

**MINUTES OF THE MEETING  
OF THE  
BOARD OF DIRECTORS**

June 6, 2024

THE STATE OF TEXAS	§
	§
COUNTIES OF FORT BEND AND WALLER	§
	§
WILLOW POINT MUNICIPAL UTILITY	§
DISTRICT OF FORT BEND AND	§
WALLER COUNTIES	§

The Board of Directors (the “Board”) of Willow Point Municipal Utility District of Fort Bend and Waller Counties (the “District”), met in regular session, open to the public, on Thursday, June 6, 2024, at 12:00 p.m., at 1980 Post Oak Boulevard, Suite 1380, Houston, Texas, a designated meeting place outside the boundaries of the District, and via ZOOM audio/video conference. The roll was called of the members of the Board, to-wit:

- |                 |   |                     |
|-----------------|---|---------------------|
| Ryan B. Niles   | - | President           |
| Will Gutowsky   | - | Vice President      |
| David L. Salley | - | Secretary           |
| Simon VanDyk    | - | Assistant Secretary |
| Chris Barge     | - | Assistant Secretary |

All members of the Board were present, thus constituting a quorum.

Also participating in the meeting were Mary Ann Mihills of Municipal Accounts & Consulting, L.P. (“MAC”), bookkeeper for the District; Lyndsay Evans and Albert Lazcano of Quiddity Engineering, LLC (“Quiddity”), engineer for the District; Lita Lemus of Utility Tax Service, LLC, tax assessor and collector for the District; Whitney Aelmore and Ryan Mapes of SiEnvironmental (“SiEnviro”), operator for the District; Joseph Hopper of Storm Water Solutions (“SWS”); John O’Donnell of WaterLogic; Justin Waggoner of Touchstone District Services (“Touchstone”); Josh Wailes of Mike Stone Associates; Dave Hall, a resident of the District and member of the Trails of Katy Homeowner’s Association (“Trails of Katy HOA”); Paul Breaux, a resident of the District; and Ryan E. LaRue and Alyssa Stanford (Legal Assistant) of Sanford Kuhl Hagan Kugle Parker Kahn LLP (“SK Law”), attorneys for the District.

The meeting was called to order at 12:01 p.m. Copies of the notices of the meeting are attached hereto.

**HEAR FROM PUBLIC**

The Board noted that there were no members of the public who wished to address the Board.

**APPROVE MINUTES OF MEETING HELD MAY 2, 2024**

**BOOKKEEPER'S REPORT**

**TAX ASSESSOR/COLLECTOR'S REPORT**

**WATERLOGIC REPORT**

**REPORT FROM TOUCHSTONE DISTRICT SERVICES**

Upon motion by Director Barge, seconded by Director Niles, and after full discussion, the Board voted to:

- a. approve the Minutes of the meeting held May 2, 2024 as submitted;
- b. approve the Bookkeeper's Report, including payment of the bills;
- c. approve the Tax Assessor/Collector's Report for the month of May, noting that approximately 98.37% of the 2023 taxes have been collected; and
- d. approve the report submitted by WaterLogic;
- e. approve the report submitted by Touchstone; and
- f. adopt the Resolution Regarding Unclaimed Property, noting the District had \$644.34 in unclaimed property, which amount would be submitted to the State of Texas.

Upon motion by Director Barge, seconded by Director Niles, and after full discussion, the Board voted four (4) ayes to zero (0) nays to approve the Bookkeeper's Report, including payment of the bills and approval of investment report, with the exception of Check No. 3734 made payable to Touchstone.

Director VanDyk abstained from voting on payment of Check No. 3734 made payable to Touchstone.

Copies of the Bookkeeper's Report, the Tax Assessor/Collector's Report, the report submitted by WaterLogic, and the report submitted by Touchstone are attached hereto.

**CONSIDER RENEWAL OF KATY ECONOMIC DEVELOPMENT COUNCIL MEMBERSHIP**

Mr. LaRue presented to and reviewed with the Board a proposal from the Katy Economic Development Council (“KEDC”) regarding renewal of the District’s membership. He noted that last year, the Board approved the District’s membership with KEDC in the amount of \$1,250.00.

Upon motion by Director Barge, seconded by Director VanDyk, and after full discussion, the Board voted unanimously to approve renewal of the District’s membership with KEDC in the amount of \$1,250.00.

**HEAR REPORT FROM HOA**

Mr. Hall stated that he had nothing to report at this time.

The Board noted that no action was required.

**HEAR DEVELOPER’S REPORT**

The Board noted that no report was given.

**HEAR ENGINEER’S REPORT**

The Board recognized Ms. Evans, who reviewed with the Board the Engineer’s Report, a copy of which is attached hereto. She updated the Board on the status of ongoing construction projects within the District as detailed in such Report.

The Board recognized Mr. Lazcano, who presented to and reviewed with the Board a claim letter including pictures, invoices, and letters from Gael, Inc. in connection with construction of the Katy Townhomes Lift Station, as detailed in the Report. He stated that Gael, Inc. is requesting reimbursement in the amount of \$85,639.00 for labor and insurance extensions during a 6-month construction delay. He further stated that such delays were due to elevating the Lift Station and complying with requirements from CenterPoint Energy to relocate the access road, and that during such time, Quiddity issued a notice to halt work. He noted that requests for compensation of labor during construction delays are not common. The Board discussed the same.

Upon motion by Director Barge, seconded by Director VanDyk, and after full discussion, the Board voted unanimously to request that SK Law review the claim submitted by Gael, Inc. and that Quiddity present a recommendation regarding a response to the claim at the next meeting of the Board.

Ms. Evans then presented to and reviewed with the Board Pay Estimate No. 11 from Gael, Inc. in the amount of \$51,930.00 in connection with construction of the Katy Townhomes Lift Station, noting that such Pay Estimate is not related to the claim submitted by Gael, Inc.

Upon motion by Director Barge, seconded by Director Niles, and after full discussion, the Board voted unanimously to approve Pay Estimate No. 11 from Gael, Inc. in the amount of \$51,930.00 in connection with construction of the Katy Townhomes Lift Station, noting that such Pay Estimate is not related to the claim submitted by Gael, Inc. By the same motion, the Board voted unanimously to approve the Engineer's Report as submitted.

**CONSIDER PROPOSAL FROM MIKE STONE ASSOCIATES**

The Board recognized Mr. Wailes, who submitted to and reviewed with the Board a proposal for services in connection with upcoming landscaping projects in the District, a copy of which is attached hereto.

Mr. Wailes stated that the services provided by Mike Stone Associates can be tailored to address the needs of the District, and offers several landscaping contractors with whom they work frequently. The Board requested that Mr. Wailes provide a proposal including hourly rates and an overall cost estimate, including descriptions of services.

**HEAR OPERATOR'S REPORT**

The Board recognized Mr. Mapes, who reviewed with the Board the Operator's Report, a copy of which is attached hereto, as well as the list of "High Water Users". He also reviewed with the Board the delinquent list, a copy of which is attached hereto.

Upon motion by Director Barge, seconded by Director Niles, and after full discussion, the Board voted unanimously to authorize termination of service to the customers listed on the delinquent list, as the customers were neither participating in the meeting nor presented any written statement on the matter.

By the same motion, the Board voted unanimously to approve the Operator's Report as submitted.

**HEAR REPORT FROM STORM WATER SOLUTIONS**

The Board recognized Mr. Hopper, who reviewed with the Board a report and pictures regarding drainage and detention facilities, a copy of which is attached hereto.

Mr. Hopper then presented to and reviewed with the Board a proposal to repair and revegetate eroded areas on the southern swale adjacent to the Wastewater Treatment Plant in the amount of \$5,275.00, a copy of which is attached hereto.

Upon motion by Director VanDyk, seconded by Director Barge, and after full discussion, the Board voted unanimously to approve the proposal to repair and revegetate the eroded areas on the southern swale adjacent to the Wastewater Treatment Plant in the amount of \$5,275.00.

**HEAR ATTORNEY'S REPORT**

**Discuss waste collection services contract**

Mr. LaRue stated that the Districts Agreement with Texas Pride Disposal expires on October 31, 2024. The Board discussed the quality of service from Texas Pride Disposal, noting that notifications of delays in service have not been relayed to the Board despite requests for Texas Pride Disposal to do so.

The Board noted that no action was needed at this time.

**Consider approval of Assignment and Assumption of Reimbursement Agreement**

Mr. LaRue presented to and reviewed with the Board an Assignment and Assumption of Reimbursement Agreement between PD Real Estate, LLC and DPEG BTR Anserra, LP.

Upon motion by Director Barge, seconded by Director Niles, and after full discussion, the Board voted unanimously to approve the Assignment and Assumption of Reimbursement Agreement between PD Real Estate, LLC and DPEG BTR Anserra, LP.

**Consider approval of amendment to Facilities and Operating Costs Reimbursement Agreement**

**[DPEG BTR Anserra, LP]**

Mr. LaRue stated that the Attorney General of Texas (the "AG") has updated the requirements for Facilities and Operating Costs Reimbursement Agreements and that the Agreement between the District

and DPEG BTR Anserra, LP must be updated to reflect the most recent requirements issued by the AG in connection with the issuance of bonds.

Upon motion by Director Barge, seconded by Director Niles, and after full discussion, the Board voted unanimously to approve amendments to the Facilities and Operating Costs Reimbursement Agreement with DPEG BTR Anserra, LP to conform with the AG requirements.

**Consider acceptance of conveyance of various reserves**

Mr. LaRue reviewed with the Board a Special Warranty Deed conveying Reserves A and E of Anserra Section 7 from Ventana Development Katy, Ltd. to the District.

Upon motion by Director Barge, seconded by Director VanDyk, and after full discussion, the Board voted unanimously to accept conveyance of Reserves A and E of Anserra Section 7 from Ventana Development Katy, Ltd. to the District.

**Authorize correspondence to property owner regarding grease trap cleaning**

Mr. LaRue updated the Board regarding the resident of the District that has been observed cleaning a grease trap with runoff from such cleaning entering the District's water. He stated that the resident is in violation of the Rate Order, and recommended sending a letter notifying the resident of the same.

Upon motion by Director Barge, seconded by Director Niles, and after full discussion, the Board voted unanimously to authorize correspondence to the resident regarding grease trap cleaning.

**ACCEPT RESIGNATION OF DIRECTOR**

Mr. LaRue informed the Board that Director Barge has submitted a letter of resignation from the Board, a copy of which is attached hereto. Upon motion by Director Barge, seconded by Director Niles, and after full discussion, the Board voted unanimously to accept the letter of resignation as submitted.

**CONSIDER APPOINTING NEW DIRECTOR**

Mr. LaRue informed the Board that Mr. Breaux has agreed to serve on the Board to fill the vacancy on the Board left by the resignation of Director Barge.

Upon motion by Director VanDyk, seconded by Director Niles, and after full discussion, the Board voted unanimously to appoint Mr. Breaux as Director to fill the vacancy on the Board.

**ACCEPT SWORN STATEMENT AND OATH**

Director Breaux then executed a Sworn Statement and took the Constitutional Oath of Office, all in accordance with the provisions of Section 49.055 of the Texas Water Code. Upon motion by Director VanDyk, seconded by Director Niles, and after full discussion, the Board voted unanimously to accept the Sworn Statement and Oath and to authorize that each be filed and retained in the District’s official records, and that such Oath be filed with the Secretary of State of the State of Texas.

**CONSIDER RECONSTITUTING BOARD**

The Board then considered reconstituting the Board and filing of a District Registration Form. Upon motion by Director VanDyk, seconded by Director Niles, and after full discussion, the Board voted unanimously to elect the following slate of officers:

- |               |   |                     |
|---------------|---|---------------------|
| Ryan Niles    | - | President           |
| Will Gutowsky | - | Vice President      |
| David Salley  | - | Secretary           |
| Simon VanDyk  | - | Assistant Secretary |
| Paul Breaux   | - | Assistant Secretary |

The Board then authorized preparation of a revised District Registration Form and filing of the same with the Texas Commission on Environmental Quality (“TCEQ”).

THERE being no further business to come before the Board, the meeting was adjourned.

**[SIGNATURE PAGE FOLLOWS]**

PASSED, APPROVED AND ADOPTED this 1<sup>st</sup> day of August, 2024.



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Secretary, Board of Directors

(SEAL)

