

MINUTES
MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 142

April 5, 2022

The Board of Directors (the "Board") of Montgomery County Municipal Utility District No. 142 (the "District") met in regular session, open to the public, on the 5th day of April, 2022, at the offices of Allen Boone Humphries Robinson LLP, 3200 Southwest Freeway, Ste. 2600, Houston, TX, outside the boundaries of the District, and the roll was called of the duly appointed members of the Board:

Dillon Mills	President
Fritz Fowler	Vice President
David J. Patrick	Secretary
Michael Dooley	Director
Vacant	Director

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

Also present at the meeting were: Cameron Feehan and Connor Lynch, members of the public; Debbie Arellano of Bob Leared Interests; Rahi Patel of Municipal Accounts & Consulting LP; Michael Sullivan of Bleyl & Associates Project Engineering and Management; Justin Jenkins of McCall Gibson Swedlund Barfoot PLLC; and Nellie Connally, Allison Leatherwood, and Arlene Catalan of Allen Boone Humphries Robinson LLP.

PUBLIC COMMENT

Ms. Connally offered any members of the public attending the meeting the opportunity to make public comment. There being no members of the public requesting to make public comment, Ms. Connally moved to the next agenda item.

DIRECTOR RESIGNATIONS AND APPOINT NEW DIRECTORS

Ms. Connally stated Directors Thigpen and Dooley have resigned from the Board. She stated Mr. Feehan and Mr. Lynch are available to fill the empty seats on the Board. After review and discussion, Director Mills moved to: (1) accept Directors Thigpen's and Dooley's resignation; and (2) appoint Cameron Feehan and Connor Lynch to the Board. Director Fowler seconded the motion, which passed unanimously.

SWORN STATEMENT, OFFICIAL BOND, AND OATH OF OFFICE

Ms. Connally presented and reviewed the Sworn Statement, Official Bond, and Oath of Office for Directors Feehan and Lynch. After review and discussion, Director Mills moved to approve the Sworn Statement, Official Bond, and Oath of Office of Directors Feehan and Lynch, and direct that the documents be filed appropriately and

retained in the District's official records, and that the Oath of Office be filed with the Secretary of State as required by law. Director Fowler seconded the motion, which passed by unanimous vote.

RE-ORGANIZE THE BOARD OF DIRECTORS AND AUTHORIZE EXECUTION OF DISTRICT REGISTRATION FORM

The Board then considered reorganizing the Board. After discussion, the Board concurred to reorganize the Board as follows:

Dillon Mills	President
Fritz Fowler	Vice President
David J. Patrick	Secretary
Connor Lynch	Director
Cameron Feehan	Director

Ms. Connally stated the District Registration Form must be filed with the Texas Commission on Environmental Quality ("TCEQ") to show the new slate of officers.

After review and discussion, Director Patrick moved to authorize execution of the District Registration Form reflecting the reorganization of the Board as listed above, and direct that the District Registration Form be filed appropriately and retained in the District's official records. Director Mills seconded the motion. Upon hearing no objections or abstentions from directors, the motion passed unanimously.

OPEN MEETINGS ACT AND CONFLICTS OF INTEREST DISCLOSURE

Ms. Connally stated that a memorandum from ABHR regarding the Texas Open Meetings Act requirements has been presented to Directors Feehan and Lynch. She noted that Directors Feehan and Lynch, as appointed public officials, are required to complete a course on training responsibilities of the governmental body and its members under the Texas Open Meetings Act, Chapter 551, within 90 days of taking the oath of office.

Ms. Connally noted that a memorandum from ABHR regarding conflict-of-interest disclosure required under Chapter 176 of the Texas Local Government Code has been presented to Directors Feehan and Lynch. The Board then considered updating the District's List of Local Government Officers. After review and discussion, Director Patrick moved to approve the List of Local Government Officers and direct it be filed appropriately and retained in the District's official records. Director Mills seconded the motion, which passed unanimously.

2022 DIRECTORS ELECTION

Ms. Connally discussed procedures related to the 2022 Directors Election. She presented a Certificate Declaring Unopposed Status of Candidates for Election to the

Board of Directors executed by the Board's Secretary stating that the District received two candidate applications for the two director positions for the May 7, 2022, Directors Election. Following review and discussion, Director Mills moved to accept the Certificate Declaring Unopposed Status of Candidates for Election to the Board of Directors. Director Fowler seconded the motion, which passed unanimously.

Ms. Connally presented an Order Cancelling Election and Declaring Unopposed Candidates Elected to Office stating that the May 7, 2022, Directors Election is cancelled and that the unopposed candidates are declared elected to office following the expiration of the current, outgoing directors' terms. Following review and discussion, Director Mills moved to adopt the Order Cancelling Election and Declaring Unopposed Candidates Elected to Office. The motion was seconded by Director Fowler and passed unanimously.

Ms. Connally discussed that the Board had approved entering into a contract with Montgomery County (the "County") to administer the District's 2022 Directors Election. After discussion, Director Mills moved to cancel the contract with the County for election services for the May 2022 Directors Election. Director Fowler seconded the motion, which passed unanimously.

MINUTES

The Board considered approving the minutes of the February 9, 2022, meeting. After review and discussion, Director Fowler moved to approve the minutes of the meeting, as presented. Director Patrick seconded the motion. Upon hearing no objections or abstentions from directors, the motion passed unanimously.

DISTRICT INSURANCE RENEWAL

The Board reviewed an insurance renewal proposal from McDonald & Wessendorff Insurance. After review and discussion, Director Patrick moved to approve renewal of the District's insurance policies through McDonald & Wessendorff Insurance, direct the proposal and policies be filed appropriately and retained in the District's official records. Director Fowler seconded the motion. Upon hearing no objections or abstentions from directors, the motion passed unanimously.

FINANCIAL AND BOOKKEEPING MATTERS

Mr. Patel presented and reviewed a bookkeeper's report, a copy of which is attached, including a list of checks presented for payment. He requested that the Board approve additional check no. 2060 in the amount of \$1,179.00.

Following review and discussion, Director Mills moved to approve the bookkeeper's report and pay the bills, including check no. 2060, as discussed. Director

Fowler seconded the motion. Upon hearing no objections or abstentions from directors, the motion passed unanimously.

TAX ASSESSMENT AND COLLECTION MATTERS

Ms. Arellano presented and reviewed the tax assessor/collector's report, a copy of which is attached. After review and discussion, Director Mills moved to approve the tax assessor/collector's report and payment of the tax bills. Director Patrick seconded the motion. Upon hearing no objections or abstentions from directors, the motion passed unanimously.

ENGINEERING MATTERS

Mr. Sullivan presented and reviewed the engineer's report, a copy of which is attached, and updated the Board on ongoing District projects.

Mr. Sullivan updated the Board on the construction of the Mackenzie Creek, Section 3 water, sewer, and drainage facilities and reviewed and recommended approval of Pay Estimate No. 2 in the amount of \$739,874.70, and Pay Estimate No. 3 in the amount of \$665,559.90, payable to Northtex Construction, LLC ("Northtex"). Additionally, he reviewed and recommended approval of Change Order No. 1 to the contract to increase the contract in the amount of \$30,088.75, and Change Order No. 2 to the contract to increase the contract in the amount of \$43,015.93. The Board determined that Change Orders No. 1 and No. 2 are beneficial to the District.

Mr. Sullivan reviewed and recommended approval of Change Order No. 3 to the contract with Northtex for Mackenzie Creek, Section 3 water, sewer, and drainage facilities to increase the contract in the amount of \$428,430.45, for material cost. Discussion ensued regarding change Order No. 3 for material cost increase.

Following review and discussion, Director Mills moved, based on the engineer's recommendation, to: (1) approve the engineer's report; (2) approve Pay Estimate No. 2 in the amount of \$739,874.70, and Pay Estimate No. 3 in the amount of \$665,559.90; (3) approve Change Order No. 1 in the amount of \$30,088.75 as an increase to the contract with Northtex, based upon the Board's findings that the Change Order is beneficial to the District and the engineer's recommendation; (4) approve Change Order No. 2 in the amount of \$43,015.93 as an increase to the contract with Northtex, based upon the Board's findings that the Change Order is beneficial to the District and the engineer's recommendation; and (5) acknowledge receipt of the request for Change Order No. 3. Director Fowler seconded the motion, which carried unanimously.

ANNEXATION MATTERS

Ms. Connally discussed the proposed annexation of an approximately 19.3-acre tract into the District.

The Board considered accepting the Petition for Addition of Certain Land into the District.

Ms. Connally reviewed an Order Adding Land to add the tract into the District. She then reviewed an Amendment to Information Form and stated that the Texas Water Code requires that the District file the Amendment to the Information Form with Montgomery County and the Texas Commission on Environmental Quality, reflecting the new boundaries of the District.

The Board considered accepting a Waiver of Special Appraisal for the Benefit of the District ("Waiver") from Dry Creek Capital Investments, LLC.

The Board next considered approving a Development Financing Agreement with Dry Creek Capital Investments, LLC.

Following review and discussion, Director Patrick moved to: (1) accept the Petition for Addition of Certain Land into the District; (2) adopt the Order Adding Land; (3) authorize execution of the Amendment to Information Form; (4) authorize acceptance of the Waiver; and (5) authorize execution of the Agreement with Dry Creek Capital Investments, LLC. Director Mills seconded the motion. Upon hearing no objections or abstentions from directors, the motion passed unanimously.

MAINTENANCE MATTERS

There was no discussion on this item.

DEVELOPMENT IN THE DISTRICT

There was no discussion on this item.

AUDIT FOR FISCAL YEAR END DECEMBER 31, 2021

Mr. Jenkins then presented and reviewed a draft audit for the District's fiscal year end December 31, 2021. After review and discussion, Director Patrick moved to approve the audit for the fiscal year end December 31, 2021, subject to final consultant and Board review and comment, and direct that the audit be filed appropriately and retained in the District's official records. Director Fowler seconded the motion. Upon hearing no objections or abstentions from directors, the motion passed unanimously.

NEXT MEETING DATE

The Board concurred to meet in-person on May 11, 2022, subject to securing quorum.

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


Secretary, Board of Directors

(SEAL)



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