

# MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 152A

## MINUTES OF MEETING

June 19, 2024

The Board of Directors (the "Board") of Montgomery County Municipal Utility District No. 152A met in regular session, open to the public on June 19, 2024, at 1300 Post Oak Boulevard, Suite 2500, Houston, Harris County, Texas 77056, in accordance with the duly posted notice of meeting, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Justin Cox	President
Wesley Hightower	Vice President
Stanton Brown	Secretary
Mary V. Farrell	Assistant Secretary
Peter Selber	Assistant Secretary

and all of said persons were present, except Directors Farrell and Selber, thus constituting a quorum.

Also present were Lorenzo Rivera on behalf of TPHTL HBL, LLC ("TPHTL"); Ravi Patel of Municipal Accounts & Consulting, L.P. ("MAC"); Robin Goin of BLICO Inc. ("BLICO"); Martin Murdock of Quiddity Engineering, LLC ("Quiddity"); William R. Zollman of Pape-Dawson Engineers, LLC ("Pape-Dawson"); Dana Hollingsworth of Municipal District Services, L.L.C. ("MDS"); Julie Peak of Masterson Advisors LLC ("Masterson"); Robert Garcia of Champions Hydro-Lawn, Inc. ("Champions"); Greg McGrath of McGrath & Co., PLLC ("McGrath"); and Diana Miller and Julie Kime 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 members of the public, the Board continued to the next item of business.

### APPROVAL OF MINUTES

The Board reviewed the draft minutes of its meeting held on May 14, 2024. Following discussion of the minutes presented, Director Brown moved that such minutes be approved, as presented. Director Hightowre seconded said motion, which unanimously carried.

### BOOKKEEPING REPORT

Mr. Patel then presented to and reviewed with the Board the bookkeeping report dated June 19, 2024, a copy of which is attached hereto as **Exhibit A**. Mr. Patel also presented check no. 2333 for MidAmerican Energy Services, LLC ("MidAmerican") invoice expected to be received following this meeting and due prior to the next meeting. Following review and discussion, Director Brown moved that the bookkeeping report be approved and that (i) check no. 2333 to MidAmerican, be approved, pending receipt of invoicing from MidAmerican, and

(ii) payment be authorized on the checks presented, being check nos. 2315 through 2332, except check nos. 2317 and 2318, which were voided. Director Hightower seconded the motion, which unanimously carried.

#### SEATING OF DIRECTOR SELBER TO NEW TERM

Ms. Miller noted that Director Selber has not executed his qualification documents and requested this item be deferred until the next meeting of the Board. The Board deferred action on the seating of Director Selber to his new term of office.

#### RESOLUTION AUTHORIZING USE OF SURPLUS ROAD CONSTRUCTION FUNDS

Ms. Miller presented to and reviewed with the Board an audit of a payment to be made to TPHTL out of surplus road construction funds, prepared by McGrath, a copy of which is attached hereto as **Exhibit B**.

Ms. Miller then presented to and reviewed with the Board a Resolution Authorizing Use of Surplus Road Construction Funds and Interest Earned on Road Bond Construction Funds ("Surplus Funds Resolution") in accordance with such audit. Following discussion, Director Brown moved to (i) approve the audit as presented, (ii) adopt the Surplus Funds Resolution, and (iii) authorize the payment of \$108,653.24 in surplus road construction funds to TPHTL. Ms. Miller noted that TPHTL has provided an executed copy of the receipt for such funds. Director Hightower seconded the motion, which unanimously carried. A copy of the Surplus Funds Resolution thus adopted is attached hereto as **Exhibit C**.

#### TAX ASSESSOR/COLLECTOR'S REPORT

Ms. Goin presented the Tax Assessor/Collector's Report dated April 30, 2024, a copy of which is attached hereto as **Exhibit D**. In addition to the checks listed in the Tax Assessor/Collector's Report, Ms. Goin presented check no. 1015, payable to Montgomery Central Appraisal District, noting that the same would be included in the next monthly Tax Assessor/Collector's Report. Following review and discussion, Director Brown moved that the Tax Assessor/Collector Report be approved and that payment be authorized on the check and wire transfer presented, including check no. 1015. Director Hightower seconded the motion which unanimously carried.

#### FINANCIAL ADVISOR'S REPORT

Ms. Peak discussed the progress of the District's first bond application, and schedule for sale of the bonds. She also requested that the Board consider requesting an estimate of value from Montgomery Central Appraisal District as of June 15, 2024. Following discussion, Director Brown moved for the approval and execution of the Resolution Authorizing Request for Appraisal of Property as of June 15, 2024, attached hereto as **Exhibit E**. Director Hightower seconded the motion, which unanimously carried.

## DEVELOPER'S REPORT

Mr. Rivera discussed status of development in the District.

## ENGINEERS' REPORTS

Mr. Miller presented an Engineer's Report prepared by Quiddity dated June 19, 2024 ("Quiddity Report"), a copy of which is attached hereto as **Exhibit F**. Following presentation of the Quiddity Report, Director Brown moved to (i) authorize payment of the pay estimates identified in the Quiddity Report, (ii) award the contract for construction of water, sanitary sewer, drainage and paving facilities to serve Woodson's Spring Drive to R Construction Civil, LLC, subject to SPH's confirmation that the payment and performance bonds and insurance certificates submitted in connection with such contract meet the requirements of the bid specifications, the rules of the TCEQ and provisions of the Texas Water and Insurance Codes, and (iii) accept the (a) Conveyance and Bill of Sale of Utility Facilities from TPHTL for drainage and detention facilities associated with Pond A and Mass Grading, (b) Special Warranty Deed for Reserve B from TPHTL, and (c) Utility Conveyance (Outfall Facilities) from Montgomery County Water Control and Improvement District No. 205. Director Brown seconded the motion, which unanimously carried.

Mr. Zollman next presented an Engineer's Report prepared by Pape-Dawson dated June 19, 2024 ("Pape-Dawson Report"), a copy of which is attached hereto as **Exhibit G**. Following review and discussion, Director Brown moved to (i) reject all bids received and authorize Pape-Dawson to re-advertise for bids for construction of water, drainage, and road facilities to serve Townsen Boulevard (ii) award the contract for construction of water, sanitary sewer, drainage and paving facilities to serve Woodson's Grand Drive to R Construction Civil, LLC, subject to SPH's confirmation that the payment and performance bonds and insurance certificates submitted in connection with such contract meet the requirements of the bid specifications, the rules of the TCEQ and provisions of the Texas Water and Insurance Codes, and (iii) authorize acceptance of (a) a Sanitary Sewer Easement (0.7255 acre) and (b) a Storm Sewer Easement (0.3913 acre), each from Conroe Independent School District. Director Hightower seconded the motion, which unanimously carried.

## STATUS OF BOND APPLICATION NO. 1

Ms. Miller noted that this matter was discussed under the Financial Advisor's report.

## AMENDMENT OF ENGINEERING AGREEMENT WITH COSTELLO, LLC, AND CONSENT TO ASSIGNMENT

Ms. Miller reminded the Board that Pape-Dawson acquired Costello, LLC ("Costello"), last year. He explained to the Board that Costello now operates as Pape-Dawson, and Costello desires to assign its engineering contract with the District to Pape-Dawson with the District's consent. In this regard, Ms. Miller presented to and reviewed with the Board a form of Assignment and Amendment of Engineering Services Agreement Between Owner and Engineer by and among the District, Costello, and Pape-Dawson (the "Assignment and Amendment"), a copy of which Assignment and Amendment is attached hereto as **Exhibit H**. Following discussion, Director

Brown moved to approve the Assignment and Amendment, authorize the Board President to execute same on behalf of the District, and acknowledge the related Texas Ethics Commission ("TEC") Form 1295s from Costello and Pape-Dawson, respectively. Director Hightower seconded the motion, which carried unanimously.

AMENDMENT OF ENGINEERING AGREEMENT WITH JONES & CARTER, INC., AND CONSENT TO ASSIGNMENT

Ms. Miller also reminded the board that Jones & Carter, Inc. ("Jones & Carter") has restructured and been renamed as Quiddity Engineering, LLC ("Quiddity"). In connection therewith, the board considered approval of an Assignment and Amendment of Professional Services Agreement between the District, Jones & Carter, and Quiddity, and consenting to the assignment of same from Jones & Carter to Quiddity (the "Amendment and Assignment"), a copy of which assignment and amendment is attached hereto as **Exhibit I**. Following discussion, Director Brown moved to approve the Amendment and Assignment and to authorize the President of the Board to execute same on behalf of the District, and acknowledge the related TEC Form 1295s from Jones & Carter and Quiddity, respectively. Director Hightower seconded the motion, which passed unanimously.

LANDSCAPE ARCHITECT REPORT

Ms. Miller noted that no representative of Clark Condon was present and no landscape architect report was received for this meeting.

OPERATOR'S REPORT

Ms. Hollingsworth presented an Operations Report prepared by MDS, and a Confidential Report prepared by MDS. A copy of the Operations Report is attached hereto as **Exhibit J**. Following discussion, the Board concurred to defer action on the recommended termination of service until the next meeting of the Board.

CHAMPIONS HYDRO-LAWN REPORT

Mr. Garcia presented to and reviewed with the Board a Detention and Drainage Facilities Report dated June 2024, a copy of which is attached hereto as **Exhibit K**. Mr. Garcia noted that there were no action items regarding the Detention and Drainage Facilities Report.

Mr. Garcia also presented a proposal from Champions for installation of a sign prohibiting the operation of motor vehicles at the Woodson's Reserve Detention Pond, a copy of which is attached hereto as **Exhibit L**. Following discussion, Director Brown moved to (i) accept the Champions Report, (ii) approve the proposal in all respects and authorize the President to execute same, and (iii) accept Champions' TEC Form 1295 and authorize SPH to acknowledge receipt of the same with the TEC. Director Hightower seconded the motion, which unanimously carried.

ATTORNEY'S REPORT

Ms. Miller advised that she had nothing of a legal nature to report that was not covered under another agenda item.

AUTHORIZATION OF COMPLETION, EXECUTION AND FILING OF VOTING SYSTEM ANNUAL FILING FORM

Ms. Miller next advised that, pursuant to Section 123.061 of the Texas Election Code, each political subdivision in the State of Texas is required to complete and file a Voting System Annual Filing Form (the "Form") with the Texas Secretary of State. After discussion on the Form, Director Brown moved that same be approved and that SPH be authorized to file the Form with the Secretary of State, as required by law. Director Hightower seconded said motion, which unanimously carried.

ADJOURNMENT

There being no further business to come before the Board, on motion made by Director Farrell, seconded by Director Hightower, and unanimously carried, the meeting was adjourned.



  
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Secretary, Board of Directors

List of Attachments to  
Montgomery County Municipal Utility District No. 152A  
Minutes of Meeting of June 19, 2024

- Exhibit A Bookkeeping Report dated June 19, 2024
- Exhibit B Audit of Surplus Road Construction Funds and Interest Earned on Road Bond Construction Funds
- Exhibit C Resolution Authorizing Use of Surplus Road Construction Funds and Interest Earned on Road Bond Construction Funds
- Exhibit D Tax Assessor/Collector Report dated April 30, 2024
- Exhibit E Resolution Authorizing Request for Appraisal of Property
- Exhibit F Quiddity Engineering Report
- Exhibit G Pape-Dawson Engineers Report
- Exhibit H Assignment and Amendment of Engineering Services Agreement Between Owner and Engineer by and among the District, Costello, and Pape-Dawson
- Exhibit I Assignment and Amendment of Professional Services Agreement between the District, Jones & Carter, Inc., and Quiddity Engineering, LLC
- Exhibit J Operations Report
- Exhibit K Champions Hydro-Lawn Report
- Exhibit L Proposal for Installation of New District Name Sign