

WESTWOOD MAGNOLIA PARKWAY IMPROVEMENT DISTRICT

Minutes of Meeting of Board of Directors

January 13, 2023

The Board of Directors (the "Board") of Westwood Magnolia Parkway Improvement District (the "District" or "WMPID") met in regular session, open to the public, at Zanti Cucina Italiana at 10000 Research Forest Drive, Magnolia, Texas 77354, a designated meeting place of the District, and the roll was called of the members of the Board as follows:

Brent Everson	Chairman	City of Conroe
James David Wallace	Assistant Vice Chairman	City of Conroe
Gary Squyres	Secretary	County Commissioner's Court
Tom Grayson	Treasurer/Asst. Secretary	County Commissioner Pct. 2
Robert Barnwell	Director	County Commissioner Pct. 2
Pat Robertson	Director	Magnolia I.S.D.
Tim Weems	Director	Magnolia I.S.D.

and all of the above Directors were present, except Director Barnwell, thus constituting a quorum.

Also present for the meeting were: Michael Keck and Michael McDaniel of LJA Engineering ("LJA"); Rob Eissler and Kelly Hamann of Special District Management ("SDM"); Frank Mitchell and Daniel Scruggs of Mitchell, Zientek & Scruggs, LLP ("MZS"); Derek Michael of Sales Revenue Inc. ("SRI"); Bruce Berger of Montgomery County Precinct No. 2 Commissioner's Office ("MCP2"); Bobby Powell of Montgomery County Information Technology ("MC IT"); Deputy Swank and Captain Dunlap of Montgomery County Sheriff's Office ("MSCO"); Glenn Buckley of Lake Creek Greenway Partnership ("LCGP"); Jeff Hevey and Larry Smith of Magnolia Fire Department ("MFD"); Miguel Marrero of Alpha and Omega Services, Inc. ("A&O"); Chris Uzelmeier of Montgomery County Municipal Utility District No. 113 ("MCMUD113"); and Adam Powell.

PUBLIC COMMENTS

There were no public comments presented at this time.

CONSENT AGENDA

Director Everson offered Board members the opportunity to remove items from the Consent Agenda for individual discussion. Director Grayson motioned, seconded by Director Wallace, to approve the Consent Agenda containing the following items: (1) approval of the December 9, 2022 regular Board meeting minutes, as presented; (2) Financial/Bookkeeping report, attached as Exhibit A, including payment of bills and review of investments and reimbursements; (3) Grant Project/funding updates; (4) Mounted Patrol Report; and (5) Regional Detention Basin Maintenance Report. The motion passed unanimously.

SHERIFF'S REPORT

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Deputy Swank presented the Sheriff's Report, attached as **Exhibit B**. He introduced Captain Dunlap, who provided a brief update regarding future report updates. Deputy Swank reviewed incidents and statistics for the District. The Board thanked Deputy Swank and Captain Dunlap for their time. They both exited the meeting after the Sheriff's Report.

FIRE CHIEF'S REPORT

Mr. Hevey presented the Fire Chief's Report. He provided an update on the construction of local stations and logistics buildings. Additionally, he provided an update on personnel updates for MFD as well as some committees related to strategic planning.

COMMISSIONER'S REPORT

Mr. Berger provided an update on Woodtrace Boulevard and other Montgomery County related projects. He then introduced Bobby Powell, who provided an update on IT related advancements in Montgomery County.

Mr. Berger then noted that MCP2 was creating a committee for matters related to the Fish Creek Park at Woodforest and asked that the Board consider appointing up to two representatives for the committee. The Board concurred in appointing Director Grayson at this time. Mr. Berger noted that South Egypt Lane should be completed by end of summer.

EXECUTIVE DIRECTOR'S REPORT

Mr. Eissler and Ms. Hamann presented the Executive Director's Report on behalf of SDM, a copy of which is attached as **Exhibit C**. Mr. Eissler and Ms. Hamann reviewed various project updates within the Executive Director's Report, including updates related to Texas Department of Transportation's ("TxDOT") projects in the District.

Ms. Hamann presented the proposed renewal contract with GIS Planning for a term of three (3) years. After brief discussion regarding the terms, Director Wallace motioned to approve the renewal contract as presented with any necessary amendments suggested by the District's counsel. Director Squyres seconded said motion, which passed unanimously.

SALES TAX REPORT

Mr. Michael presented the Sales Tax Report, a copy of which is attached as **Exhibit D**. He reviewed the businesses of the District related to sales tax and made note of the revenue trends of the District.

ENGINEER'S REPORT

Mr. Keck presented the Engineer's Report, a copy of which is attached as **Exhibit E**. Mr.

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Keck provided an update on the Tamina Road projects. He presented Pay Estimate No. 1 for the Tamina Road right-turn-lane, West Lane, and Woodtrace Boulevard contract in the amount of \$465,182.37 to Main Lane Industries, Ltd.

Mr. Keck then provided an update on the Woodtrace Boulevard Extension project, including a revised Change Order No. 2 to correct a typographical error for the Earthwork Contract for Highland to FM2978. He also presented Pay Estimate No. 5 for the same contract in the amount of \$433,523.52.

After discussion, Director Wallace motion to approve Pay Estimate No. 1 as presented, Change Order No. 2 as revised, and Pay Estimate No. 5 as presented. Director Grayson seconded said motion, which passed unanimously.

ATTORNEY'S REPORT

Mr. Scruggs presented the legal services contract for MZS. He noted the differences between the proposed contract and the previous legal services contract between the District and Mitchell & Zientek, LLP. After discussion, it was noted that the District found that there was a substantial need for bond counsel services as described in the legal service contract presented, that the District did not employ its own attorneys and/or supporting personnel who could perform such services, and that such services could not be reasonably obtained under a contract providing only for the payment of hourly fees, without regard to the outcome of the matter, because of the nature of the matter for which the services were being obtained. Director Grayson moved to approve the legal service contract for MZS as presented. Director Robertson seconded said motion, which passed unanimously.

DISCUSSION REGARDING PENDING BUSINESS AND MATTERS FOR FUTURE AGENDAS

The Board discussed the future meeting schedule, noting that the next regular Board meeting will take place on February 10, 2023.

EXECUTIVE SESSION

The Board entered executive session at 1:09 p.m. for consultation with attorney.

RECONVENE IN OPEN SESSION AND AUTHORIZE ANY ACTION RESULTING FROM EXECUTIVE SESSION

The Board reconvened from executive session at 1:41 p.m. taking no additional action.

ADJOURNMENT

There being no further business to come before the Board, Director Everson adjourned the

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meeting.

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ATTORNEY'S REPORT

Mr. Strupp presented the legal review comment for MSJ. He noted the distinction between the proposed contract and the previous legal review comment between the District and Marshall & Jackson, LLP. After discussion, it was noted that the District Board had done an additional need for bond counsel services as described in the legal review comment presented, that the District did not employ its own attorney and its reviewing personnel who could perform such review, and that such review could not be reasonably obtained in this contract proposal only for the payment of hours for attorney fees. After discussion of the nature of the matter, because of the nature of the matter for which the review was being obtained, District Counsel agreed to approve the legal review comment for MSJ as presented. The Board discussed the matter and approved which passed on unanimous.

DISCUSSION BOARDING PENDING BUDGETS AND MATTERS FOR FUTURE AGENDA

The Board discussed the future meeting schedule noting that the next regular Board meeting will take place on February 10, 2025.

EXECUTIVE SESSION

The Board covered executive session at 1:00 pm for consultation with attorney.

RECOGNITION IN OPEN SESSION AND ACTION RESULTING FROM EXECUTIVE SESSION

The Board recognized the executive session at 1:45 pm, noting no additional action.

ADJOURNMENT

There being no further business to come before the Board, District Board adjourned at 2:00 pm.

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Approved this 10th day of February, 2023.

WESTWOOD MAGNOLIA PARKWAY
IMPROVEMENT DISTRICT


Secretary, Board of Directors

[SEAL]



LIST OF EXHIBITS

- Exhibit A - Bookkeeper's Report
- Exhibit B - Sheriff's Report
- Exhibit C - Executive Director's Report
- Exhibit D - Sales Tax Report
- Exhibit E - Engineer's Report