 2014, by lot or other random selection method. Series 2017 term bonds maturing on December 15, 2032, are subject to mandatory redemption beginning December 15, 2018, by lot or other random selection method.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
NOTES TO THE FINANCIAL STATEMENTS  
DECEMBER 31, 2018**

**NOTE 3. LONG-TERM DEBT (Continued)**

The following is a summary of transactions regarding the changes in the long-term liabilities for the year ended December 31, 2018:

	January 1, 2018	Additions	Retirements	December 31, 2018
Bonds Payable	\$ 9,915,000	\$	\$ 605,000	\$ 9,310,000
Unamortized Discounts	(6,896)	_____	(1,157)	(5,739)
Bonds Payable, Net	\$ 9,908,104	\$ -0-	\$ 603,843	\$ 9,304,261
			Amount Due Within One Year	\$ 625,000
			Amount Due After One Year	8,679,261
			Bonds Payable, Net	\$ 9,304,261

As of December 31, 2018, the debt service requirements on the bonds outstanding were as follows:

Fiscal Year	Principal	Interest	Total
2019	\$ 625,000	\$ 296,826	\$ 921,826
2020	650,000	272,911	922,911
2021	670,000	247,915	917,915
2022	700,000	222,005	922,005
2023	730,000	194,884	924,884
2024-2028	4,000,000	607,236	4,607,236
2029-2032	1,935,000	115,935	2,050,935
	\$ 9,310,000	\$ 1,957,712	\$ 11,267,712

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
NOTES TO THE FINANCIAL STATEMENTS  
DECEMBER 31, 2018**

**NOTE 3. LONG-TERM DEBT** (Continued)

The bonds are payable from a sales and use tax levied upon all businesses within the District. The following are certain requirements and provisions of the bond resolution:

- A. The District is required to maintain a Pledged Revenue Fund. Sales and Use tax receipts actually received by the District from the Comptroller of the State of Texas, less any amount payable to the City of Conroe are to be deposited into this fund. These funds are to be applied in the following manner and order of priority;
- (1) First, on or before the last day of each month, the District will deposit an amount equal to 1/6 of the amount needed to accumulate the next interest payment and 1/12 of the amount needed to accumulate the next principal payment, and an amount required to prevent or restore any deficiency in the Debt Service Fund for payment of debt service on the bonds,
  - (2) Second, to the Debt Service Reserve Fund amounts required to attain the reserve requirement,
  - (3) Third, to the Operating Reserve Fund amounts required to attain the reserve requirement,
  - (4) Fourth, to any other fund or account held at any place or places, or to any payee required by any other resolution of the Board of Directors subordinate to the lien created with the Series 2012 and Series 2013 bonds, and
  - (5) Fifth, to the Operating Fund for any lawful purpose.
- B. The Resolutions also call for the establishment of a Debt Service Fund. See A(1) above for the requirements of this fund. During the current fiscal year, \$942,705 was transferred to the Debt Service Fund.
- C. The Resolutions also call for the establishment of a Debt Service Reserve Fund. The Reserve Fund requirement shall be computed after the issuance of any series of bonds and shall be the lesser of (i) the maximum annual debt service (calculated on a fiscal year basis) of the bonds then outstanding, or (ii) the maximum amount in a reasonably required reserve fund that can be invested without restriction as to yield pursuant to Subsection (d) of Section 148 of the Code and the regulations promulgated thereunder. The Series 2017 bond resolution required a Debt Service Reserve Fund of \$925,303, which was fully funded as of the closing date of the Series 2017 bonds. At December 31, 2018, the Reserve Fund balance was \$927,250.



**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
NOTES TO THE FINANCIAL STATEMENTS  
DECEMBER 31, 2018**

**NOTE 3. LONG-TERM DEBT (Continued)**

- D. The Resolutions also call for the establishment of an Operating Reserve Fund. The Operating Reserve Fund was established at \$100,000 from proceeds from the Series 2012 bond proceeds. The fund will be maintained at \$100,000 for the two-year period from the closing date of the Series 2017 bonds, after which this amount may be reduced to 1/3 of the District's annual operating expenditures, or if the District assumes the responsibility to maintain any roads, an amount equal to the District's annual operating expenditures.
- E. The Revenue Fund, Debt Service Fund, and Debt Service Reserve Fund constitute a trust fund which will be held in trust for the owners of the bonds and any additional bonds and the proceeds of which will be pledged to the payment of the bonds and any additional bonds.
- F. All investments and any profits realized from or interest accruing on investments shall belong to the fund from which the moneys for such investments were taken; provided, however, that in the desecration of the Board of Directors of the District, the profits realized from the interest accruing on investments made from any fund may be transferred to the Debt Service Fund.
- G. The Series 2012 bond resolution states that the District will provide annually to the Electronic Municipal Market Access System ("EMMA") established by the Municipal Securities Rulemaking Board annual financial information and operating data with respect to the District. The information is of the general type included in the annual audit report and shall be filed within six months after the end of each fiscal year of the District.
- H. 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 the fifth anniversary date of the bond issue.

**NOTE 4. 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.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
NOTES TO THE FINANCIAL STATEMENTS  
DECEMBER 31, 2018**

**NOTE 4. DEPOSITS AND INVESTMENTS (Continued)**

Deposits (Continued)

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 \$1,894,542 and the bank balance was \$1,895,218. Of the bank balance, \$740,000 was covered by federal depository insurance and the balance was covered by collateral pledged in the name of the District and held in a third-party depository.

The carrying values of the deposits are included in the Governmental Funds Balance Sheet and the Statement of Net Position at December 31, 2018, as listed below:

	Cash	Certificates of Deposit	Total
GENERAL FUND	\$ 334,098	\$ 483,084	\$ 817,182
DEBT SERVICE FUND	1,001,698		1,001,698
CAPITAL PROJECTS FUND	75,662		75,662
TOTAL DEPOSITS	\$ 1,411,458	\$ 483,084	\$ 1,894,542

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

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
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**NOTE 4. DEPOSITS AND INVESTMENTS (Continued)**

Investments (Continued)

policy is reviewed annually. The District’s investment policy may be more restrictive than the Public Funds Investment Act.

The District invests in the Texas Short Term Asset Reserve Program (“TexSTAR”), an external public funds investment pool that is not SEC-registered. J. P. Morgan Investment Management Inc. provides investment management and FirstSouthwest, a Division of Hilltop Securities Inc., provides participant services and marketing under an agreement with the TexSTAR Board of Directors. Custodial, fund accounting and depository services are provided by JPMorgan Chase Bank, N.A. and/or its subsidiary J.P. Morgan Investors Services Co. Investments held by TexSTAR are marked to market daily. The investments are considered to be Level I investments because their fair value is measured by quoted prices in active markets. The fair value of the District’s position in the pool is the same as the value of the pool shares. There are no limitations or restrictions on withdrawals from TexSTAR.

Certificates of deposit are valued at acquisition cost at the date of purchase.

As of December 31, 2018, the District had the following investments:

Fund and Investment Type	Fair Value	Maturities in Years			
		Less Than 1	1-5	6-10	More Than 10
<u>GENERAL FUND</u>					
TexSTAR	\$ 2,694,004	\$ 2,694,004	\$	\$	\$
Certificates of Deposit	483,084	483,084			
<u>CAPITAL PROJECTS FUND</u>					
TexSTAR	<u>1,712,706</u>	<u>1,712,706</u>			
<b>TOTAL INVESTMENTS</b>	<u>\$ 4,889,794</u>	<u>\$ 4,889,794</u>	<u>\$ - 0 -</u>	<u>\$ - 0 -</u>	<u>\$ - 0 -</u>

Credit risk is the risk that the issuer or other counterparty to an investment will not fulfill its obligations. At December 31, 2018, the District’s investments in TexSTAR were rated “AAAm” by Standard and Poor’s. The District also manages credit risk by investing in certificates of deposit covered by FDIC insurance.

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The District considers the investments in TexSTAR to have a maturity of less than one year due to the fact the share position can usually be redeemed each day at the discretion of the District, unless there has been a significant change in value. The District also manages interest rate risk by investing in certificates of deposit with maturities of approximately one year or less.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
NOTES TO THE FINANCIAL STATEMENTS  
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**NOTE 4. DEPOSITS AND INVESTMENTS (Continued)**

Restrictions

All cash and investments of the Debt Service Fund are restricted for the payment of debt service. All cash and investments of the Capital Projects Fund are restricted for the purchase of capital assets.

**NOTE 5. CAPITAL ASSETS**

Capital asset activity for the year ended December 31, 2018:

	January 1, 2018	Increases	Decreases	December 31, 2018
<b>Capital Assets Not Being Depreciated</b>				
Construction in Progress	\$ 536,614	\$ 2,540,824	\$ - 0 -	\$ 3,077,438

As roadways are completed, the assets are conveyed to Montgomery County for maintenance.

**NOTE 6. 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 7. STRATEGIC PARTNERSHIP AGREEMENT**

The District has entered into a Strategic Partnership Agreement (“SPA”) with the City of Conroe, Texas (the “City”), providing for full purpose annexation of the District and for the continuation of the District as a limited district following full purpose annexation. The City exercised its right to annex the District for limited purposes on November 9, 2011. After the date of the limited purpose annexation, the District shall pay to the City an amount equal to 50% of the sales and use tax revenues that are reported on the monthly sales tax report provided by the Texas State Comptroller. In return, the City will provide the following services: fire marshall services, maintenance and development of FM 1488 and economic development in the District and the FM 1488 corridor in general.

The City agreed to not annex the District within its full purpose boundaries prior to the earlier of: (1) the date on which all debts of the District are fully paid and the District has fully reimbursed any developer within the District or (2) December 31, 2036. Upon the full purpose annexation

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
NOTES TO THE FINANCIAL STATEMENTS  
DECEMBER 31, 2018**

**NOTE 7. STRATEGIC PARTNERSHIP AGREEMENT (Continued)**

conversion date, the land included within the boundaries of the District shall be deemed to be within the full purpose boundary limits of the City without the need for any further action. Upon such date, all taxable property within the territory of the District shall become subject to ad valorem taxation by the City.

If the debt of the District remains outstanding on the full purpose annexation conversion date, then the District shall become a limited district and shall continue for a term not to exceed ten additional years, or until all outstanding debt of the limited district has been fully paid. The City may extend the existence of the limited district for successive ten-year terms for so long as any debt of the limited district remains.

**NOTE 8. SALES AND USE TAX**

In accordance with Section 26 of the District's creation legislation, House Bill 3562 of the Texas Legislature's 78<sup>th</sup> Regular Session, the District is authorized to adopt a limited sales and use tax upon authorization by a majority of the voters of the District voting in the election to approve the adoption of the limited sales and use tax. On November 2, 2010, the voters of the District approved the adoption of a limited sales and use tax of up to a maximum of two percent. The District also has an existing Strategic Partnership Agreement with the City of Conroe ("City") whereby, among other provisions, the District shares a portion of its sales and use tax collected with the City and portions of the collected amounts are retained by the District. See Note 7.

During the current fiscal year, the District received \$3,901,649 in sales and use tax revenues, of which \$564,693 was due from the Texas State Comptroller at December 31, 2018. During the current fiscal year, \$1,878,796 was the City's share of sales and use tax revenues, of which \$282,346 was payable to the City at December 31, 2018. The District's total net sales and use tax revenues for the current fiscal year was \$2,022,853.

**NOTE 9. INTERLOCAL AGREEMENTS**

Security

On November 13, 2015, the District entered into an agreement with Montgomery County to authorize and direct two deputies to patrol the District for 100% of the deputy's working time. The District will pay the County 100% of that deputy's salary and benefits and for the cost of a secretary/receptionist at the substation. The agreement also requires the District to fund the purchase of a patrol vehicle for the use of the assigned deputy. In addition, the District will pay actual fuel costs of the vehicle. The patrol vehicle shall be owned, operated and maintained by

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
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DECEMBER 31, 2018**

**NOTE 9. INTERLOCAL AGREEMENTS (Continued)**

Security (Continued)

the County in the manner customary for such vehicles used by law enforcement agencies. The term of this agreement is for one year of the effective date. Thereafter, the agreement will automatically renew for one-year terms unless terminated by either party.

During the current fiscal year, the District paid the County \$314,759 in relationship to this contract.

**NOTE 10. SPECIAL ASSESSMENT**

In accordance with Texas Special District Local Laws Code Chapter 3804, the District may levy ad valorem taxes, assessments, or impact fees in accordance with Chapter 375 of the Texas Local Government Code to provide improvements and services for a project or activity the District is authorized to acquire, construct, improve, or provide under this Act.

On May 12, 2008, an order was adopted granting a petition for a service plan and an assessment roll for the District. The order authorized levying an annual assessment which would assure sufficient funding for the services provided under the 20-year term of the Service Plan. The resolution authorized an assessment of \$2,750 to \$6,000 per acre for properties marked Level 1 Assessment and \$2,500 to \$5,000 per acre for properties marked Level 2 Assessment of developed property to provide services and improvements in the design and construction of water, sanitary sewer and drainage/detention improvements and design and construction of Research Forest Drive between Egypt Land and FM 2978. Level 1 and Level 2 Properties are outlined in the Assessment Plan.

The District levied a 2017 assessment per acre of developed property, which resulted in an assessment of \$281,911. The 2017 assessment has been collected in full.

The District levied a 2018 assessment per acre of developed property, which resulted in an assessment of \$281,911. The 2018 assessment has been fully deferred.

The District's calendar for collection of the assessments is as follows:

- Levy Date - None Specified
- Lien Date - January 1.
- Due Date - Not later than January 31.
- Delinquent Date - February 1, at which time the taxpayer is liable for penalty and interest.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
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**NOTE 11. COMMERCIAL LEASE AGREEMENT**

On September 10, 2016, the District executed an operating lease for office space. The initial term of lease begins November 1, 2016 and ends on November 1, 2019 with a base rent of \$1,497 per month. The District has the option to extend the initial term of the lease for one additional period of 3 years, commencing on the last day of the initial term. During the current fiscal year, the District made total lease payments in the amount of \$17,964.

The following is a schedule of the remaining minimum lease payments:

Fiscal Year	Payment Amount
2019	\$ <u>14,970</u>

**NOTE 12. ECONOMIC DEVELOPMENT AGREEMENT**

On September 9, 2016, the District entered into a reimbursement agreement with Regency Centers, Inc. (“Regency”) to reimburse costs to design and construct water, sanitary sewer, and drainage improvements and road improvements to serve Research Forest Drive between Egypt Lane and FM 2978, as well as associated administration costs (the “Project”). In accordance with the Service Plan, the amount reimbursable to Regency included advanced funds for the Project, as verified by the District’s auditor plus interest costs limited to five years at a 5% interest rate approved by the Board of Directors. The District’s auditor prepared a report dated September 9, 2016, which reflects a total amount of \$3,865,297. The District levies a special assessment on an annual basis on the Regency Property as defined in the Service Plan. See Note 10. The assessments will fund the amount reimbursable to Regency until reimbursed in full. The District began reimbursing Regency in 2016 from the net assessment proceeds, consisting of the assessment less the cost of collection. The District has paid a total of \$843,735 to Regency, of which \$274,531 was paid to Regency during the current fiscal year.

**NOTE 13. INTERFUND TRANSFERS**

During the current fiscal year, the Capital Projects Fund transferred \$5,850 to the General Fund to reimburse for Series 2017 bond issuances costs paid by the General Fund in the prior fiscal year.

**WESTWOOD MAGNOLIA PARKWAY  
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DECEMBER 31, 2018**

**NOTE 14. COST SHARING AGREEMENT**

On December 8, 2017, the District entered a cost sharing agreement with Egypt Land Developments (“Egypt Land”), LP, Montera Holdings, LP and the Crossing Church (“Church”) (collectively, the “Landowners”). The District and Landowners have determined that drainage improvements to the property located adjacent to Egypt Lane between Research Forest Boulevard and FM 1488 (“Facilities”) are necessary. The Landowner’s engineer designed and prepared plans and specifications for the Facilities, which were paid by the District and approved by the District’s engineer. The District and the Landowners agree to share in the construction of the Facilities based on each party’s acreage served by the Facilities. Church and Egypt Land agree to advance their pro-rata share of the construction costs plus a 10% contingency within 30 days after receipt of the notice of award of the construction contract from the District. The Landowners have advanced \$360,987 to the District for this project, of which \$221,250 was advanced in the current fiscal year. The District agrees to reimburse Church and Egypt Land for their pro-rata share of the construction costs from all the sales tax revenue received from businesses located on the property owned by Church and Egypt Land for up to five years from the date of the first reimbursement. The District will own and maintain the facilities at the District’s sole expense.

**NOTE 15. BOND SALE**

On December 19, 2017, the District closed on the sale of its Series 2017 \$5,850,000 Sales Tax Revenue and Refunding Bonds. \$2,200,000 of the proceeds were used to refund a portion of outstanding Series 2012 bonds. Bond proceeds of \$2,392,343 were deposited into an irrevocable trust with an escrow agent to provide for future debt service payments on the refunded bonds. As a result, the refunded bonds are considered to be defeased and the liability for those bonds has been removed from the Statement of Net Position. The effect of the refunding was to decrease the District’s total debt service requirements by \$488,532 and at the same time obtain an economic gain (difference between the present value of the debt service payments on the old and new debt) of \$390,700. \$3,335,000 of the proceeds will be used to fund the drainage facilities, paving and appurtenances to serve Egypt Lane and regional detention basin to serve the District.

<u>Series</u>	<u>Interest Rates</u>	<u>Maturities</u>	<u>Callable Dates</u>	<u>Outstanding at December 31, 2018</u>
2012	6.15%	2024-2031	12/15/19	<u>\$ 2,200,000</u>



**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT**

**REQUIRED SUPPLEMENTARY INFORMATION**

**DECEMBER 31, 2018**



**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES  
IN FUND BALANCE - BUDGET AND ACTUAL - GENERAL FUND  
FOR THE YEAR ENDED DECEMBER 31, 2018**

	Original Budget	Final Amended Budget	Actual	Variance Positive (Negative)
<b>REVENUES</b>				
Sales Tax Revenues	\$ 4,073,976	\$ 4,073,976	\$ 3,901,649	\$ (172,327)
Share to City of Conroe	(2,036,988)	(2,036,988)	(1,878,796)	158,192
Special Assesment Revenues			281,911	281,911
Investment Revenues	<u>19,000</u>	<u>19,000</u>	<u>56,456</u>	<u>37,456</u>
<b>TOTAL REVENUES</b>	<u>\$ 2,055,988</u>	<u>\$ 2,055,988</u>	<u>\$ 2,361,220</u>	<u>\$ 305,232</u>
<b>EXPENDITURES</b>				
Services Operations:				
Professional Fees	\$ 138,000	\$ 138,000	\$ 168,360	\$ (30,360)
Contracted Services	819,580	661,580	687,249	(25,669)
Economic Development	50,000	50,000	28,215	21,785
Other	55,000	55,000	89,001	(34,001)
Capital Outlay			<u>274,531</u>	<u>(274,531)</u>
<b>TOTAL EXPENDITURES</b>	<u>\$ 1,062,580</u>	<u>\$ 904,580</u>	<u>\$ 1,247,356</u>	<u>\$ (342,776)</u>
<b>EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES</b>	<u>\$ 993,408</u>	<u>\$ 1,151,408</u>	<u>\$ 1,113,864</u>	<u>\$ (37,544)</u>
<b>OTHER FINANCING SOURCES(USES)</b>				
Transfers In (Out)	<u>\$ (923,125)</u>	<u>\$ (923,125)</u>	<u>\$ (936,855)</u>	<u>\$ (13,730)</u>
<b>NET CHANGE IN FUND BALANCE</b>	\$ 70,283	\$ 228,283	\$ 177,009	\$ (51,274)
<b>FUND BALANCE - JANUARY 1, 2018</b>	<u>3,626,927</u>	<u>3,626,927</u>	<u>3,626,927</u>	
<b>FUND BALANCE - DECEMBER 31, 2018</b>	<u>\$ 3,697,210</u>	<u>\$ 3,855,210</u>	<u>\$ 3,803,936</u>	<u>\$ (51,274)</u>

See accompanying independent auditor's report.

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**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT**

**SUPPLEMENTARY INFORMATION REQUIRED BY THE  
WATER DISTRICT FINANCIAL MANAGEMENT GUIDE**

**DECEMBER 31, 2018**



**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
SERVICES AND RATES  
FOR THE YEAR ENDED DECEMBER 31, 2018**

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

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

**2. RETAIL SERVICE PROVIDERS - N/A**

**3. TOTAL WATER CONSUMPTION DURING THE FISCAL YEAR ROUNDED TO THE NEAREST THOUSAND: - N/A**

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

Does the District have Debt Service standby fees? Yes \_\_\_ No X

Does the District have Operation and Maintenance standby fees? Yes \_\_\_ No X

**5. LOCATION OF DISTRICT:**

Is the District located entirely within one county?

Yes X No \_\_\_\_\_

County or Counties in which District is located:

Montgomery County, Texas

Is the District located within a city?

Entirely \_\_\_\_\_ Partly \_\_\_\_\_ Not at all X

See accompanying independent auditor's report.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
SERVICES AND RATES  
FOR THE YEAR ENDED DECEMBER 31, 2018**

**5. LOCATION OF DISTRICT: (Continued)**

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

Entirely   X     Partly          Not at all       

City of Conroe, Texas

Are Board Members appointed by an office outside the District?

Yes   X     No       

\* Some Board Members were elected. See page 45

See accompanying independent auditor's report.



**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
GENERAL FUND EXPENDITURES  
FOR THE YEAR ENDED DECEMBER 31, 2018**

PROFESSIONAL FEES:	
Auditing	\$ 13,300
Engineering	29,009
Legal	<u>126,051</u>
TOTAL PROFESSIONAL FEES	<u>\$ 168,360</u>
CONTRACTED SERVICES:	
Bookkeeping	\$ 14,190
Sales Tax Consultant	28,800
General Manager	<u>329,500</u>
TOTAL CONTRACTED SERVICES	<u>\$ 372,490</u>
UTILITIES	<u>\$ 4,453</u>
ADMINISTRATIVE EXPENDITURES:	
Director Fees	\$ 26,550
Dues	200
Insurance	7,516
Office Supplies and Postage	25,906
Payroll Taxes	1,655
Rent and Leases	17,964
Other	<u>4,757</u>
TOTAL ADMINISTRATIVE EXPENDITURES	<u>\$ 84,548</u>
CAPITAL OUTLAY:	
Capitalized Assets	\$ 274,531
Expenditures Not Capitalized	<u>          </u>
TOTAL CAPITAL OUTLAY	<u>\$ 274,531</u>
SECURITY	<u>\$ 314,759</u>
ECONOMIC DEVELOPMENT	<u>\$ 28,215</u>
TOTAL EXPENDITURES	<u><u>\$ 1,247,356</u></u>

See accompanying independent auditor's report.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
INVESTMENTS  
DECEMBER 31, 2018**

<u>Fund</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>					
TexSTAR	XXXX2220	2.5549%	Daily	\$ 2,694,004	\$
Certificate of Deposit	XXXX4171	2.4500%	08/10/19	240,000	2,304
Certificate of Deposit	XXXX6367	2.3800%	07/16/19	<u>243,084</u>	<u>2,663</u>
TOTAL GENERAL FUND				<u>\$ 3,177,088</u>	<u>\$ 4,967</u>
<u>CAPITAL PROJECTS FUND</u>					
TexSTAR	XXXX4440	2.5549%	Daily	<u>\$ 1,712,706</u>	<u>\$ - 0 -</u>
TOTAL - ALL FUNDS				<u>\$ 4,889,794</u>	<u>\$ 4,967</u>

See accompanying independent auditor's report.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
LONG-TERM DEBT SERVICE REQUIREMENTS  
DECEMBER 31, 2018**

SERIES - 2012

Due During Fiscal Years Ending December 31	Principal Due December 15	Interest Due June 15/ December 15	Total Principal and Interest Due
2019	\$ 165,000	\$ 57,195	\$ 222,195
2020	175,000	47,048	222,048
2021	185,000	36,285	221,285
2022	195,000	24,907	219,907
2023	210,000	12,915	222,915
2024			
2025			
2026			
2027			
2028			
2029			
2030			
2031			
2032			
	<u>\$ 930,000</u>	<u>\$ 178,350</u>	<u>\$ 1,108,350</u>

See accompanying independent auditor's report.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
LONG-TERM DEBT SERVICE REQUIREMENTS  
DECEMBER 31, 2018**

S E R I E S - 2 0 1 3

Due During Fiscal Years Ending December 31	Principal Due December 15	Interest Due June 15/ December 15	Total
2019	\$ 235,000	\$ 92,125	\$ 327,125
2020	245,000	84,252	329,252
2021	250,000	76,045	326,045
2022	260,000	67,670	327,670
2023	270,000	58,960	328,960
2024	280,000	49,915	329,915
2025	290,000	40,535	330,535
2026	295,000	30,820	325,820
2027	305,000	20,938	325,938
2028	320,000	10,720	330,720
2029			
2030			
2031			
2032			
	<u>\$ 2,750,000</u>	<u>\$ 531,980</u>	<u>\$ 3,281,980</u>

See accompanying independent auditor's report.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
LONG-TERM DEBT SERVICE REQUIREMENTS  
DECEMBER 31, 2018**

SERIES - 2017

Due During Fiscal Years Ending December 31	Principal Due December 15	Interest Due June 15/ December 15	Total
2019	\$ 225,000	\$ 147,506	\$ 372,506
2020	230,000	141,611	371,611
2021	235,000	135,585	370,585
2022	245,000	129,428	374,428
2023	250,000	123,009	373,009
2024	475,000	116,459	591,459
2025	490,000	104,014	594,014
2026	500,000	91,176	591,176
2027	515,000	78,076	593,076
2028	530,000	64,583	594,583
2029	545,000	50,697	595,697
2030	555,000	36,418	591,418
2031	570,000	21,877	591,877
2032	265,000	6,943	271,943
	<u>\$ 5,630,000</u>	<u>\$ 1,247,382</u>	<u>\$ 6,877,382</u>

See accompanying independent auditor's report.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
LONG-TERM DEBT SERVICE REQUIREMENTS  
DECEMBER 31, 2018**

ANNUAL REQUIREMENTS  
FOR ALL SERIES

Due During Fiscal Years Ending December 31	Total Principal Due	Total Interest Due	Total Principal and Interest Due
2019	\$ 625,000	\$ 296,826	\$ 921,826
2020	650,000	272,911	922,911
2021	670,000	247,915	917,915
2022	700,000	222,005	922,005
2023	730,000	194,884	924,884
2024	755,000	166,374	921,374
2025	780,000	144,549	924,549
2026	795,000	121,996	916,996
2027	820,000	99,014	919,014
2028	850,000	75,303	925,303
2029	545,000	50,697	595,697
2030	555,000	36,418	591,418
2031	570,000	21,877	591,877
2032	265,000	6,943	271,943
	<u>\$ 9,310,000</u>	<u>\$ 1,957,712</u>	<u>\$ 11,267,712</u>

See accompanying independent auditor's report.

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**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
CHANGE IN LONG-TERM BOND DEBT  
FOR THE YEAR ENDED DECEMBER 31, 2018**

Description	Original Bonds Issued	Bonds Outstanding January 1, 2018
Westwood Magnolia Parkway Improvement District Sales Tax Revenue Bonds - Series 2012	\$ 4,020,000	\$ 1,085,000
Westwood Magnolia Parkway Improvement District Sales Tax Revenue Bonds - Series 2013	3,800,000	2,980,000
Westwood Magnolia Parkway Improvement District Sales Tax Revenue and Refunding Bonds - Series 2017	<u>5,850,000</u>	<u>5,850,000</u>
TOTAL	<u>\$ 13,670,000</u>	<u>\$ 9,915,000</u>
Debt Service Fund cash and investment balances as of December 31, 2018:		<u>\$ 1,001,698</u>
Average annual debt service payment (principal and interest) for remaining term of all debt:		<u>\$ 804,837</u>

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

See accompanying independent auditor's report.



<u>Current Year Transactions</u>				
<u>Bonds Sold</u>	<u>Retirements</u>		<u>Bonds Outstanding December 31, 2018</u>	<u>Paying Agent</u>
	<u>Principal</u>	<u>Interest</u>		
\$	\$ 155,000	\$ 66,728	\$ 930,000	Amegy Bank, N.A. Houston, TX
	230,000	99,830	2,750,000	Amegy Bank, N.A. Houston, TX
	220,000	151,567	5,630,000	Amegy Bank, N.A. Houston, TX
<u>\$ - 0 -</u>	<u>\$ 605,000</u>	<u>\$ 318,125</u>	<u>\$ 9,310,000</u>	

See accompanying independent auditor's report.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
COMPARATIVE SCHEDULE OF REVENUES AND EXPENDITURES  
GENERAL FUND - FIVE YEARS**

	Amounts		
	2018	2017	2016
<b>REVENUES</b>			
Sales Tax Revenues	\$ 3,901,649	\$ 3,183,410	\$ 3,392,557
Share to City of Conroe	(1,878,796)	(1,591,705)	(1,696,279)
Special Assessment Revenues	281,911	281,911	277,291
Penalty and Interest			5,382
Investment Revenues	56,456	23,843	4,343
<b>TOTAL REVENUES</b>	<b>\$ 2,361,220</b>	<b>\$ 1,897,459</b>	<b>\$ 1,983,294</b>
<b>EXPENDITURES</b>			
Service Operations:			
Professional Fees	\$ 168,360	\$ 134,188	\$ 115,004
Contracted Services	687,249	353,647	371,942
Economic Development	28,215	14,632	
Other	89,001	50,565	30,886
Capital Outlay	274,531	312,011	335,962
Bond Issuance Costs		5,850	
<b>TOTAL EXPENDITURES</b>	<b>\$ 1,247,356</b>	<b>\$ 870,893</b>	<b>\$ 853,794</b>
<b>EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES</b>	<b>\$ 1,113,864</b>	<b>\$ 1,026,566</b>	<b>\$ 1,129,500</b>
<b>OTHER FINANCING SOURCES (USES)</b>			
Transfers In (Out)	\$ (936,855)	\$ (683,454)	\$ (683,736)
<b>NET CHANGE IN FUND BALANCE</b>	\$ 177,009	\$ 343,112	\$ 445,764
<b>BEGINNING FUND BALANCE</b>	3,626,927	3,283,815	2,838,051
<b>ENDING FUND BALANCE</b>	<b>\$ 3,803,936</b>	<b>\$ 3,626,927</b>	<b>\$ 3,283,815</b>

See accompanying independent auditor's report.

		Percentage of Total Revenues				
2015	2014	2018	2017	2016	2015	2014
\$ 3,138,514	\$ 2,870,352	165.3 %	167.7 %	171.0 %	199.0 %	199.6 %
(1,569,257)	(1,435,176)	(79.6)	(83.9)	(85.5)	(99.5)	(99.8)
4,620		11.9	14.9	14.0	0.3	
				0.3		
3,436	2,933	2.4	1.3	0.2	0.2	0.2
<u>\$ 1,577,313</u>	<u>\$ 1,438,109</u>	<u>100.0 %</u>	<u>100.0 %</u>	<u>100.0 %</u>	<u>100.0 %</u>	<u>100.0 %</u>
\$ 90,588	\$ 92,781	7.1 %	7.1 %	5.8 %	5.7 %	6.5 %
168,864	141,288	29.1	18.6	18.8	10.7	9.8
		1.2	0.8			
9,379	9,021	3.8	2.7	1.6	0.6	0.6
		11.6	16.4	16.9		
			0.3			
<u>\$ 268,831</u>	<u>\$ 243,090</u>	<u>52.8 %</u>	<u>45.9 %</u>	<u>43.1 %</u>	<u>17.0 %</u>	<u>16.9 %</u>
\$ 1,308,482	\$ 1,195,019	<u>47.2 %</u>	<u>54.1 %</u>	<u>56.9 %</u>	<u>83.0 %</u>	<u>83.1 %</u>
<u>\$ (683,664)</u>	<u>\$ (692,900)</u>					
\$ 624,818	\$ 502,119					
2,213,233	1,711,114					
<u>\$ 2,838,051</u>	<u>\$ 2,213,233</u>					

See accompanying independent auditor's report.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
COMPARATIVE SCHEDULE OF REVENUES AND EXPENDITURES  
DEBT SERVICE FUND - FIVE YEARS**

	Amounts		
	2018	2017	2016
<b>REVENUES</b>			
Property Taxes	\$	\$	\$
Investment Revenues	<u>3,270</u>	<u>2,049</u>	<u>1,422</u>
<b>TOTAL REVENUES</b>	<u>\$ 3,270</u>	<u>\$ 2,049</u>	<u>\$ 1,422</u>
<b>EXPENDITURES</b>			
Tax Collection Expenditures	\$ 426	\$ 2,914	\$ 432
Debt Service Principal	605,000	365,000	350,000
Debt Service Interest and Fees	<u>319,125</u>	<u>319,145</u>	<u>335,290</u>
<b>TOTAL EXPENDITURES</b>	<u>\$ 924,551</u>	<u>\$ 687,059</u>	<u>\$ 685,722</u>
<b>EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES</b>	<u>\$ (921,281)</u>	<u>\$ (685,010)</u>	<u>\$ (684,300)</u>
<b>OTHER FINANCING SOURCES (USES)</b>			
Long-Term Debt Issued	\$	\$ 226,673	\$
Transfers In (Out)	<u>942,705</u>	<u>683,454</u>	<u>683,736</u>
<b>TOTAL OTHER FINANCING SOURCES (USES)</b>	<u>\$ 942,705</u>	<u>\$ 910,127</u>	<u>\$ 683,736</u>
<b>NET CHANGE IN FUND BALANCE</b>	\$ 21,424	\$ 225,117	\$ (564)
<b>BEGINNING FUND BALANCE</b>	<u>980,274</u>	<u>755,157</u>	<u>755,721</u>
<b>ENDING FUND BALANCE</b>	<u>\$ 1,001,698</u>	<u>\$ 980,274</u>	<u>\$ 755,157</u>

See accompanying independent auditor's report.

		Percentage of Total Revenues				
2015	2014	2018	2017	2016	2015	2014
\$ 1,413	\$ 1,675	%	%	%	%	%
\$ 1,413	\$ 1,675	%	%	%	%	%
\$ 432 335,000 349,153	\$ 272 310,000 374,853	%	%	%	%	%
\$ 684,585	\$ 685,125	%	%	%	%	%
\$ (683,172)	\$ (683,450)	<u>N/A</u> %	<u>N/A</u> %	<u>N/A</u> %	<u>N/A</u> %	<u>N/A</u> %
\$ 683,664	\$ 692,900					
\$ 683,664	\$ 692,900					
\$ 492 755,229	\$ 9,450 745,779					
\$ 755,721	\$ 755,229					

See accompanying independent auditor's report.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
BOARD MEMBERS, KEY PERSONNEL AND CONSULTANTS  
DECEMBER 31, 2018**

District Mailing Address - Westwood Magnolia Parkway Improvement District  
c/o Roach & Mitchell, PLLC  
2800 Post Oak Blvd., Suite 4100  
Houston, TX 77056

District Telephone Number - (832) 390-2268

<b>Board Members</b>	Term of Office (Elected or <u>Appointed</u> )	Fees of Office for the year ended <u>December 31, 2018</u>	Expense Reimbursements for the year ended <u>December 31, 2018</u>	<u>Title</u>
Tom Grayson	11/17 06/21 (Appointed)	\$ 6,900	\$ 1,046	Position 1 Treasurer/ Assistant Secretary
Jay Dworsky	11/17 06/19 (Appointed)	\$ 4,200	\$ -0-	Position 2 Vice Chairman
Carl Gerhardt	09/17 06/19 (Appointed)	\$ 6,450	\$ -0-	Position 3 Chairman
David Wallace	11/16 06/21 (Appointed)	\$ 1,350	\$ 24	Position 4 Secretary
Gary Squyers	09/17 06/21 (Appointed)	\$ 3,000	\$ -0-	Position 5 Assistant Vice Chairman
Brent Everson	06/18 06/21 (Appointed)	\$ 1,650	\$ -0-	Position 6 Director
Pat Robertson	09/18 06/21 (Appointed)	\$ 600	\$ -0-	Position 7 Director

Notes: 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 developers or with any of the District's consultants.

Submission date of most recent District Registration Form (TWC Sections 36.054 and 49.054):  
September 17, 2018.

The Board has set limits on fees of office a director may receive in a fiscal year per TWC Section 49.060. Fees of Office are the amounts actually paid to a Director during the District's current fiscal year.

See accompanying independent auditor's report.

**WESTWOOD MAGNOLIA PARKWAY  
IMPROVEMENT DISTRICT  
BOARD MEMBERS, KEY PERSONNEL AND CONSULTANTS  
DECEMBER 31, 2018**

<b>Consultants:</b>	<u>Date Hired</u>	<u>Fees for the year ended December 31,2018</u>	<u>Title</u>
The Muller Law Group PLLC	03/07/14 to 01/10/18	\$ 12,405	Prior General Counsel
Roach & Mitchell, PLLC	01/19/18	\$ 124,622	General Counsel
McCall Gibson Swedlund Barfoot PLLC	01/17/12	\$ 13,300	Auditor
Myrtle Cruz, Inc.	03/24/11	\$ 15,390	Bookkeeper
LJA Engineering & Surveying, Inc.	06/14/10	\$ 125,377	Engineer
Hutchinson, Shockey, Erley & Co.	05/11/18	\$ -0-	Financial Advisor
Mary Jarmon	03/24/11	\$ -0-	Investment Officer
Sales Revenue, Inc.	03/01/13	\$ 28,800	Sales Tax Consultant
Wheeler & Associates, Inc.	05/08/15	\$ 8,000	Tax Assessor- Collector
Eissler Consulting Services	07/29/16	\$ 331,738	Executive Director
District Management Services, L.L.C.	07/14/17	\$ -0-	Economic Development

See accompanying independent auditor's report.

