

WESTWOOD MAGNOLIA PARKWAY IMPROVEMENT DISTRICT  
Minutes of Meeting of Board of Directors

April 10, 2020

The Board of Directors (the “Board”) of Westwood Magnolia Parkway Improvement District (the “District” or “WMPID”) met in regular session, open to the public, via videoconference in compliance with current law, and the roll was called of the members of the Board as follows:

Carl Gerhardt	Chairman	Magnolia I.S.D.
Brent Everson	Vice Chairman	County Commissioner Pct. 2
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	City of Conroe
Pat Robertson	Director	Magnolia I.S.D.

and all of the above Directors were present thus constituting a quorum.

Also present for the meeting were: Michael Rusk and Michael Keck of LJA Engineering (“LJA”); Rob Eissler, Executive Director of the District, of Eissler Consulting Services (“ECS”); Kelly Hamann, Deputy Director of the District; Jonathan Roach, Frank Mitchell, Joshua Zientek, Debbie Gentry and William Colley of Roach & Mitchell, PLLC (“RMPLLC”); Sergeant Roberts of Montgomery County Sheriff’s Office (“MSCO”); Christina Cole of Myrtle Cruz, Inc (“MCI”); Ryan Fortner of Sales Revenue, Inc. (“SRI”); Steve Garceau of Spring Nursery & Landscape, Inc. (“SNL”); Joseph Ellis of McCall Gibson Swedlund Barfoot, PLLC (“McCall”); Jay Dworsky, insurance consultant for the District; and Chris Uzelmeier, Director of Montgomery County Municipal Utility District No. 113;.

**APPROVE MINUTES**

After a brief discussion, Director Wallace moved to approve the minutes of March 13, 2020 regular meeting, subject to the changes discussed. Director Everson seconded said motion, which passed unanimously.

**PUBLIC COMMENTS**

There were no comments from the public at this time.

**SHERIFF’S REPORT**

Sergeant Roberts presented and reviewed the Sheriff’s Report, a copy of which is attached as **Exhibit A**, noting that there had been an increase in calls as a result of more people being at home during the COVID-19 situation, causing patrol officers to assist outside the District boundaries.

The Board took no action at this time.

### **RESOLUTION ADOPTING TEMPORARY POLICIES AND PROCEDURES IN RESPONSE TO COVID-19 PANDEMIC**

Mr. Roach presented a Resolution Adopting Temporary Policies and Procedures in Response to COVID-19 Pandemic (the “Resolution”) noting various new rules and modifications of current law put in place due to the outbreak of COVID-19. After no questions or further discussion, Director Grayson made a motion to approve the Resolution Adopting Temporary Policies and Procedures in Response to COVID-19 Pandemic. The motion was seconded by Director Wallace and carried unanimously.

### **COMMISSIONER’S REPORT**

A video prepared by Montgomery County Precinct 2 Commissioner (“Precinct 2”) was played for the Board, and Director Gerhardt noted that the Montgomery County Food Bank needs help and/or donations.

### **SALES TAX REPORT**

Mr. Fortner presented the Sales Tax Report, a copy of which is attached as **Exhibit B**. He reviewed the businesses of the District subject to sales tax and noted that the District would not know yet how non-essential business closures due to COVID-19 would affect sales tax, but he did mention that the District has enough big box retail stores remaining open to help supplement the sales tax revenue loss from the smaller, non-essential businesses. Mr. Fortner then mentioned that all physical sales tax auditing activities are suspended until the Governor lifts the Stay-at-Home Order. Mr. Eissler confirmed that the prior legislative/election annexation properties with sales tax collection should begin paying in May 2020. No action was required by the Board at this time.

### **STATUS OF PROPOSED SERIES 2020 REVENUE/REFUNDING BONDS (THE “BONDS”)**

Mr. Roach presented a summary of the final results of the sale of the Bonds, including the final savings realized by the District and the interest rates for the various maturities of the Bonds. He also noted the closing date of the Bonds would occur on April 14, 2020. After brief discussion, Director Wallace moved to approve the closing and disbursement of the Bond proceeds, approve and authorize the filing of Internal Revenue Service Form 8038-G and related reporting forms relative to the Bonds, approve and authorize the District’s financial advisor to file a material events notice relative to the refunding portion of the Bonds, and further authorize the District’s consultants, including Bond Counsel, to facilitate any other matters in connection with the issuance and closing of the Bonds, including execution by the Board of the various closing documents. Director Everson seconded said motion, which passed unanimously.

## **ENGINEER'S REPORT**

Mr. Rusk presented the Engineer's Report, a copy of which is attached as **Exhibit C**. He also gave an update on the warranty repairs for the regional detention basin, noting that RMPLLC is working on a letter to S. Thomas outlining the problems with their performance and asking for restitution. Next, Mr. Garceau of Spring Nursery & Landscaping, Inc. ("SNL") provided an update on the irrigation installation, noting they are half complete.

Mr. Roach noted that the District's consultants including its auditor are reviewing the reimbursements for HEB, Regency Centers, and Egypt Land Development, which will be presented to the Board for approval at a future meeting.

Mr. Rusk then discussed that he had received a quote from Aqua Texas for a water meter in the amount of \$2,252.76 and that a power meter pole would need to be installed at a cost of \$1,995.

Mr. Eissler then gave an update on the downstream drainage clean-up noting that all landowners had been contacted regarding the project and cost sharing options; however, likely due to the current COVID-19 pandemic, he has not received any responses at this time.

Mr. Rusk provided an update on the Research Forest Drive right turn lane noting that, per the Board's prior instructions, LJA made a revised offer to The Woodlands Development Company to acquire the land needed for the project.

Next, Mr. Rusk gave an update on the 3-lane options for the S. Egypt Lane right-of-way, noting the updated cost estimate to stay within the existing right-of-way would be \$2,474,678.30. He then mentioned a change order in the amount of \$1,935 for the cost of reinstalling the meter pole that had been knocked down. Mr. Rusk then confirmed that Montgomery County agreed to fund up to \$100,000 of preliminary and final engineering including design, survey and geotechnical for the construction of the S. Egypt Lane right-of-way. Mr. Eissler noted that Precinct 2 agreed to allow the District to use their contractors which would provide an additional cost savings for the project.

Next, Ms. Hamann mentioned that the updated District Boundary Map would be available at the District office for Board signature. No action was taken by the Board at this time.

## **BOOKKEEPER'S REPORT**

Mrs. Cole presented the Bookkeeper's Report, a copy of which is attached as **Exhibit D**. After no questions or discussion, Director Grayson moved to approve the Bookkeeper's Report and the checks/wires presented therein. Director Wallace seconded said motion, which carried unanimously.

## **AUDIT REPORT FOR FISCAL YEAR ENDED DECEMBER 31, 2019**

Mr. Ellis presented to the Board the Annual Audit for Fiscal Year Ended 2019. After review

and discussion, Director Wallace moved to approve the audit report, subject to final review and incorporation of comments by the District's consultants. Director Barnwell seconded said motion, which carried unanimously.

### **EXECUTIVE DIRECTOR'S REPORT**

Mr. Eissler presented the Executive Director's Report, a copy of which is attached as **Exhibit E**, and he recognized the Montgomery Central Appraisal District for their diligence in providing information required for the Bonds. Next, Ms. Hamann gave an update on the new District website launch, requesting approval for the two (2) marketing pieces promoting data tools and property listings and approval for the new website. After a brief discussion, the Board concurred to use the two (2) marketing pieces as presented and to launch the website on or about May 1, 2020.

### **ATTORNEY'S REPORT**

Mr. Roach updated the Board on the prior Public Information Act requests from Community Impact News, noting that there has not been any follow-up communication from the newspaper regarding the request for clarification. There was no Board action required at this time.

### **EXECUTIVE SESSION**

The Board did not enter into executive session at this time.

### **PENDING BUSINESS AND MATTERS FOR FUTURE AGENDAS**

The Board noted that the next meeting would be May 8, 2020 and would be either held at Zanti's or via videoconference depending on the status of the COVID-19 orders.

### **ADJOURNMENT**

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

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Approved this 8th day of May 2020.

[SEAL]



/S/ James D. Wallace  
Secretary, Board of Directors

#### LIST OF EXHIBITS

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