

HARRIS COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NO. 159

Minutes of Meeting of Board of Directors

March 18, 2024

The Board of Directors (the "Board") of Harris County Water Control and Improvement District No. 159 (the "District") met in regular session, open to the public, on March 18, 2024, at 1300 Post Oak Boulevard, Suite 2500, Houston, Harris County, Texas, in accordance with the duly posted notice of meeting, and the roll was called of the duly constituted members of said Board of Directors, as follows:

William Cook, President
Nicholas J. Russo, III, Vice President
Krystal Helbig, Secretary
Laura Maham, Assistant Secretary
Robin Goin, Assistant Secretary

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

Also present were Wendy Maddox of B&A Municipal Services, Inc. ("B&A"); Trevor Smith of Municipal Accounts & Consulting, LP ("Municipal Accounts"); Kristen Turkal and Will Gutowsky of BGE, Inc. ("BGE"); Mackenzie Osborne of Inframark, LLC ("Inframark"); Julie Peak of Masterson Advisors LLC ("Masterson"); and Mitchell G. Page and Peyton Ellis of Schwartz, Page, & Harding, L.L.P. ("SPH").

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

PUBLIC COMMENTS

The Board considered public comments. There being no members of the public in attendance, the Board continued to the next item of business.

APPROVAL OF MINUTES

The Board considered the approval of the minutes of its meeting held on February 19, 2024. After discussion of the draft minutes presented, Director Maham moved that such minutes be approved, as written. Director Goin seconded said motion, which unanimously carried.

BOOKKEEPER'S REPORT AND QUARTERLY INVESTMENT REPORT

Mr. Smith presented to and reviewed with the Board the Bookkeeper's Report dated March 18, 2024, a copy of which is attached hereto as **Exhibit A**. Following discussion, it was moved by Director Maham, seconded by Director Russo and unanimously carried, that the Bookkeeper's Report be approved, as presented, and the disbursements listed therein be approved for payment,

with the exception of check no. 3539, which was voided.

UNCLAIMED PROPERTY

The Board next considered authorizing the District's consultants to research their records for unclaimed property and authorizing the District's Bookkeeper and Tax Assessor-Collector to prepare Unclaimed Property Reports as of March 1, 2024. Following discussion, Director Maham moved that the District's consultants be authorized to research the District's records for unclaimed property and that the District's Bookkeeper and Tax Assessor-Collector be authorized to prepare Unclaimed Property Reports as of March 1, 2024. Director Helbig seconded said motion, which unanimously carried.

TAX ASSESSOR-COLLECTOR'S REPORT

Ms. Maddox presented to and reviewed with the Board the Tax Assessor-Collector's Report and Delinquent Tax Roll for the month of February 2024, a copy of which is attached hereto as **Exhibit B**. Following discussion, Director Maham moved that the Tax Assessor-Collector's Report be approved, as presented, and the disbursements listed therein be approved for payment. Director Russo seconded said motion, which unanimously carried.

DELINQUENT TAX COLLECTIONS REPORT

The Board deferred consideration of a Delinquent Tax Report, as it was noted that none was due at this time from Perdue, Brandon, Fielder, Collins & Mott, L.L.P. ("Perdue Brandon"), delinquent tax attorneys for the District.

PROPOSED UNLIMITED TAX BONDS, SERIES 2024 ("SERIES 2024 DRAINAGE BONDS") AND UNLIMITED TAX PARK BONDS, SERIES 2024A ("SERIES 2024A PARK BONDS")

The Board considered the status of the preparation of Bond Application Report No. 7 ("BAR No. 7") in connection with the issuance of the District's Series 2024 Drainage Bonds and Series 2024A Park Bonds. In connection therewith, Mr. Page advised the Board that BGE is in the process of preparing BAR No. 7 for filing on an expedited basis with the Texas Commission on Environmental Quality. It was noted that no action was required by the Board in connection with this matter at this time.

ENGINEER'S REPORT

Ms. Turkal presented to and reviewed with the Board the Engineer's Report dated March 18, 2024, a copy of which is attached hereto as **Exhibit C**, including the pay estimates and change orders listed therein. Mr. Page noted that the acceptance of the Conveyances and Bills of Sale of Facilities reflected in the Engineer's Report would be deferred.

Ms. Turkal presented to and reviewed with the Board a Proposal for Landscape Consulting Services submitted by Fielder Consulting LLC ("Fielder"), a copy of which is attached hereto as

Exhibit D, and noted that such proposal provides that Fielder will perform the irrigation and landscape inspection services necessary for conducting an audit of the District's irrigation system.

Following discussion of the Engineer's Report, Director Cook moved that the Engineer's Report and the actions recommended therein be approved, as presented, including the Proposal for Landscape Consulting Services to be performed by Fielder, as set forth in the Engineer's Report. Director Russo seconded the motion, which unanimously carried.

LANGHAM CREEK DETENTION PHASE 2 ("PHASE 2B – CONTRACT 2 PROJECT")

The Board then considered the status of the Phase 2B – Contract 2 Project, and noted that there were no items for discussion in connection with this matter at this time.

OPERATOR'S REPORT

Ms. Osborne presented to and reviewed with the Board an Operations and Maintenance Report for the month of February 2024, a copy of which is attached hereto as **Exhibit E**. Following review and discussion, it was noted that no action was required by the Board in connection with the Operations and Maintenance Report.

CAPACITY COMMITMENT LETTERS

Mr. Page advised that there were no new requests for commitments received.

RECREATIONAL FACILITIES MAINTENANCE; WILDLIFE; SECURITY

The Board considered the status of mowing and maintenance of the District's facilities. In connection therewith, Mr. Page advised the Board that SPH has prepared a draft letter agreement between the District and Bridgeland Council, Inc. ("Council") for the placement of fish habitat structures within Honey Creek Lake and Dragon Fly Lake by the Bridgeland Fish Habitat Group, as previously authorized by the Board. He then presented and reviewed said draft agreement with the Board. Following discussion, the Board concurred to defer the approval of the draft letter agreement between the District and Council at this time.

REVIEW AND APPROVAL OF WATER CONSERVATION PLAN AND DROUGHT CONTINGENCY PLAN

Mr. Page advised the Board that, in accordance with the Texas Water Code, the District is required to review and, if appropriate, revise its Water Conservation and Drought Contingency Plan (the "Plan") every five years. Mr. Page noted the Board's previous desire to adjust the Plan and presented and reviewed an updated draft of the proposed Plan, a copy of which is attached hereto as **Exhibit F**. He noted that such draft provides for, among other things, site-specific water reductions and water reductions based upon landscape type. Following review and discussion, it was moved by Director Cook, seconded by Director Helbig and unanimously carried, that: (i) the revised Plan be approved, as presented, (ii) the Resolution Regarding Review of Water Conservation and Drought Contingency Plan, a copy of which is included in **Exhibit F**, be

approved, and the President be authorized to execute same on behalf of the Board and the District, and (iii) SPH be authorized to file the updated Plan with the appropriate authorities, as required.

BRIDGELAND EMERGENCY COMMUNICATIONS COMMITTEE

The Board then considered the status of the Emergency Communications Committee and noted there was nothing new to report at this time.

BRIDGELAND WATER AGENCY (THE "AGENCY")

The Board noted that it would discuss matters relative to the Agency during Executive Session.

WEBSITE UPDATES

Mr. Page presented to and reviewed with the Board a Communication Report dated March 18, 2024, as prepared by Touchstone District Services, LLC ("Touchstone"), a copy of which is attached hereto as **Exhibit G**. Director Cook expressed the desire to incorporate updated photographs of the District's lakes on the District's new website, and inquired as to whether the Board would be amenable to same. Following discussion, it was moved by Director Cook, seconded by Director Maham and unanimously carried, that Director Cook be authorized to obtain new photographs of the District's lakes at a cost not to exceed \$250.00.

RUE TRACT AND HORNBERGER TRACT ANNEXATIONS

The Board considered the status of annexation of the 154 acres (the "Rue Tract") and the adjacent 168 acres (the "Hornberger Tract") as previously requested by TPHTL House Hahl, LLC. Mr. Page advised that the drainage study has not yet been approved by the Harris County Flood Control District, and that the City of Houston (the "City") would not act upon any annexation consent petitions until such approval has been received. Given the lengthened annexation timeline, the Developer will add a 17.48-acre annexation tract to be filed with the City for consent along with the Rue and Hornberger annexation request, as well as a 8.03 acre tract to be excluded from the District's boundaries. The Board took no action regarding this item.

DEVELOPER'S REPORT

Mr. Page presented to and reviewed with the Board the home inventory report through February 2024, as prepared by Bridgeland Development, LP, a copy of which is attached hereto as **Exhibit H**. It was noted that no action was required by the Board in connection with such report.

ATTORNEY'S REPORT

The Board considered the attorney's report. Mr. Page advised that he had nothing further of a legal nature to discuss with the Board at this time.

SUPPLEMENTAL AGENDA

The Board next considered cancellation of the Directors Election called for May 4, 2024. Mr. Page advised that, in accordance with Subchapter C, Chapter 2 of the Texas Election Code, the District may cancel the Directors Election if each candidate whose name is to appear on the ballot and/or has registered as a write-in candidate is unopposed as of 5:00 p.m. on February 20, 2024. Mr. Page reported that, in such case, the Board may declare the unopposed candidates to be elected. Mr. Page then presented to and reviewed with the Board an Order Declaring Candidates Elected, a copy of which Order is attached hereto as **Exhibit I**. After discussion, Director Russo moved that (i) the Order Declaring Candidates Elected be adopted by the Board declaring Krystal Helbig, Laura Maham, and Robin Goin elected Directors of the District, each to serve a term of four years or until a successor is duly elected or appointed, (ii) the President be authorized to execute and the Secretary to attest same on behalf of the Board and the District, and (iii) the Directors Election called for May 4, 2024, be cancelled. Director Cook seconded said motion, which unanimously carried.

CLOSED SESSION

The President noted that the Board would enter into Closed Session at 1:35 p.m. Those in attendance other than the Board, Mr. Page and Ms. Ellis, exited the meeting at this time.

RECONVENE IN OPEN SESSION

The Board reconvened into Open Session at 2:19 p.m., with the Board, Mr. Page and Ms. Ellis in attendance.

Following discussion of matters relative to the Agency, it was moved by Director Cook, seconded by Director Maham and unanimously carried, that (i) SPH be authorized to prepare a letter to the Agency outlining the Board's reasons for considering the District's withdrawal from the Agency, and (ii) Directors Cook and Russo be authorized to present such letter to the Board of Trustees of the Agency at its next meeting on behalf of the Board and the District.

MATTERS FOR PLACEMENT ON FUTURE AGENDAS

The Board considered items for placement on future agendas. No other specific agenda items other than routine and ongoing matters, or those discussed above, were requested.

ADJOURNMENT

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

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Krystal Helbig
Secretary

HARRIS COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NO. 159

LIST OF ATTACHMENTS TO MINUTES

March 18, 2024

- Exhibit A** – Bookkeeper's Report
- Exhibit B** – Tax Assessor-Collector's Report
- Exhibit C** – Engineer's Report
- Exhibit D** – Proposal for Landscape Consulting Services
- Exhibit E** – Operations and Maintenance Report
- Exhibit F** – Water Conservation and Drought Contingency Plan; Resolution Regarding Review of Water Conservation and Drought Contingency Plan
- Exhibit G** – Communications Report
- Exhibit H** – Home Inventory Report through February 2024
- Exhibit I** – Order Declaring Candidates Elected