

MINUTES OF REGULAR MEETING
THE WOODLANDS ROAD UTILITY DISTRICT NO. 1
February 25, 2019

The Board of Directors (the "Board") of The Woodlands Road Utility District No. 1 (the "District") met in Regular Session, open to the public, on the 25th day of February, 2019, at 10:00 a.m., at the regular meeting place of the Board at 2455 Lake Robbins Drive, The Woodlands, Montgomery County, Texas, outside the boundaries of the District, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Bill A. Neill	Chairman
Richard A. DeBone	Vice Chairman
Winton R. Davenport, Jr.	Secretary
Gil Staley	Assistant Secretary
Lloyd W. Matthews	Assistant Secretary
Bruce Rieser	Director

with all of said persons being present, with the exception of Directors DeBone and Staley, thus constituting a quorum. Also present were Dan Kolkhorst of The Woodlands Land Development Company, L.P. ("TWLDC"), Mark Miller of Municipal Accounts & Consulting, L.P. ("MA&C"), Donnie Reed of LJA Engineering, Inc. ("LJA"), Todd Stephens of The Woodlands Township ("TWT"), Jim McGrath of Begala-McGrath, LLC ("Begala-McGrath"), and Bryan Yeates of Schwartz, Page & Harding, L.L.P. ("SPH").

The Chairman called the meeting to order and announced that a quorum was present and declared it open for such business as might regularly come before the Board.

PUBLIC COMMENT

There were no comments received from the public.

MINUTES OF MEETING

The Board reviewed the minutes of the meeting held on January 28, 2019. Following review and discussion, Director Matthews moved that such minutes be approved, as presented. The motion was seconded by Director Davenport and carried by unanimous vote.

APPOINTMENT OF A NEW DIRECTOR TO FILL THE VACANCY ON THE BOARD

The Board deferred consideration of the appointment of a new director to fill the vacancy on the Board of Directors.

TERMINATION OF CHICAGO BRIDGE & IRON ("CB&I") TAX ABATEMENT AGREEMENT

Mr. Yeates advised the Board that the termination of the CB&I Tax Abatement Agreement was completed, and that payment was received by the District's tax assessor/collector

on February 22, 2019 relative to same. No action was taken by the Board in connection with this matter.

ENGINEER'S REPORT

The Board next considered the Engineer's Report. Mr. Reed discussed with the Board the newly updated District project map, and asked if the directors would like for him to obtain a proposal for GIS mapping of the facilities depicted on the map. Following discussion, the Board concurred that Mr. Reed obtain a proposal for GIS mapping of the District facilities for discussion at their next meeting.

DEVELOPER'S REPORT

There was no report to be presented at this time.

TAX ASSESSOR/COLLECTOR REPORT

The Board next reviewed a written report prepared by Ms. Tammy McRae, the District's tax assessor/collector, concerning the accounting for and disbursement of tax collections for the month of January, 2019. During such review, it was noted that, after adjustments, 83.92% of the District's 2018 taxes have been collected as of January 31, 2019. A copy of such report is attached hereto as **Exhibit A**.

BOOKKEEPER'S REPORT

Mr. Miller presented to and reviewed with the Board a bookkeeping report, dated as of February 25, 2019 including a list of bills and charges to be paid, as prepared by MA&C. Following discussion, Director Davenport moved to approve such report and pay the bills and charges listed therein, with the exception of check nos. 2288 and 2290, which were voided. The motion was seconded by Director Matthews and carried by unanimous vote. A copy of the bookkeeping report thus approved is attached hereto as **Exhibit B**.

ANNUAL SURVEY OF WAGE RATE SCALES

The Board considered the review of an annual survey of prevailing wage rates for construction projects and the adoption of a Resolution in connection therewith. In that regard, Mr. Yeates reported that SPH is recommending that the District adopt the applicable United States Department of Labor ("DOL") wage rate scales, as permitted under Section 2258.022 of the Government Code. Following discussion, Director Matthews moved that the applicable DOL wage rate scales be adopted as the District's prevailing wage rate scale for construction projects, and that the Resolution Adopting Prevailing Wage Rate Scale for Construction Projects attached hereto as **Exhibit C** be adopted by the Board. The motion was seconded by Director Davenport and carried by unanimous vote.

SUPPLEMENTAL AGENDA

The Board considered the cancellation of the Directors Election called for May 4, 2019. Mr. Yeates 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 15, 2019. In such case, the Board may declare the unopposed candidates to be elected. In that regard, there was presented to the Board a certificate of the Secretary declaring all candidates unopposed. Mr. Yeates then presented and reviewed the Order Declaring Candidates Elected, a copy of which is attached hereto as **Exhibit D**. After discussion, Director Davenport moved that the Order be adopted by the Board declaring Richard DeBone and Gil Staley elected Directors of the District, each to serve a term of two years or until a successor is duly elected or appointed, that the Chairman or Vice Chairman be authorized to execute and the Secretary or Assistant Secretary to attest same on behalf of the Board and the District, and that the Directors Election called for May 4, 2019, be cancelled. Director Rieser seconded said motion, which unanimously carried.

PROPOSED DISTRICT WEBSITE

The Board deferred consideration of the proposed District website.

CONTINUED ENGAGEMENT OF PUBLIC AFFAIRS CONSULTANT

The Board deferred discussion relative to the continued engagement of the public affairs consultant.

CLOSED SESSION

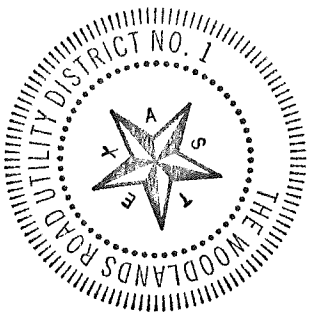
The Chairman announced that a closed session would not be necessary.

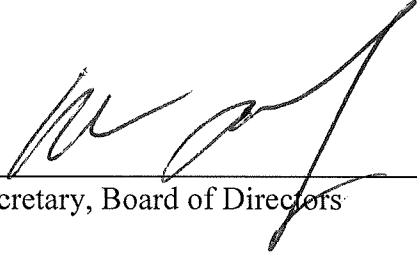
ADJOURNMENT

There being no further matters to come before the Board, Director Davenport moved that the meeting be adjourned. The motion was seconded by Director Matthews and carried by unanimous vote, and the meeting was adjourned.

(SEAL)

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Secretary, Board of Directors

List of Attachments to
The Woodlands Road Utility District No. 1
Minutes of Meeting of February 25, 2019

- Exhibit A – Tax Assessor/Collector Report for January 2019
- Exhibit B – Bookkeeper's Report
- Exhibit C – Resolution Adopting Prevailing Wage Rate Scale for Construction Projects
- Exhibit D – Order Declaring Candidates Elected