

SPRING WEST MUNICIPAL UTILITY DISTRICT

Minutes of Meeting of Board of Directors November 29, 2023

The Board of Directors ("Board") of Spring West Municipal Utility District ("District") met in special session at 1300 Post Oak Boulevard, Suite 2500, Houston, Harris County, Texas on November 29, 2023, in accordance with the duly posted notice of meeting. The meeting was also held via videoconference and teleconference pursuant to Texas Government Code Sections 551.125 and 551.127, as amended. The roll was called of the duly constituted officers and members of said Board, as follows:

Beverly F. O'Neal	President
Kim Stephens	Vice President
W. Eugene Norris, Sr.	Secretary
Scott Shelnett	Assistant Secretary
Jerome A. Patridge	Assistant Secretary

and all persons attended the meeting, thus constituting a quorum.

Also in attendance were: Danielle Gonzalez of Odyssey Engineering Group, Inc. ("OEG"); Glenn Woodson of Storm Maintenance & Monitoring, Inc.; Eric Badertscher of Off Cinco, LLC ("Off Cinco"); Bart Downum of Environmental Developmental Partners, LLC ("EDP"); Julie Patridge, a member of the public; Abraham Rubinsky, Katie Blasio, and Donjé Chatmon of Schwartz, Page & Harding, L.L.P. ("SPH").

PUBLIC COMMENTS

The Board began by opening the meeting for public comments. There being no comments from the public, the Board continued to the next item of business.

APPROVAL OF MINUTES

The Board considered approval of the minutes of the Board of Directors meeting held on October 25, 2023. After discussion, the Board agreed to defer the approval of the minutes of the meeting held on October 25, 2023, until its next meeting.

STORM WATER QUALITY INSPECTION REPORTS

Mr. Rubinsky presented and reviewed the Storm Water Quality Inspection Reports ("Inspection Reports") prepared by Storm Water Solutions ("SWS") for October 2023, copies of which are attached hereto as **EXHIBIT A**, which were circulated to the Board for its review prior to today's meeting. After discussion, Mr. Woodson informed the Board that he would inspect the sinkhole referenced in the SWS report and provide a proposal for the repair of same. Mr. Rubinsky next advised the Board that it recently occurred to him that the District does not have a Storm Water Quality Permit for the stormwater quality feature in the Spring Pines Detention Pond. After confirming that a Permit was in fact issued by Harris County for such facility, Mr. Rubinsky recommended that the Permit for the Spring Pines Detention Ponds be

transferred from the developer, SPSC Development Partners, L.P., to the District as soon as possible and SWS be engaged to handle all compliance issues related to said Permit. Ms. Gonzalez advised the Board that OEG has already contacted SWS and requested the necessary forms from the developer to initiate the transfer of the Permit to the District. After discussion, it was noted that no action was required by the Board in connection with the Inspection Reports at this time.

DRAINAGE AND DETENTION FACILITIES MAINTENANCE REPORT

The Board next considered the Drainage and Detention Facilities Maintenance Report from SM&M (the "D&D Report") dated November 28, 2023, a copy of which is attached hereto as **EXHIBIT B**. In that regard, Mr. Woodson presented to and reviewed with the Board the D&D Report and responded to various questions from the Board. He advised the Board that the trimming and lifting of the canopy of certain trees surrounding the Hannover Forrest Section Two Detention Pond ("Hannover Pond") has been completed. Director Shelnut then discussed the comparison between the finished cut of the Hannover Pond and the brush haul of the Senger Gully Channel along Louetta Glenn up to Spring Cypress Road. Director Shelnut recommended implementing the finished cut in the area along the Senger Gully Channel and increasing the frequency of the cut from 10 times per year to 22 times per year, thus increasing the annual budget for such maintenance from \$3700 to \$8200. After discussion, Director Norris moved that effective December 1, 2023, SM&M be authorized to increase the mowing frequency and implement a finished cut to the Senger Gully Channel along Louetta Glenn and up to Spring Cypress Road. Director Patridge seconded said motion, which unanimously carried. Director Shelnut next discussed the standing water in the Spring Plaza Detention Pond and the proposed opening of the slide gate to assist with drainage or opening the slide gate to flush the Pond. Mr. Downum advised he will check the Spring Plaza Pond and provide an update at the next Board meeting.

AMENDED AND RESTATED CONSTRUCTION AND MAINTENANCE AGREEMENT WITH HANNOVER FOREST HOA

The Board deferred consideration of the proposed Amended and Restated Construction and Maintenance Agreement (the "Amended and Restated Agreement") between the District and the Hannover Forest HOA in connection with maintenance by the District of the Hannover 2 Pond.

ENGINEER'S REPORT

Ms. Gonzalez presented and reviewed in detail with the Board a written Engineer's Report dated November 29, 2023, a copy of which is attached hereto as **EXHIBIT C**, relative to the status of various engineering and construction projects within the District, and discussed the matters contained therein.

In connection with the proposed construction of a public gravity sanitary sewer line to serve the tract located at 2020 FM 2920 ("Top Soap"), Ms. Gonzalez advised the Board that, after communications with representatives of Top Soap, they requested to pay half of the deposit

for construction design now and the remainder when the project is complete. After discussion, the Board denied Top Soap's request to split payment of the required deposit.

Regarding the contract with CSE W- Industries, Inc. for the Replacement and Installation of the Emergency Generator at Water Plant No. 1, Ms. Gonzalez advised the Board that OEG has formally notified CSE W- Industries, Inc. that the contract completion date has passed and the installation of the emergency generator is not complete.

Ms. Gonzalez next updated the Board on the status of the contract between Starbucks and Bull-G Construction, LLC for construction of the Off-Site Water and Sanitary Sewer Extension to serve existing Starbucks located at 1731 Spring Cypress Road. Ms. Gonzalez advised the Board that Starbucks has yet to execute the contract. Mr. Rubinsky recommended that OEG follow up with Starbucks and address any concerns they may have regarding the contract promptly as further delays in the execution of the contract could potentially affect the bid if the contractor decides to withdraw its bid.

Ms. Gonzalez next proceeded to discuss GIS technology and the estimated costs of developing a GIS system for the District with the Board. After discussion, the Board deferred consideration of future capital improvement projects at this time. Ms. Gonzalez advised the Board that she will provide additional information on GIS technology at a future meeting.

Ms. Gonzalez next provided an update to the Board on the status of communications with the Texas Department of Transportation ("TXDOT") and certain landowners regarding the need to replace private drainage outfall pipes tied into the Drainage Channel located between F.M. 2920 and Spring Cypress Road.

Ms. Gonzalez then discussed with the Board the proposed public utility extension to serve the 27.7 acre annexation tract being developed by DPEG Panjwani, LLC and related entities (the "DPEG Annexation Tract") and the 16.2 acre annexation tract being developed by Stream Realty Partners (the "Stream Annexation Tract"). To serve the Stream Annexation Tract, the extension must connect to the proposed public lift station to be constructed on the DPEG site, which requires an easement. Ms. Gonzalez presented exhibits to the Board and discussed various options for the easement and extension. She proposed that DPEG undertake a re-design to accommodate Stream by relocating the lift station, with Stream being responsible for the associated costs. After discussion, the Board agreed that (i) the DPEG Annexation Tract and Stream Annexation Tract sharing a private sewer line is unacceptable, (ii) OEG will proceed with recommending DPEG relocate the lift station to the southern end of its property, and (iii) OEG will confirm that Stream is ready to proceed with annexation and provide an additional deposit to cover the costs of annexation.

STATUS OF PROPOSED ANNEXATIONS

The Board next considered the status of the proposed annexations and development of various tracts into the boundaries of the District. Mr. Rubinsky advised the Board that the City of Houston approved the annexation of 20.229 acres into the District, including the 0.5069 acre tract owned by 3743-47 UP Spring No. 2, LLC (the "Starbucks Tract"), pursuant to Ordinance No. 2023-838. After discussion, Mr. Rubinsky recommended deferring the approval of the annexation to the next meeting due to an error discovered in the City's Ordinance.

ISSUANCE OF UTILITY COMMITMENTS

Ms. Gonzalez next discussed with the Board a request for service received from Black Tie Collision located at 2415 F.M. 2920. She advised that Black Tie Collision claims that sewer service is already being provided by the District at the location and is now requesting water service. After discussion, the Board requested that OEG and EDP investigate the situation and determine whether the District is, in fact, currently providing sewer service to the location.

The Board deferred further consideration of requests for Utility Commitments, noting that no new requests had been received.

DEVELOPERS' REPORTS

The Board deferred consideration of the Developers' Reports, noting that no developer representatives were in attendance at today's meeting whose matter had not already been addressed by the Board.

NORTH HARRIS COUNTY REGIONAL WATER AUTHORITY ("AUTHORITY")

The Board deferred consideration of matters related to the North Harris County Regional Water Authority ("NHCRWA").

HARRIS COUNTY CONSTABLE PRECINCT 4 OFFICE ("HCCO") MONTHLY ACTIVITY REPORT

Mr. Rubinsky presented to and reviewed with the Board a security report provided by the HCCO for October 2023, a copy of which is attached hereto as **EXHIBIT D**, and discussed the current status of criminal activities in the District and surrounding areas. After discussion, no action was taken by the Board relative to said matter.

MATTERS RELATED TO MAY 4, 2024 DIRECTOR ELECTION

Mr. Rubinsky advised the Board that, pursuant to Section 141.040 of the Texas Election Code, the District is obligated to publish a notice regarding the timeframe for candidates to submit applications for the District's directors election scheduled for May 4, 2024. Mr. Rubinsky noted that such notice must be posted by December 18, 2023, at (i) the in-District posting location for meeting notices and (ii) the District's administrative office. After discussion, Director Stephens moved that the Board authorize SPH to prepare and publish such notice on behalf of the Board and the District by the applicable deadline. Director Shelnett seconded said

motion, which unanimously carried.

ATTORNEY'S REPORT

The Board next considered the Attorney's Report. In connection therewith, Mr. Rubinsky updated the Board on the status of the draft Amended and Restated Agreement for Shared Detention Facilities with Meadowhill Regional Municipal Utility District relative to the Hannover Village Regional Detention Pond. He informed the Board that SPH has received comments from OEG and will revise the draft Agreement accordingly.

Ms. Blasio then presented and reviewed with the Board a Memorandum prepared by SPH regarding the DuPont and 3M Class Action Settlements (the "Settlements") relating to the presence of PFAS (per and poly-fluoroalkyl substances) in drinking water, a copy of which is attached hereto as **Exhibit E**. After discussion, the Board concurred to not take action to opt out of either of the proposed Settlements.

CLOSED SESSION

The Board determined that it would not be necessary to meet in Closed Session at this time.

OTHER MATTERS

The Board considered items to be placed on future agendas. Except as may be reflected above, there were no additional agenda items requested other than routine, and ongoing matters.

ADJOURNMENT

There being no further business to come before the Board, Director Patridge moved that the meeting be adjourned. Director Shelnutt seconded said motion, which unanimously carried.



Secretary, Board of Directors

A handwritten signature in blue ink, appearing to read "Walter E. King", written over a horizontal line.

List of Exhibits to
Spring West Municipal Utility District
Meeting on November 29, 2023

- Exhibit A: Storm Water Quality Inspection Reports
- Exhibit B: Detention and Drainage Facilities Maintenance Report
- Exhibit C: Engineer's Report
- Exhibit D: HCCO Security Report
- Exhibit E: DuPont and 3M Class Action Settlements