

MINUTES OF REGULAR MEETING  
THE WOODLANDS ROAD UTILITY DISTRICT NO. 1  
May 17, 2021

The Board of Directors ("Board") of The Woodlands Road Utility District No. 1 ("District") met in regular session on May 17, 2021, in accordance with the duly posted notice of meeting. The meeting was held via telephone conference call pursuant to Texas Government Code, Section 551.125, as amended, and as modified by the temporary suspension of various provisions thereof effective March 16, 2020, by the Governor of Texas in accordance with the Texas Disaster Act of 1975, all as related to the Governor's proclamation on March 13, 2020, certifying that the COVID-19 pandemic poses an imminent threat of disaster and declaring a state of disaster for all counties in Texas. The roll was called of the duly constituted officers and members of the Board, as follows:

Bill A. Neill	Chairman
Richard A. DeBone	Vice Chairman
Nelda Blair	Secretary
Gil Staley	Assistant Secretary
Lloyd W. Matthews	Assistant Secretary
Mark Keough	Director
Bob Milner	Director

with all of said persons being present, with the exception of Director Keough, thus constituting a quorum.

Also present were Donnie Reed of LJA Engineering, Inc. ("LJA"), Dan Kolkhorst of The Howard Hughes Corporation ("Howard Hughes"), Mark Miller of Municipal Accounts & Consulting, L.P. ("MA&C"), Todd Stephens of The Woodlands Township ("TWT"), Kevin Garrity, Lauro Porto and Jonathan Quander of Exxon Mobil Corporation ("Exxon"), Jenny Taylor, Andrew Wilson and John Wilson, representatives of Market Street, and Bryan Yeates and Peyton Ellis of Schwartz, Page & Harding, L.L.P. ("SPH").

**EXPLANATION OF TELEPHONE CONFERENCE MEETING PROCEDURES**

Mr. Yeates explained to the Board the procedures to be used during the telephone conference call meeting. In connection therewith, he informed the participants that the meeting would be recorded, and requested that participants clearly state his or her name before speaking, including when making or seconding a motion. Mr. Yeates further explained that he would conduct a roll call vote for all motions and that Board members should wait to vote on the motion until his or her name has been called. Similarly, Mr. Yeates stated that a full roll call of all participants will be conducted at the start of each telephone conference meeting for attendance purposes.

The Chairman called the meeting to order and declared it open for such business as may regularly come before the Board.

## **PUBLIC COMMENTS**

The Board began by opening the meeting for public comments. There being no members of the public present on the call, the Board continued to the next item of business.

## **MINUTES OF MEETING**

The Board reviewed the minutes of the meeting held on April 19, 2021. Following review and discussion, Director Milner moved that such minutes be approved, as presented. The motion was seconded by Director DeBone and carried by unanimous vote.

## **DISCUSSION REGARDING TERMINATION OF HL CHAMPION HOLDING COMPANY, LLC ("HL CHAMPION") AND EXXON TAX ABATEMENT AGREEMENT**

Discussion ensued regarding the termination of the Tax Abatement Agreement between the District, HL Champion and Exxon (the "Agreement"). In connection therewith, Mr. Yeates presented to and reviewed with the Board correspondence received from Exxon notifying the District that Exxon has transferred additional employees into Building B of Exxon's facilities in order to satisfy the terms of the Agreement and prevent the termination of the Agreement. A copy of said correspondence is attached hereto as **Exhibit A**. Mr. Yeates confirmed that Exxon is now in compliance with the terms of the Agreement and advised that termination of same will no longer be necessary. Following discussion, no action was required of the Board in connection with this matter.

Mr. Garrity, Mr. Porto and Mr. Quander exited the meeting at this time.

## **ENGINEER'S REPORT**

The Board considered the Engineer's Report. Mr. Reed advised that he had nothing new to report to the Board at this time.

## **DEVELOPER'S REPORT**

The Board considered the Developer's Report. Mr. Kolkhorst advised the Board that the landscaping improvement project located at Lake Woodlands Drive is now complete and noted that he expects to be able to present the Board with the final invoice and a change order in connection with the pipeline landscaping at the Board's next meeting.

## **TAX ASSESSOR/COLLECTOR REPORT**

The Board next reviewed a written report prepared by Ms. Tammy McRae, the District's tax assessor/collector, and presented by Mr. Yeates, concerning the accounting for and disbursement of tax collections for the month of April, 2021. A copy of such report is attached hereto as **Exhibit B**.

**ATTORNEY'S REPORT**

The Board next considered the Attorney's Report. Mr. Yeates advised the Board of correspondence received from Ms. Tammy McRae, the District's tax assessor/collector, requesting that the District submit a check in the amount of \$18,960.37 to Montgomery Central Appraisal District ("MCAD") to cover a shortage of tax funds due to insufficient tax collections during the month of April 2021. A copy of said correspondence is included in **Exhibit B**.

**BOOKKEEPER'S REPORT**

Mr. Miller presented to and reviewed with the Board a bookkeeping report, dated as of May 17, 2021, including a list of bills and charges to be paid, as prepared by MA&C. Following discussion, Director Matthews moved to approve such report and pay the bills and charges listed therein. The motion was seconded by Director Staley and carried by unanimous vote. A copy of the bookkeeping report thus approved is attached hereto as **Exhibit C**.

**UNCLAIMED PROPERTY REPORT AS OF MARCH 1, 2021**

The Board considered approval of an Unclaimed Property Report as of March 1, 2021, prepared by MA&C and the filing of same with the State Comptroller prior to July 1, 2021. A copy of said Report is attached hereto as **Exhibit D**. In connection therewith, Mr. Miller stated that the District has no unclaimed funds to escheat to the State Comptroller. Following discussion, Director Milner moved that MA&C be authorized to file said Report with the State Comptroller prior to July 1, 2021. Director Staley seconded said motion, which unanimously carried.

**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 Milner moved that the meeting be adjourned. The motion was seconded by Director Blair 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 May 17, 2021

- Exhibit A - Correspondence regarding Notice of Default of Tax Abatement Agreement
- Exhibit B - Tax Assessor/Collector's Report for April 2021
- Exhibit C - Bookkeeper's Report
- Exhibit D - Unclaimed Property Report