

MINUTES
HARRIS COUNTY IMPROVEMENT DISTRICT NO. 18

December 13, 2017

The Board of Directors (the "Board") of Harris County Improvement District No. 18 (the "District") met in regular session, open to the public, on the 13th day of December, 2017, at the offices of Allen Boone Humphries Robinson LLP, 3200 Southwest Freeway, Houston, Texas, outside the boundaries of the District, and the roll was called of the members of the Board:

Robert T. Deden	President
Dwayne L. Mason	Vice President
Dana Benoit	Assistant Vice President
Sue Darcy	Secretary
Richard L. Rose	Assistant Secretary

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

Also present at the meeting were Stephen Eustis of Robert W. Baird & Co. Incorporated; Loretta Malander, John Kulasa and Linda Nance, District residents; David Patterson of Assessments of the Southwest, Inc. ("ASW"); J.C. Reno of TNG Utility Corp. ("TNG"); Darrell Hawthorne of Municipal Accounts and Consulting, L.P.; Daniel Lozano of Halff Associates, Inc. ("Halff"); Nick Cooke of Mike Stone Associates, Inc. ("MSA"); Joanne Willenbacher, Clayton Benedict and Bill Walker of Springwoods Realty, Inc. ("SRI"); Nick Lammayot and Eldon Andrus of ExxonMobil Corporation ("ExxonMobil"); and Lynne Humphries and Jane Miller of Allen Boone Humphries Robinson LLP ("ABHR").

REPORT ON SECURITY

There was no discussion for this agenda item.

PUBLIC COMMENT

Mr. Kulasa thanked Director Deden for meeting with District resident, Joe Agrella, to assist in addressing Audubon Grove resident concerns regarding the Nature Preserve playground.

Ms. Nance discussed her concern regarding "taxation without representation."

Ms. Malander commented regarding Audubon Grove residents' concern regarding lack of fencing around the Nature Preserve playground and offered an article from the Woodlands Villager for attachment to the minutes.

CONSENT AGENDA

Director Deden offered Board members the opportunity to remove items from the consent agenda for individual discussion. Director Rose moved to approve all items on the consent agenda. Director Darcy seconded the motion, which passed unanimously. Copies of all documents approved as part of the consent agenda are attached.

ITEMS REMOVED FROM CONSENT AGENDA

There was no discussion for this agenda item.

TAX ASSESSMENT AND COLLECTIONS MATTERS, INCLUDING COLLECTION OF DELINQUENT TAXES

Mr. Patterson reviewed the tax assessor/collector's report. He reported on collection of the 2017 taxes, certified values to date for 2017, certified values to date for 2017, delinquent taxes, hotel occupancy taxes received to date and appraisal. After review and discussion, Director Rose moved to (1) approve the tax assessor/collector's report; and (2) pay the bills presented for payment from the tax account. Director Darcy seconded the motion, which carried unanimously. A copy of the tax assessor/collector's report is attached.

FINANCIAL AND BOOKKEEPING MATTERS

Mr. Hawthorne presented the bookkeeper's report and reviewed the bills presented for payment from the District's accounts, proceeds and construction deposits.

Following discussion and review, Director Darcy made a motion to (1) approve the bookkeeper's report; and (2) approve payment of the bills presented. The motion was seconded by Director Rose and passed unanimously. A copy of the bookkeeper's report and list of checks written is attached.

OPERATION OF DISTRICT BILLINGS, REPAIRS AND MAINTENANCE

Mr. Reno reviewed TNG's monthly operations and maintenance report, a copy of which is attached, including an update regarding water accountability, consumption totals, billing and collections, water production, compliance schedules, facility repairs in progress and permitting, storm preparation and reviewed a summary of operating charges for the month.

Following review and discussion, Director Darcy moved to approve the operator's report. Director Rose seconded the motion, which passed unanimously.

TERMINATION OF WATER AND SEWER SERVICE TO DELINQUENT CUSTOMERS

No accounts were presented for termination.

DEVELOPER FUNDED TASK ORDERS, ADDITIONAL SERVICE AUTHORIZATIONS, PROPOSALS

The Board considered the following agreements and Ms. Miller confirmed that disclosure compliance pursuant to House Bill 1295 was received for:

1. Kimley-Horn Task Order No. 062-17-002; Additional Design Services for Spring-Stuebner RRC I - Spring Stuebner Road and Holzwarth Road Public Landscape Improvements.

Following review and discussion, Director Darcy moved to approve the above task orders. The motion was seconded by Director Rose and passed unanimously.

DISTRICT FUNDED TASK ORDERS, ADDITIONAL SERVICE AUTHORIZATIONS, PROPOSALS

The Board considered the following agreements and Ms. Miller confirmed that disclosure compliance pursuant to House Bill 1295 was received for:

1. Amended and Restated Master Services Agreement with Environmental Design Services;
2. C. L. Davis Task Order No. 008-17-018; Platting Springwoods Village District Section 4 by East Mossy Oaks Road, Crossington Way, Lake Plaza Drive and Energy Drive;
3. C. L. Davis Task Order No. 008-17-019; Platting Springwoods Village District Section 1 between Lake Plaza Drive and Crossington Way;
4. C. L. Davis Task Order No. 008-17-020; Design Survey for Lake Plaza Drive and Crossington Way;
5. C.L. Davis Task Order No. 008-18-001; General Field Land Surveying Services for 2018;
6. C.L. Davis Task Order No. 008-18-002; Construction Staking for CityPlace Landscape Improvements - Phase II;
7. Halff Associates; Amend and Restated Task Order No. 064-17-015 Additional design services for CityPlace Roadways - Phase II;
8. Halff Associates; Amend and Restated Task Order No. 064-17-016 Design services for CityPlace Roadways - Phase III;
9. Halff Associates Task Order No. 064-18-001; District Engineering Services for 2018;

10. Halff Associates Task Order No. 064-18-002; Storm Water Quality Permitting Services for 2018;
11. Halff Associates Task Order No. 064-18-003; Construction Administrative Services for CityPlace Landscape Improvements – Phase II;
12. Halff Associates Task Order No. 064-18-004; Water Plant Analysis;
13. Clark Condon Associates Task Order No. 012-18-001; General Landscaping Consulting Services for 2018;
14. Office of James Burnett Task Order No. 043-18-001; General Landscaping Consulting Services for 2018;
15. Office of James Burnett Task Order No. 043-18-002; Construction Administrative Services for CityPlace Landscape Improvements – Phase II;
16. Jones & Carter Task Order No. 021-17-038; additional Construction Management & Inspection Services for Tree Farm Transplanting;
17. Jones & Carter Task Order No. 021-17-039; additional Construction Management & Inspection Services for Spring Grove Park Enhancements;
18. Jones & Carter Task Order No. 021-18-001; General Construction Management & Inspection Services for 2018;
19. Jones & Carter Task Order No. 021-18-002; Storm Water Maintenance Inspection Services for 2018;
20. Jones & Carter Task Order No. 021-18-003; Design Services for CityPlace Park Drainage Modifications;
21. Jones & Carter Task Order No. 021-18-004; Construction Management Services for CityPlace Landscape Improvements – Phase II;
22. Jones & Carter Task Order No. 021-18-005; Construction Management Services for Median Lighting Extensions ;
23. Tolunay Wong Engineers Task Order No. 046-18-001; Storm Water Construction Materials Testing Services for 2018;
24. Tolunay Wong Engineers Task Order No. 046-18-002; Construction Materials Testing Services for CityPlace Landscape Improvements – Phase II;
25. Berg Oliver Associates Task Order No. 004-18-001; General Administrative Services for 2018;
26. The Broadband Group Task Order No. 041-18-001; Telecommunications Infrastructure and Technology Planning Services for 2018; and
27. Mike Stone & Associates Task Order No. 028-18-001; District Management Services for 2018.

The Board took no action on the following Task Orders:

1. Binkley & Barfield, Inc. Task Order No. 063-18-001; General Electrical Consulting Services for 2018; and

2. Binkley & Barfield, Inc. Task Order No. 063-18-002; Construction Administrative Services for Median Lighting Extensions.

Following review and discussion, Director Rose moved to approve the above task orders, with the exception of those submitted by Binkley & Barfield, Inc. The motion was seconded by Director Darcy and passed unanimously.

DEVELOPER'S REPORT

No report was given.

CONVEYANCES

The Board next considered abandoning two drainage easements that are now owned by the District within Drainage Corridor No. 1 and a utility easement which the District no longer needs. Mr. Lozano confirmed that there are no District facilities within the utility easement recommended for abandonment. Following review and discussion, upon a motion by Director Darcy and a second by Director Rose, the Board voted unanimously to approve the abandonments, as recommended.

ENGINEERING MATTERS

Mr. Lozano reviewed a report regarding engineering projects in the District. A copy of the engineering report is attached.

Mr. Lozano reviewed bids for City Place Landscape Improvements - Phase II and, based upon the recommendation of J&C, recommended the Board award the contract to Shooter & Lindsey, Inc., in the amount of \$2,781,690.93.

Mr. Lozano reviewed bids for Median Lighting Extensions and, based upon the recommendation of J&C, recommended the Board award the contract to C.F. McDonald Electric, Inc., in the amount of \$321,315.

Mr. Lozano reviewed bids for Springwoods Village Manhole Modifications and, based upon the recommendation of J&C, recommended the Board award the contract to MP Technologies, Inc., in the amount of \$25,000.

Mr. Lozano reported the status of the following construction projects and recommended approval of associated pay estimates, change orders and quantity contract adjustments, as listed below, and confirmed that disclosures pursuant to House Bill 1295 were received for change orders listed below:

1. CityPlace Roadways - Phase I (Jones & Carter/James Construction Group);
 - a. Pay Estimate No. 5;
 - b. Quantity Contract Adjustment No. 4 (Match Field Quantities);
2. Springwoods Village Parkway Median Enhancements - Phase II (Jones & Carter/Earth First Landscape);
 - c. Pay Estimate No. 5;
 - d. Quantity Contract Adjustment No. 1 (Final quantity adjustment);
3. Spring Grove Park Enhancements (Jones & Carter/ECB Development);
 - e. Pay Estimate No. 5;
 - f. Quantity Contract Adjustment No. 1 (Final quantity adjustment);
4. CityPlace Park Enhancement (Jones & Carter/MoBill Contractors);
 - g. Pay Estimate No. 4 & Final;
 - h. Quantity Contract Adjustment No. 1 (Final quantity adjustment);
5. CityPlace Roadways - Phase I (Jones & Carter/James Construction Group);
 - i. Pay Estimate No. 8;
 - j. Change Order No. 4 (Sanitary Sewer Modifications);
 - k. Quantity Contract Adjustment No. 6 (Top Soil);
6. East Mossy Oaks Road - Phase IV (Jones & Carter/Triple B);
 - l. Pay Estimate No. 7;
 - m. Change Order No. 3 (Gates, Curb, & Excavation);
 - n. Quantity Contract Adjustment No. 3 (November quantity adjustments);
7. Nature Preserve Playground (Jones & Carter/Brightview Landscape);
 - o. Pay Estimate No. 5;
 - p. Quantity Contract Adjustment No. 1 (Final quantity adjustment);
8. Pedestrian Trails within the Nature Preserve (Jones & Carter/Brightview Landscape)
 - q. Pay Estimate No. 3 & Final;
 - r. Quantity Contract Adjustment No. 1 (Final quantity adjustment);
9. Spring Stuebner RRC I - Spring Stuebner Road & Holzwarth Road Public Landscape Improvements (Jones & Carter/Texas Wall & Landscape);
 - s. Pay Estimate No. 7;
 - t. Quantity Contract Adjustment No. 2 (Final quantity adjustment);
10. Pedestrian Trails - Holzwarth Road Squareabout (Jones & Carter/LN McKean);
 - u. Pay Estimate No. 1 & Final;
 - v. Quantity Contract Adjustment No. 1 (Final quantity adjustment);
and
11. CityPlace Pond 8 Extension (Jones & Carter/ Shooter & Lindsey);
 - w. Pay Estimate No. 1.

The Board determined that the change orders presented above are beneficial to the District.

Following discussion and review, and based upon recommendation from the District engineer and J&C, Director Darcy moved to (1) approve the engineering report from Halff; (2) authorize the District engineer to advertise the projects discussed above; (3) award a contract for City Place Landscape Improvements - Phase II, upon the recommendation of J&C, to Shooter & Lindsey, Inc., in the amount of \$2,781,690.93; (4) award a contract for Median Lighting Extensions, upon the recommendation of J&C, to C.F. McDonald Electric, Inc., in the amount of \$321,315; (5) award a contract for Springwoods Village Manhole Modifications, upon the recommendation of J&C, to MP Technologies, Inc., in the amount of \$25,000; (6) approve pay estimates and quantity adjustments listed above; and (7) approve the Change Orders listed and as discussed above, based upon the Board's finding that the Change Orders are beneficial to the District and the engineer's recommendation. Director Rose seconded the motion which passed unanimously.

MANAGEMENT REPORT

Mr. Cooke reviewed a management report from MSA, and updated the Board regarding insurance claims and application for reimbursement filed with the Federal Emergency Management Agency ("FEMA"), backcharges, public inquiries through the District website and District website traffic.


Discussion ensued regarding inquiries received requesting fencing at the Nature Preserve playground. Mr. Cooke discussed plans for plant screening around the park. Following discussion, the Board requested that MSA investigate screening and safety issues, including ongoing maintenance and report to the Board at the January, 2018 Board meeting.

Following review and discussion, upon a motion by Director Darcy and a second by Director Rose, the Board voted unanimously to approve the management report.

EXECUTIVE SESSION PURSUANT TO SECTION 551.071, TEXAS GOVERNMENT CODE

The Board determined it was not necessary to convene in executive session.

There being no further business to come before them, the Board concurred to adjourn the meeting.

Ass't 
Secretary, Board of Directors

(SEAL)



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