

MINUTES
HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 439

March 9, 2023

The Board of Directors (the "Board") of Harris County Municipal Utility District No. 439 (the "District") met in regular session, open to the public, on the 9th day of March, 2023, at the offices of Allen Boone Humphries Robinson LLP, 3200 Southwest Freeway, Suite 2600, Houston, Texas, outside the boundaries of the District, with access by telephone available to the public, and the roll was called of the members of the Board:

Adam Kramer	President
Jonathan Reichek	Vice President
Nancy Zimmerman	Secretary
Bonny Beasley	Asst. Vice Pres./ Asst. Secretary
Steven M. Burgess	Asst. Vice Pres./ Asst. Secretary

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

Also attending in person were Kevin Cole of Cove Matrix Development Ltd.; Seth Page of Ashton Woods Homes; Bryan Sheppard of Pape-Dawson Engineers, Inc. ("Pape-Dawson"); David Beyer and Karen Sears of Storm Water Solutions, LLC ("SWS"); Dillon Fulvio of Stuckey's, LLC ("Stuckey's"); Jason Hajduk of IDS Engineering Group ("IDS"); Derek Davenport of McLennan & Associates, L.P.; Brenda McLaughlin of Bob Leared Interests, Inc.; and Hannah Brook and Ashley Ramos of Allen Boone Humphries Robinson LLP.

PUBLIC COMMENTS

Director Kramer offered any members of the public attending the meeting by telephone the opportunity to make public comment. There being no members of the public requesting to make public comment, Director Kramer moved to the next agenda item.

MINUTES

The Board considered approving the minutes of the February 9, 2023, regular meeting. Following review and discussion, Director Burgess moved to approve the minutes of the February 9, 2023, regular meeting, as presented. Director Reichek seconded the motion, which passed unanimously.

FINANCIAL AND BOOKKEEPING MATTERS

Mr. Davenport presented and reviewed the bookkeeper's report, including a list of checks presented for approval, and the District's budget comparison. After review and discussion, Director Zimmerman moved to approve the bookkeeper's report and payment of the bills. Director Reichek seconded the motion, which passed unanimously. A copy of the bookkeeper's report is attached.

BUDGET

Mr. Davenport presented and reviewed a proposed budget for the fiscal year ending April 30, 2024, a copy of which is attached to the bookkeeping report. He requested that the Board and the District consultants review the proposed draft budget and contact him with comments prior to the Board's next meeting. The Board deferred action on the budget to the next meeting.

TAX ASSESSOR/COLLECTOR'S REPORT

Ms. McLaughlin presented and reviewed the tax assessor/collector's report for the month of February, including the checks presented for payment. She reported that the District's 2022 taxes were 91.086% collected as of February 28, 2023. A copy of the tax assessor/collector's report is attached. After review and discussion, Director Burgess moved to approve the tax report and payment of the bills from the tax account. Director Reichek seconded the motion, which passed unanimously.

DETENTION POND MAINTENANCE

Mr. Hajduk presented and reviewed the bid tabulations submitted by SWS and Stuckey's for the maintenance of the Wayside Village East and West Detention Basins, a copy of which is included in the engineer's report. Mr. Fulvio of Stuckey's then responded to questions from the Board.

Mr. Beyer reported on the maintenance of District detention facilities and presented and reviewed an inspection report, a copy of which is attached.

ENGINEER'S REPORT

Mr. Hajduk reviewed an engineering report from IDS, a copy of which is attached.

Mr. Hajduk reported on the construction of the Wayside Village West Phase I detention facilities and the Wayside Village Phase I Harris County Flood Control District Improvements, stating construction is complete. He reviewed and

recommended approval of Pay Estimate No. 24 in the amount of \$288,465.43, submitted by Paskey Incorporated, as recommended by Pape-Dawson.

Mr. Hajduk updated the Board regarding the construction of the water, sewer, and drainage facilities to serve Wayside Village, Section 9 and Wayside Village Parker Road Phase 2. He reviewed and recommended approval of Pay Estimate No. 1 in the amount of \$120,787.20, submitted by Clearwater Utilities, Inc. ("Clearwater"), as recommended by Pape-Dawson. Mr. Hajduk next reviewed and recommended approval of Change Order No. 1 to the contract with Clearwater for the construction of the water, sewer, and drainage facilities to serve Wayside Village, Section 9 and Wayside Village Parker Road Phase 2 to increase the contract in the amount of \$98,646.00 to account for unit price increases to reflect the current material market and revised items needed to obtain plan approval, as recommended by Pape-Dawson. The Board determined that Change Order No. 1 is beneficial to the District.

Mr. Hajduk updated the Board regarding the construction of water, sewer, and drainage facilities to serve Wayside Village, Section 10. He requested authorization from the Board to prepare the construction plans and specifications for the project.

Mr. Hajduk updated the Board on the Wayside Village 12-inch watermain extension project. He stated that bids were received for the Wayside Village 12-inch watermain extension project. Mr. Hajduk recommended that the Board award the contract to Carter Construction, LLC ("Carter Construction") in the amount of \$597,617.50, as recommended by Pape-Dawson. The Board concurred that, in its judgment, Carter Construction was a responsible bidder who would be most advantageous to the District and would result in the best and most economical completion of the project.

Following review and discussion, and based upon recommendation by the engineer, Director Burgess moved to (1) approve the engineer's report prepared by IDS; (2) approve Pay Estimate No. 24 in the amount of \$288,465.43 for the construction of the Wayside Village West Phase I detention facilities and the Wayside Village Phase I Harris County Flood Control District Improvements, as recommended by Pape-Dawson; (3) approve Pay Estimate No. 1 in the amount of \$120,787.20 for the construction of the water, sewer, and drainage facilities to serve Wayside Village, Section 9 and Wayside Village Parker Road Phase 2, as recommended by Pape-Dawson; (4) approve Change Order No. 1 in the amount of \$98,646.00 as an increase to the contract with Clearwater for the construction of the water, sewer, and drainage facilities to serve Wayside Village, Section 9 and Wayside Village Parker Road Phase 2, based upon the Board's finding that the Change Order is beneficial to the District and Pape Dawson's recommendation; (5) authorize Pape-Dawson to prepare the construction plans and specifications for the construction of water, sewer, and drainage facilities to serve Wayside Village, Section 10 project; and (6) award the contract for the Wayside

Village 12-inch watermain extension project to Carter Construction in the amount of \$597,617.50, based upon the Pape-Dawson's recommendation and subject to approval of the payment and performance bonds and review of the certificate(s) of insurance and endorsements, if any, provided by the contractor. Director Reichek seconded the motion, which passed unanimously.

ACCEPT DEEDS AND EASEMENTS

The Board reviewed a 39.124-acre Special Warranty Deed for the Wayside Village Detention Pond to be conveyed to the District from Cove Matrix Development Ltd. Following review and discussion, Director Reichek moved to accept the Special Warranty Deed, as discussed. Director Zimmerman seconded the motion, which passed unanimously.

DEVELOPMENT IN THE DISTRICT

Mr. Page reported on development within the District by Ashton Woods Homes.

Mr. Cole discussed the status of development in the District on the east side of North Wayside Drive.

ATTORNEY'S REPORT

There was no additional attorney report.

CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.074 OF THE TEXAS GOVERNMENT CODE

The Board convened in executive session at 12:41 p.m. pursuant to Section 551.074 of the Texas Government Code.

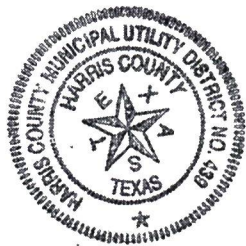
RECONVENE IN OPEN SESSION AND AUTHORIZE APPROPRIATE ACTION REGARDING MATTERS DISCUSSED IN EXECUTIVE SESSION

The Board reconvened in open session at 12:59 p.m.

DETENTION POND MAINTENANCE DISCUSSION CONTINUED

Following discussion, Director Burgess moved to approve the maintenance budget from SWS for the maintenance of the Wayside Village East and West Detention Basins. Director Zimmerman seconded the motion, with Directors Kramer and Reichek voting for and Director Beasley against the motion. The motion passed 4 to 1.

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



Nancy Zimmerman
Secretary, Board of Directors

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