

MINUTES
HARRIS COUNTY IMPROVEMENT DISTRICT NO. 18

November 28, 2018

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 28th day of November, 2018, 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; Joe Agrella, Caryn Haley and Dawn Shudde, District residents; David Patterson of Assessments of the Southwest, Inc. ("ASW"); Nick Lammayot of ExxonMobil Corporation ("ExxonMobil"); J.C. Reno of TNG Utility Corp. ("TNG"); Mark Burton of Municipal Accounts and Consulting, L.P.; Daniel Lozano of Halff Associates, Inc. ("Halff"); Deborah Buks and A Wade of Ward Communications; Nick Cooke of Mike Stone Associates, Inc. ("MSA"); Martin Murdock of Jones & Carter, Inc.; Bill Walker and Warren Wilson of Springwoods Realty, Inc. ("SRI"); and Angela Lutz and Jane Miller of Allen Boone Humphries Robinson LLP ("ABHR").

REPORT ON SECURITY

There was no discussion for this agenda item.

PUBLIC COMMENT

Ms. Haley reported that previous concerns expressed by Audubon Grove residents regarding a makeshift bus stop location on Springwoods Village Parkway near the entrance of Audubon Grove have been addressed by the Spring Independent School District.

Mr. Agrella commented regarding recent patrol issues within District apartment communities and thanked patrol for their responsiveness to calls.

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 Mason 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 2018 taxes and delinquent taxes. After review and discussion, Director Mason moved to (1) approve the tax assessor/collector's report; and (2) pay the bills presented for payment from the tax account. Director Rose seconded the motion, which carried unanimously. A copy of the tax assessor/collector's report is attached.

FINANCIAL AND BOOKKEEPING MATTERS

Mr. Burton 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 Rose made a motion to (1) approve the bookkeeper's report; and (2) approve payment of the bills presented. The motion was seconded by Director Darcy and passed unanimously.

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, back charges for damage to District facilities, consumption totals, billing and collections, water production, compliance schedules, facility repairs in progress, security equipment at District facilities and permitting and reviewed a summary of operating charges for the month. Following review and discussion, Director Mason 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.

DISTRICT FUNDED TASK ORDERS, ADDITIONAL SERVICE AUTHORIZATIONS, PROPOSALS

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

1. Berg Oliver Associates Task Order No. 004-18-002; Phase I Environmental Site Assessment for conveyance of 0.1498 acres from Unrestricted Reserve A, Block 1 of Springwoods Village, Section 1;
2. C. L. Davis Task Order No. 008-18-019; preparation of metes and bounds description and exhibit for 0.1498 acres from Unrestricted Reserve A, Block 1 of Springwoods Village, Section 1;
3. C. L. Davis Task Order No. 008-18-020; preparation of metes and bounds description and exhibit for 0.1238 acres from Unrestricted Reserve A, Block 1 of Springwoods Village, Section 1;
4. C. L. Davis Task Order No. 008-18-021; Surveying Services for Ground Storage Tank No. 2 at Water Plant;
5. Service Agreement with Ward Communications;
6. Ward Communications Task Order No. 066-18-001; for Exhibit A to Agreement;
7. DCS Engineering Task Order No. 051-18-005; Design Services for Ground Storage Tank No. 2 at Water Plant;
8. The Broadband Group Task Order No. 041-18-002; Additional Telecommunications Infrastructure and Technology Planning Services for 2018;
9. Halff Associates Task Order No. 064-18-015; Additional Construction Administration Services for CityPlace Roadways – Phase II;
10. Halff Associates Task Order No. 064-18-016; Design Services for CityPlace Park Pond 4 Detention;
11. Halff Associates Task Order No. 064-18-017; Design Services for Water and Sanitary Utilities to serve west of Springwoods Village Parkway;
12. Halff Associates Task Order No. 064-18-018; Design Services for CityPlace Park Bridges – Phase II;
13. Tolunay Wong Engineers Task Order No. 046-18-012; Additional Construction Materials Testing Services for CityPlace Park Bridges; and
14. Tolunay Wong Engineers Task Order No. 046-18-013; Geotechnical Study for Ground Storage Tank No. 2 at Water Plant.

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

DEEDS AND EASEMENTS

The Board next considered accepting the following deeds and easement:

1. Special Warranty Deed conveying 0.1238 acres from Unrestricted Reserve A, Block 1 of Springwoods Village, Section 1 to Springwoods 2 Inc.;
2. Special Warranty Deed for 0.1498 acres from Unrestricted Reserve A, Block 1 of Springwoods Village, Section 1 to Harris County Improvement District No. 18; and
3. Water Meter Easement for USODP Energy Drive, LLC (HP Inc.).

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

ENGINEERING MATTERS

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

Mr. Lozano reviewed a proposal for Pedestrian Trails - East Mossy Oaks Road, Phase V and, based upon the recommendation of J&C, recommended the Board award the contract to Shooter & Lindsey, Inc. for an amount not to exceed \$58,842. The Board concurred that, in its judgment, Shooter & Lindsey, Inc. was a responsible contractor who would be most advantageous to the District and would result in the best and most economical completion of the project.

Mr. Lozano reported the status of the following construction projects and recommended approval of associated pay estimates listed below:

1. CityPlace Park (Lower Plaza) (Jones & Carter/Texas Wall & Landscape);
 - a. Pay Estimate No. 8;
2. CityPlace Park Bridges (Jones & Carter/MoBill Contractors);
 - a. Pay Estimate No. 5;
 - b. Change Order No. 3 (Construction Entrance);
 - c. Quantity Contract Adjustment No. 2 (Match Field Quantities);
3. CityPlace Landscape Improvements - Phase II (Jones & Carter/Shooter & Lindsey);
 - a. Pay Estimate No. 10;
 - b. Change Order No. 4 (Handicap Ramps; Inlet Modification, Light Foundation Modification);
 - c. Quantity Contract Adjustment No. 5(Match Field Quantities);
4. Pedestrian Trails - Nature Preserve Extension (Jones & Carter/Teamwork Construction Services);

- a. Pay Estimate No.2;
 - b. Quantity Contract Adjustment No. 1 (Match Field Quantities); and
5. Median Lighting Extension (Jones & Carter/ McDonald Municipal & Industrial);
- a. Pay Estimate No. 6;

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

Mr. Lozano next discussed plans to submit a bond application to the TCEQ and requested that the Board approve a Resolution Authorizing Application to the TCEQ for an amount not to exceed \$7,500,000.

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) approve pay estimates, based upon the engineer's recommendation; (3) approve Change Orders listed and discussed above, based upon the Board's finding that the Change Orders are beneficial to the District and the engineer's recommendation; and (4) approve a Resolution Authorizing Application to the TCEQ for Approval of Project and Bonds for an amount not to exceed \$7,500,000. Director Mason seconded the motion which passed unanimously.

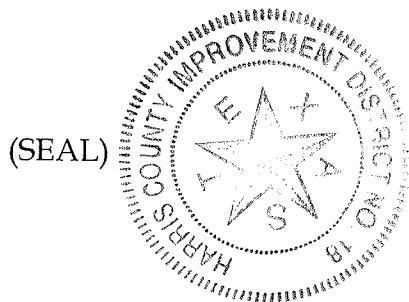
MANAGEMENT REPORT

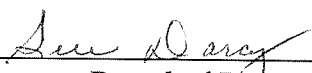
Mr. Cooke reviewed a management report from MSA, a copy of which is attached.

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.




Secretary, Board of Directors

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