

MINUTES  
HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 439

April 14, 2022

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 14<sup>th</sup> day of April, 2022, 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 Reichel	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 or by telephone were Bryan Sheppard of Pape-Dawson Engineers, Inc. ("Pape-Dawson"); Jason Hajduk of IDS Engineering Group ("IDS"); Judy Osborn of McLennan & Associates, L.P.; Odett Newman of Bob Leared Interests, Inc. ("BLI"); and Hannah Brook and Ashley Ramos of Allen Boone Humphries Robinson LLP ("ABHR").

PUBLIC COMMENTS

Ms. Brook 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, Ms. Brook moved to the next agenda item.

MINUTES

The Board considered approving the minutes of the March 10, 2022, regular meeting. Following review and discussion, Director Zimmerman moved to approve the minutes of the March 10, 2022, regular meeting, as presented. Director Burgess seconded the motion, which passed unanimously.

AUDIT

The Board reviewed a letter from McCall Gibson Swedlund Barfoot, PLLC ("McCall Gibson") to prepare the audit for fiscal year end April 30, 2022, a copy of which is attached. Ms. Brook noted the cost to prepare the audit would be between

\$11,000 and \$13,000. Following review and discussion, Director Burgess moved to authorize McCall Gibson to prepare the audit for fiscal year end April 30, 2022. Director Beasley seconded the motion, which passed unanimously.

FINANCIAL AND BOOKKEEPING MATTERS AND ADOPT BUDGET FOR FISCAL YEAR END APRIL 30, 2023

Ms. Osborn presented and reviewed the bookkeeper's report, including a list of checks presented for approval, and the District's budget comparison. She then presented and reviewed a proposed budget for the fiscal year ending April 30, 2023, a copy of which is attached to the bookkeeping report. After review and discussion, Director Zimmerman moved to (1) approve the bookkeeper's report and payment of the bills; and (2) adopt the proposed budget for the fiscal year ending April 30, 2023. Director Reichel seconded the motion, which passed unanimously. A copy of the bookkeeper's report is attached.

ANNUAL REVIEW OF INVESTMENT POLICY

The Board conducted its annual review of the District's Investment Policy. Ms. Brook stated there are no recommended changes to the Investment Policy. Following review and discussion, Director Zimmerman moved to adopt the Resolution Regarding Annual Review of Investment Policy, reflecting that no changes were made to the Investment Policy. Director Beasley seconded the motion, which passed unanimously.

RESOLUTION ESTABLISHING THE AUTHORIZED DEPOSITORY INSTITUTIONS AND ADOPTING LIST OF QUALIFIED BROKER/DEALERS WITH WHOM THE DISTRICT MAY ENGAGE IN INVESTMENT TRANSACTIONS

The Board considered adopting a Resolution Establishing Authorized Depository Institutions and Adopting List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions (the "Resolution"). Ms. Brook noted that the District's bookkeeper provided the exhibit to the Resolution, which contains a list of authorized depository institutions and qualified broker/dealers with whom the District may do business. Following review and discussion, Director Zimmerman moved to adopt the Resolution. Director Beasley seconded the motion, which passed unanimously.

TAX ASSESSOR/COLLECTOR'S REPORT

Ms. Newman presented and reviewed the tax assessor/collector's report for the month of March, including the checks presented for payment. She reported that the District's 2021 taxes are 98.379% collected through March 31, 2022. A copy of the tax assessor/collector's report is attached. After review and discussion, Director

Zimmerman moved to approve the tax reports and payment of the bills from the tax account. Director Beasley seconded the motion, which passed unanimously.

### ENGINEER'S REPORT

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

Mr. Hajduk reported on the construction of the Wayside Village East Phase I detention facilities. He reviewed and recommended approval of Pay Estimate No. 11 in the amount of \$193,702.59, submitted by Paskey Incorporated ("Paskey"), as recommended by Pape-Dawson.

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. He reviewed and recommended approval of Pay Estimate No. 15 in the amount of \$268,410.41, submitted by Paskey, as recommended by Pape-Dawson.

Mr. Hajduk updated the Board regarding the construction of water, sewer, and drainage facilities to serve Wayside Village Parker Road Phase I and Wayside Village, Section 6. He reviewed and recommended approval of Pay Estimate Nos. 3 and 4 in the amounts of \$55,285.25 and \$5,481.12, respectively, submitted by Clearwater Utilities, Inc. ("Clearwater Utilities"), as recommended by Pape-Dawson.

Mr. Hajduk updated the Board regarding the construction of water, sewer, and drainage facilities to serve Wayside Village, Section 11. He reviewed and recommended approval of Pay Estimate Nos. 3 and 4 in the amounts of \$33,033.40 and \$12,227.54, respectively, submitted by Clearwater Utilities, as recommended by Pape-Dawson. Mr. Hajduk next reviewed and recommended approval of Change Order No. 2 to the contract with Clearwater Utilities for the construction of water, sewer, and drainage facilities to serve Wayside Village, Section 11 to increase the contract in the amount of \$28,443.00, as recommended by Pape-Dawson. The Board determined that Change Order No. 2 is beneficial to the District.

Following review and discussion, and based upon recommendation by the engineer, Director Zimmerman moved to (1) approve the engineer's report prepared by IDS; (2) approve Pay Estimate No. 11 in the amount of \$193,702.59 for the construction of the Wayside Village East Phase I detention facilities, as recommended by Pape-Dawson; (3) approve Pay Estimate 15 in the amount of \$268,410.41 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; (4) approve Pay Estimate Nos. 3 and 4 in the amounts of \$55,285.25 and



\$5,481.12, respectively, for the construction of water, sewer, and drainage facilities to serve Wayside Village Parker Road Phase I and Wayside Village, Section 6, as recommended by Pape-Dawson; (5) approve Pay Estimate Nos. 3 and 4 in the amounts of \$33,033.40 and \$12,227.54, respectively, for the construction of water, sewer, and drainage facilities to serve Wayside Village, Section 11, as recommended by Pape-Dawson; and (6) approve Change Order No. 2 in the amount of \$28,443.00 as an increase to the contract with Clearwater Utilities for the construction of water, sewer, and drainage facilities to serve Wayside Village, Section 11, based upon the Board's finding that the Change Order is beneficial to the District and Pape-Dawson's recommendation. Director Burgess seconded the motion, which passed unanimously.

#### ACCEPT DEEDS AND EASEMENTS

No deeds or easements were submitted for Board approval.

#### DEVELOPMENT IN THE DISTRICT

Ms. Brook reported on the status of the lease agreement that the North Fort Bend Water Authority ("NFBWA") is entering into with the City of Houston (the "City") in order to provide additional water capacity. She reminded the Board that the additional water capacity allotted to the City from NFBWA out of the current water plant expansion project would benefit the District until the City has additional water capacity available.

#### ATTORNEY'S REPORT

There was no additional attorney report.

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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