

MINUTES
HARRIS COUNTY IMPROVEMENT DISTRICT NO. 18

August 22, 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 22nd day of August, 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 Jan Bartholomew of Robert W. Baird & Co. Incorporated; Joe Agrella, Loretta Malander, Linda Nance, Mark Malander and Caryn Haley, District residents; Donna Bryant of Assessments of the Southwest, Inc. ("ASW"); Nick Lammayot and Eldon Andrus of ExxonMobil Corporation ("ExxonMobil"); J.C. Reno and David Wright of TNG Utility Corp. ("TNG"); Mark Burton of Municipal Accounts and Consulting, L.P.; Daniel Lozano of Halff Associates, Inc. ("Halff"); Nick Cooke and Jacob Bilbo of Mike Stone Associates, Inc. ("MSA"); Joanne Willenbacher, Warren Wilson, Clayton Benedict and Bill Walker of Springwoods Realty, Inc. ("SRI"); and Alia Vinson and Jane Miller of Allen Boone Humphries Robinson LLP ("ABHR").

REPORT ON SECURITY

There was no discussion for this agenda item.

PUBLIC COMMENT

Mr. Agrella submitted an email for attachment to the minutes regarding his previous verbal request for a copy of the District's general ledger and commented on his concerns regarding the District's budget and fiscal management generally.

Ms. Nance commented to request that the Board appoint a resident to the Board as a non-voting member.

CONSENT AGENDA

Director Deden offered Board members the opportunity to remove items from the consent agenda for individual discussion. Director Darcy moved to approve all items on the consent agenda. Director Rose 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 needed for this agenda item.

TAX ASSESSMENT AND COLLECTIONS MATTERS, INCLUDING COLLECTION OF DELINQUENT TAXES

Ms. Bryant reviewed the tax assessor/collector's report. She reported on collection of the 2017 taxes and delinquent taxes and she and Ms. Bartholomew discussed certified and pending values for 2018. 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 Mason 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 Mason 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.

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 and permitting and reviewed a summary of operating charges for the month. Following review and discussion, Director Rose moved to approve the operator's report. Director Mason 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. Vinson confirmed that disclosure compliance pursuant to House Bill 1295 was received for:

1. Drainage Corridor 3 Pedestrian Tunnel Lighting;
2. Halff Associates Task Order No. 064-18-013; Additional District Engineering Services for 2018;
3. DCS Engineering Task Order No. 051-18-004; for Water Plant Design;
4. Jones & Carter Task Order No. 021-18-020; for Additional Storm Water Maintenance Inspection Services for 2018;
5. Jones & Carter Task Order No. 021-18-021; for Additional General Construction Management and Inspection Services for 2018;
6. Jones & Carter Task Order No. 021-18-022; for Additional Professional Construction Management and Inspection services for Springwoods Village - CityPlace Park (Lower Plaza);
7. C.L. Davis Task Order No. 008-18-014; for Springwoods Village General Plan Partial Revision - 2018;
8. C.L. Davis Task Order No. 008-18-015; for CityPlace Roadways - Phase II Control;
9. C.L. Davis Task Order No. 008-18-016; for Post Oak Section Two - Platting;
10. C.L. Davis Task Order No. 008-18-017; for Springwoods Village Energy Drive Extension - Platting; and
11. Conduit Purchase Agreement with PS Lightwave/Phonoscope.

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

DEEDS AND EASEMENTS

The Board next considered approving the following:

1. Special Warranty Deed to Springwoods Realty, Inc. (abandonment of Spring Pine Forest connector to Grand Parkway);
2. Amendment to Maintenance Declaration (Spring Pine Forest Drive, Phase II); and
3. Abandonment of drainage easements within Drainage Corridor No. 1.

Following review and discussion, upon a motion by Director Rose and a second by Director Darcy, the Board voted unanimously to approve the conveyance, 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 a proposal for Springwoods Village Parkway - Drainage Maintenance and, based upon the recommendation of J&C, recommended the Board award the contract to Texas Wall Landscape, LLC ("Texas Wall") for an amount not to exceed \$25,000. The Board concurred that, in its judgment, Texas Wall 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 reviewed a proposal for Energy Drive - Drainage Maintenance and, based upon the recommendation of J&C, recommended the Board award the contract to Texas Wall Landscape, LLC ("Texas Wall") for an amount not to exceed \$25,000. The Board concurred that, in its judgment, Texas Wall 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. Audubon Grove (Costello/Kenneth Lamb Construction);
 - a. Pay Estimate No. 9 and Final;
 - b. Change Order No. 4 (Sidewalk, wheelchair ramp and restripe);
2. CityPlace Park (Lower Plaza) (Jones & Carter/Texas Wall & Landscape);
 - a. Pay Estimate No. 5;
3. CityPlace Park Bridges (Jones & Carter/MoBill Contractors);
 - a. Pay Estimate No. 2;
4. Median Lighting Extensions (Jones & Carter/McDonald Municipal & Industrial);
 - a. Pay Estimate No. 5;
5. CityPlace Landscape Improvements - Phase II (Jones & Carter/Shooter & Lindsey);
 - a. Pay Estimate No. 7;
 - b. Change Order No. 2 (Streetlight Grounding, Hydro Excavation, Expansion Joint, East Mossy Pavement); and
 - c. Quantity Contract Adjustment No. 3 (Match Field Quantities).

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 Half; (2) award a contract for Springwoods Village Parkway - Drainage Maintenance, upon the recommendation of J&C, to Texas Wall for an amount not to exceed \$25,000, subject to approval of payment and performance bonds and review of the certificate of insurance and endorsements, if any, provided by the contractor; (3) award a contract for Energy Drive - Drainage Maintenance, upon the recommendation of J&C, to Texas Wall for an amount not to exceed \$25,000, subject to approval of payment and performance bonds and review of the certificate of insurance and endorsements, if any, provided by the contractor; (4) approve pay estimates, based upon the engineer's recommendation; and (5) 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 Mason seconded the motion which passed unanimously.

MANAGEMENT REPORT

Mr. Cooke reviewed a management report from MSA, a copy of which is attached. Following review and discussion, upon a motion by Director Darcy and a second by Director Mason, the Board voted unanimously to approve the management report.

EXECUTIVE SESSION PURSUANT TO SECTION 551.071, TEXAS GOVERNMENT CODE

The Board determined no executive session was necessary.

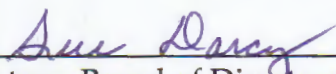
EXECUTIVE SESSION PURSUANT TO SECTION 551.076, TEXAS GOVERNMENT CODE

The Board determined no executive session was necessary.

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

(SEAL)




Secretary, Board of Directors

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