

WESTWOOD MAGNOLIA PARKWAY IMPROVEMENT DISTRICT

Minutes of Meeting of Board of Directors

August 12, 2022

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:

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

and all of the above Directors were present, except Directors Gerhardt and Robertson, thus constituting a quorum.

Also present for the meeting were: Michael Keck of LJA Engineering ("LJA"); Rob Eissler and Kelly Hamann of Special District Management ("SDM"); Frank Mitchell, Josh Zientek, and Daniel Scruggs of Mitchell & Zientek, LLP ("MZLLP"); Derek Michael of Sales Revenue Inc. ("SRI"); Deputy Swank of Montgomery County Sheriff's Office ("MSCO"); Christina Cole of Myrtle Cruz, Inc. ("MCI"); Bruce Berger of Montgomery County Precinct No. 2 Commissioner's Office ("MCP2"); and Glenn Buckley of Lake Creek Greenway Partnership ("LCGP").

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 Wallace motioned, seconded by Director Grayson, to approve the Consent Agenda containing the following items: (1) approval of the July 15, 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) Regional Detention Basin Maintenance Report; (4) Grant Project/funding updates; and (5) Mounted Patrol Report. The motion passed unanimously.

SHERIFF'S REPORT

Deputy Swank presented the Sheriff's Report, attached as Exhibit B. He reviewed incidents and statistics for the District. There was additional discussion regarding burglaries in the area and coordination with other nearby law enforcement agencies.

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FIRE CHIEF'S REPORT

No Fire Chief's Report was presented at this time.

COMMISSIONER'S REPORT

Mr. Berger presented the Commissioner's Report. He provided a brief update on Montgomery County related facilities and projects, including road construction near the District.

DISCUSSION REGARDING LATE BOARD CHAIRMAN AND RELATED MATTERS

The Board discussed the recent passing of Board Chairman Carl Gerhardt. The Board and the District's consultants offered their condolences and reflected on the substantial impact that Chairman Gerhardt left on the District and area. The Board asked to move discussion of related matters and the reconstitution of officer positions to the end of the meeting.

FINANCIAL ADVISOR UPDATES, CONSIDER ISSUANCE OF BOND, AND PROJECT COMMITTEE REPORT REVIEW

Director Everson presented the projects and grants committee report. There was extensive discussion regarding increasing security patrol in the District. After discussion, Director Grayson moved to authorize SDM and MZLLP to coordinate options for an extra job for additional security in the District. Director Squyres seconded said motion, which passed unanimously.

Mr. Eissler discussed the latest updates from the District's financial advisor. After discussion, Director Grayson moved to authorize the District's financial advisor and bond counsel to begin working on a bond issuance for 2022. Director Wallace seconded said motion, which passed unanimously.

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. Mr. Eissler presented an advertising proposal from Site Selection Magazine. After discussion, the Board concurred in declining the advertising proposal. Ms. Hamann presented the website analytics and discussed website matters with the Board.

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

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the District.

ENGINEER'S REPORT

Mr. Keck presented the Engineer's Report, a copy of which is attached as **Exhibit E**. Mr. Keck provided an update on the Tamina Road projects.

Mr. Keck then presented Pay Estimate No. 2 for the Earthwork Contract from Highland to FM 2978 for the Woodtrace Boulevard Extension project in the amount of \$156,643.35. Director Grayson moved to approve Pay Estimate No. 2 as presented. Director Wallace seconded said motion, which passed unanimously. Mr. Keck then presented Change Order No. 1 for the same project in the amount of \$52,199.50 related to the installation and removal of additional timber mats at the mitigation basin. After brief discussion, Director Grayson moved to approve Change Order No. 1 as presented. Director Wallace seconded said motion, which passed unanimously.

Mr. Keck also provided a brief update of the remainder of the Woodtrace Boulevard Extension project.

ATTORNEY'S REPORT

Mr. Scruggs noted that there were no additional items to report under the Attorney's Report.

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 September 9, 2022.

EXECUTIVE SESSION

The Board entered executive session at 1:29pm under Texas Government Code §551.071 and §551.074.

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

The Board reconvened from executive session at 1:43pm. Director Wallace moved to add Director Grayson to the projects and grants committee and authorize the projects and grants committee to review options for potential directors to assume Chairman Gerhardt's director position and term. Director Barnwell seconded said motion, which passed unanimously.

REVIEW AND RECONSTITUTE OFFICER POSITIONS, INCLUDING APPROVAL OF CORRESPONDING FILINGS

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There was discussion regarding the reconstitution of officer positions among the Board. After discussion, Director Squyres motioned to reconstitute the Board, and authorize any corresponding necessary filings, as follows: (1) Director Everson as Board Chairman; (2) Director Wallace as Vice Chairman; (3) Director Squyres as Secretary; (4) Director Grayson to remain as Assistant Secretary/Treasurer; and (5) Directors Robertson and Barnwell to remain as Directors. Director Grayson seconded said motion, which passed unanimously.

ADJOURNMENT

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

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Approved this 9th day of September, 2022.

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

