

SPRING WEST MUNICIPAL UTILITY DISTRICT

Minutes of Meeting of Board of Directors

August 13, 2025

The Board of Directors ("Board") of Spring West Municipal Utility District ("District") met in regular session at 1300 Post Oak Boulevard, Suite 2500, Houston, Harris County, Texas on August 13, 2025, in accordance with the duly posted notice of meeting. The meeting was also held via 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
Scott Shelnett	Vice President
Andres Aranzales	Secretary
Jerome A. Patridge	Assistant Secretary
Wendy Ramirez	Assistant Secretary

and all of said persons were present, except Director Patridge, thus constituting a quorum.

Also in attendance were: Justin Ring, Arndreya Howard, Phillip Huseman and Jason Bosquez of Odyssey Engineering Group, Inc. ("OEG"); Jorge Diaz of McLennan & Associates, L.P. ("McLennan"); Brenda McLaughlin of Bob Leared Interests, Inc. ("Leared"); Chris Hoffman and Donnice Hoffman of H2O Consulting, Inc. ("H2O"); Josh Board of H2O, who joined the meeting via teleconference; Nathan Naquin of Off Cinco, LLC ("Off Cinco"); Glenn Woodson of Storm Maintenance & Monitoring, Inc. ("SM&M"); Cathy Garland of QuikTrip; Tamoor Jahalili of Top Soap Car Wash ("Top Soap")/Turphin Ventures LLC; Luis Herrera of Frilans Partners, LLC; and Abraham Rubinsky and Donjé Chatmon of Schwartz, Page & Harding, L.L.P. ("SPH").

The President called the meeting to order and declared it open for such business as might properly come before the Board.

PUBLIC COMMENTS

The Board began by opening the meeting for public comments. Messrs. Herrera and Jahalili addressed the Board regarding the Top Soap's request for utility commitment and advised that they have acquired the adjacent 2.79-acre tract. Mr. Herrera presented to and reviewed with the Board a draft development plan for a rental facility, a copy of which is attached hereto as **EXHIBIT A**. They stated their intent to develop the property as warehouses and requested water and sanitary sewer services in addition to the request for services for the car wash. After discussion, Mr. Rubinsky requested Messrs. Herrera and Jahalili submit a written request to the Board and OEG, including development plans and projected utility capacity needs for both the 2.79-acre warehouse tract and the Turphin Ventures car wash tract.

Ms. Garland next presented to and reviewed with the Board a development plan in connection with the proposed Quik Trip development of the Frost Bank tract and the acquisition and development of the adjoining tracts that will become one whole tract for Quik Trip, a copy of which is attached hereto as **EXHIBIT B**. After discussion, Director Aranzales moved that OEG

be authorized to prepare a feasibility study for the proposed annexation of the requested tracts upon the District's receipt of a deposit from Quik Trip in the amount of \$15,000. Director Ramirez seconded said motion, which unanimously carried.

Messrs. Jalili, Herrera, and Ms. Garland exited the meeting at this time.

APPROVAL OF MINUTES

The Board considered approval of the minutes of the Board of Directors meetings held on May 14, 2025, June 11, 2025, and July 9, 2025. After discussion, Director Ramirez moved that the minutes of the meeting held on May 14, 2025, be approved as written and that the Board defer approval of the minutes of the meetings held on June 11, 2025, and July 9, 2025. Director Aranzales seconded said motion, which unanimously carried.

BOOKKEEPER'S REPORT

Mr. Diaz presented to and reviewed with the Board the Bookkeeper's Report for the period from July 10, 2025, through August 13, 2025, a copy of which is attached hereto as **EXHIBIT C**, including the disbursements presented therein for payment from the District's various accounts. Mr. Diaz next presented and reviewed an Investment Report for the period of July 1, 2025, to July 30, 2025, a copy of which is included with the Bookkeeper's Report. Mr. Diaz responded to various questions from the Board and Mr. Rubinsky. Mr. Rubinsky next inquired about the alarm monitoring fees and confirmed with Mr. Diaz that once the alarm monitoring service has been switched to Today's Integration, all of the other alarm monitoring fees will be removed. After discussion, Director Ramirez moved that: (i) the Bookkeeper's Report and the disbursement presented for payment therein be approved, and (ii) the Investment Report for July 2025 be approved, and the District's Investment Officer be authorized to execute the same on behalf of the Board and the District. Director Shelnett seconded said motion, which unanimously carried.

TAX ASSESSOR/COLLECTOR'S REPORT

Ms. McLaughlin presented to and reviewed with the Board the Tax Assessor/Collector's Report for the month ending July 31, 2025, which is attached hereto as **EXHIBIT D**, including the disbursements presented therein for payment from the Tax Account. Ms. McLaughlin also presented to and reviewed with the Board a Single Line Delinquent Tax Report, which is included with the Tax Assessor/Collector's Report, dated August 6, 2025. After discussion, Director Shelnett moved that the Tax Assessor/Collector's Report and the disbursements identified therein be approved for payment from the Tax Account. Director Ramirez seconded said motion, which unanimously carried.

DELINQUENT TAX REPORT

The Board deferred consideration of a Delinquent Tax Report from Perdue, Brandon, Fielder, Collins & Mott, L.L.P., the District's Delinquent Tax Collections Attorneys, after noting that a report was not due this month. Mr. Rubinsky stated that the next quarterly report will be provided in September.

OPERATIONS REPORT

Mr. Hoffman presented to and reviewed with the Board the Operations Report for the

month of July 2025, a copy of which is attached hereto as **EXHIBIT E**. Mr. Hoffman also presented to and reviewed with the Board a Monthly Delinquent List Report, which is included with the Operations Report, dated August 13, 2025. Mr. Hoffman provided the Board with an update on maintenance, water usage, accountability, and both completed and pending repairs and maintenance within the District.

Mr. Board discussed with the Board his concerns in connection with the installation of the double-walled diesel storage tank for Water Plant No. 1 ("WP No. 1"). He advised the Board that H2O will be reviewing the plans before ordering the tank.

Mr. Board next discussed with the Board the evaluation of the low water accountability and advised that H2O is continuing to investigate and will be replacing 3 to 5 meters a month until the issue has been resolved. Mr. Board reported that he is hoping to see an improvement in water accountability next month.

Mr. Board then reported to the Board that letters have been sent to Menchie's Frozen Yogurt and Louetta Dry Cleaners regarding the requirements to replace the grease traps and repair or replace the lint traps by October 8, 2025.

After discussion, Mr. Hoffman noted that no action required Board approval at this time.

Ms. McLaughlin exited the meeting at this time.

STORMWATER QUALITY INSPECTION REPORT

Mr. Rubinsky presented to and reviewed with the Board the Storm Water Quality Inspection Reports ("Inspection Reports") prepared by SWS for the month of August 2025, a copy of which is attached hereto as **EXHIBIT F**. Director Shelnett discussed aquatic growth in the channels by the outfall of the Hannover Village Regional Pond and the Spring Plaza Detention Outfall Channel. After discussion, the Board concurred to authorize SM&M to address the aquatic growth in the channels by the outfall of the Hannover Village Regional Pond and the Spring Plaza Detention Outfall Channel.

DRAINAGE AND DETENTION FACILITIES MAINTENANCE REPORT

Mr. Woodson next presented to and reviewed with the Board the Drainage and Detention Facilities Maintenance Report from SM&M (the "D&D Report"), a copy of which is attached hereto as **EXHIBIT G**. After discussion, Mr. Woodson noted that no action required Board approval relative to the D&D Report at this time.

ENGINEER'S REPORT

Mr. Ring presented to and reviewed in detail with the Board a written Engineer's Report dated August 13, 2025, a copy of which is attached hereto as **EXHIBIT H**, relative to the status of various ongoing engineering and construction projects within the District, and discussed the matters contained therein.

In connection with the repair of the main outfall pipe at Hannover Village Regional Detention Pond, Mr. Ring advised the Board that OEG will provide its final comments to the

revised plans prepared by Meadowhill's Engineer, and they will proceed with advertisement for bids and award of the contract.

Mr. Ring next updated the Board on the contract between DPEG Panjwani, LLC and Carlson McClain Construction Company, LLC ("Carlson McClain") for plans for Territory at Spring Stuebner Detention Pond to serve 21837 Holzwarth Road. He requested Board concurrence in the payment by DPEG Panjwani, LLC to Carlson McClain of Pay Application No. 3 in the amount of \$205,766.10, and Pay Application No. 4 in the amount of \$584,986.62.

In connection with the contract with C3 Constructors, LLC for WP No. 1 Hydropneumatic Tank and Miscellaneous Improvements, Mr. Ring requested Board approval of Pay Request No. 2 in the amount of \$9,367.20 and Change Order No. 1 in the amount of \$7,900.00.

In connection with the contract between DPEG Panjwani, LLC and Carlson McClain for construction of six-inch sanitary force main, eight-inch sewer, six-inch waterline, and public lift station to serve DPEG annexation tracts, Mr. Ring advised the Board that OEG had requested an update from DPEG Panjwani, LLC on the status of approval of the revised plans due to re-routing of the force main, and that OEG has advised Bowman Engineering and DPEG Panjwani, LLC that they have proceeded without final plan approval and without the acquisition of all necessary easements. Mr. Ring advised that Bowman and DPEG Panjwani, LLC will need to follow the proper protocol in order to mitigate any issues that may arise during Texas Commission on Environmental Quality's review of the engineering and construction costs of certain facilities and/or developer interest in connection with a future District bond issue.

In connection with the Geographical Information System ("GIS") for the District, Mr. Bosquez presented and reviewed the GIS with the Board. Mr. Ring advised that the GIS is approximately 98% complete, and that OEG is still confirming that all plans for water, sewer, and drainage facilities have been implemented. Mr. Ring advised that both SPH and H2O will have a license, and the Board will need to determine which Directors will receive a license.

After discussion on the various engineering and construction projects, Director Shelnut moved that: (i) the Board concur in the payment by DPEG to Carlson McClain of Pay Application No. 3 in the amount of \$205,766.10, and Pay Application No. 4 in the amount of \$584,986.62; and (ii) Pay Request No. 2 in the amount of \$9,367.20, and Change Order No. 1 in the amount of \$7,900.00, payable to C3 Constructors, LLC be approved. Director Aranzales seconded said motion, which unanimously carried.

Mr. Diaz exited the meeting at this time.

The Board next considered ratifying its prior action regarding the Force Main Easement from Meadowhill Regional Municipal Utility District. After discussion, Director Shelnut moved that the Board's prior action regarding the approval of the Force Main Easement from Meadowhill Regional Municipal Utility District, and the President's execution of the same be ratified and authorized in all respects. Director Ramirez seconded said motion, which unanimously carried.

Mr. Rubinsky updated the Board on the status of the DPEG, Harris County and Hannover Forest Homeowners' Association easements, and inquired if the Board had contacts with either to speed the process along. After discussion, Directors Shelnut and Patridge requested copies of the easements and advised that they would reach out to see if they could find contacts.

REVIEW OF FEASIBILITY STUDY IN CONNECTION WITH 12.5 ACRES LOCATED AT 2500 SPRING STUEBNER ROAD

The Board deferred consideration of the feasibility study in connection with the 12.5 acres located at 2500 Spring Stuebner Road.

STATUS OF PROPOSED ANNEXATIONS

The Board considered the status of the proposed annexation of various tracts of land into the boundaries of the District. Mr. Rubinsky updated the Board on the status of all pending annexations of land into the District. He next advised the Board that SPH has requested company documents from SRPF D/Holzwarth Industrial, L.P. and requested Board approval to proceed with submission of the Water District Consent Application form to the City of Houston, subject to receipt of all the necessary documents. After discussion, Director Ramirez moved that SPH be authorized to submit the Water District Consent Application form to the City of Houston, subject to receipt of all requested documents. Director Shelnut seconded said motion, which unanimously carried.

ANNEXATION OF 27.727 ACRES

The Board deferred consideration of the annexation of 27.727 acres owned by DPEG Panjwani, LLC, Panjwani Energy Properties, LLC, and DPEG Holzworth, LP (collectively, the "DPEG Properties"). Mr. Rubinsky advised the Board that SPH has reached out to DPEG to confirm there have been no changes in ownership and no new liens established on the DPEG Properties, since the petitions for annexation were or originally filed with the City of Houston.

ISSUANCE OF UTILITY COMMITMENTS

The Board next considered the status of the issuance of utility commitments. Mr. Rubinsky updated the Board on the status of various pending utility commitments.

DEVELOPERS' REPORTS

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

NORTH HARRIS COUNTY REGIONAL WATER AUTHORITY ("AUTHORITY")

The Board considered matters related to the North Harris County Regional Water Authority ("NHCRWA"). Mr. Rubinsky advised the Board that there was nothing to report at this time.

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

Mr. Rubinsky presented to and reviewed with the Board the Monthly Activity Reports provided by the HCCO for July 2025, copies of which are attached hereto as **EXHIBIT I**, and discussed the current status of criminal activities in the District and surrounding areas. Mr. Rubinsky next reviewed with the Board the new Interlocal Agreement for Law Enforcement Services with Harris County, a copy of which is attached hereto as **EXHIBIT J**, for the term

commencing October 1, 2025, and ending September 30, 2026, with the Board. After discussion, Director Shelnutt moved that the Interlocal Agreement for Law Enforcement Services with Harris County commencing October 2, 2025, and ending September 30, 2026, be approved and that the Board President be authorized to execute same on behalf of the Board and the District. Director Ramirez seconded said motion, which unanimously carried.

ATTORNEY'S REPORT

The Board considered the Attorney's Report. The Board considered ratifying its prior action regarding the Amended and Restated Agreement for Shared Detention Facilities with Meadowhill Regional Municipal Utility District, relative to Hannover Village Regional Detention Pond, which has been fully executed. After discussion, Director Shelnutt moved that the Board's prior action regarding the approval of the Amended and Restated Agreement for Shared Detention Facilities with Meadowhill Regional Municipal Utility District, relative to Hannover Village Regional Detention Pond, and the President's execution of the same be ratified and authorized in all respects. Director Aranzales seconded said motion, which unanimously carried.

Mr. Rubinsky next updated the Board on the status of the calculation of Non-Taxable Entity tap fees related to the Harlow Apartment and noted that SPH and OEG are working to generate said fee. Mr. Rubinsky next discussed with the Board the Legislative Summary of the 89th Regular Session of the Texas Legislature as prepared by SPH, a copy of which is attached hereto as **EXHIBIT K**.

CLOSED SESSION

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

FUTURE AGENDAS

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 O'Neal moved that the meeting be adjourned. Director Shelnutt seconded said motion, which unanimously carried.



Secretary, Board of Directors

A handwritten signature in blue ink is written over a horizontal line.

List of Exhibits to
Spring West Municipal Utility District
Minutes of Meeting held August 13, 2025

- Exhibit A Top Soap/Warehouse Draft Development Plans
- Exhibit B Quik Trip Development Plans
- Exhibit C Bookkeeper's Report
- Exhibit D Tax Assessor-Collector Report
- Exhibit E Operations Report
- Exhibit F Storm Water Management Program Report
- Exhibit G Detention and Drainage Facilities Maintenance Report
- Exhibit H Engineer's Report
- Exhibit I Harris County Constable Precinct 4 Monthly Activity Report
- Exhibit J Interlocal Agreement for Law Enforcement Services with Harris County
- Exhibit K Legislative Summary – 89th Regular Session Texas Legislature