

THE WOODLANDS ROAD UTILITY DISTRICT NO. 1

Minutes of Meeting of Board of Directors

May 18, 2026

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 18th day of May, 2026, 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:

Nelda Blair	Chairman
Alexander Sutton	Vice Chairman
Gil Staley	Secretary
Daniel T. Hannon	Assistant Secretary
Randolph V. Schulze	Assistant Secretary
Mark Keough	Director
Richard Franks	Director

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

Also present were Miguel Medina of Municipal Accounts & Consulting, L.P. ("MA&C"); Michael Keck of LJA Engineering, Inc. ("LJA"); Dan Kolkhorst of The Howard Hughes Corporation ("Howard Hughes"); Jonathan McMillian of LANDology, LLC ("LANDology"); Todd Stephens of The Woodlands Township; and Bryan Yeates of Schwartz, Page & Harding, L.L.P. ("SPH").

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

PUBLIC COMMENT

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

MINUTES OF MEETING

The Board reviewed the minutes of its meeting held on April 20, 2026. Following review and discussion of the draft minutes presented, it was moved by Director Hannon, seconded by Director Staley and unanimously carried, that the minutes of the April 20, 2026, meeting be approved, as written.

ACCEPTANCE OF QUALIFICATION STATEMENTS, BONDS, OATHS OF OFFICE, ELECTIONS NOT TO DISCLOSE CERTAIN INFORMATION, AND AFFIDAVITS OF CURRENT DIRECTOR FOR DIRECTORS BLAIR, SUTTON AND HANNON

The Board next considered the acceptance of Qualification Statements, Official Bonds,

Oaths of Office, Affidavits of Current Director and Elections Not to Disclose Certain Information for Directors Blair, Sutton and Hannon in connection with their election to the Board of Directors of the District. Following discussion, it was moved by Director Franks, seconded by Director Staley and unanimously carried, that the Board accept such Qualification Statements, Official Bonds, Oaths of Office, Affidavits of Current Director and Elections Not to Disclose Certain Information, and declare Nelda Blair, Alexander Sutton and Daniel T. Hannon to be duly elected and qualified Directors of the District.

ELECTION OF OFFICERS

The Board next considered the election of officers and the reorganization of the Board. Following discussion, it was moved by Director Keough, seconded by Director Hannon and unanimously carried, that the current officers of the Board continue to serve in their respective officer positions.

DISTRICT REGISTRATION FORM

The Board next considered authorizing the preparation and filing of a District Registration Form, as required by the rules of the Texas Commission on Environmental Quality ("TCEQ"). Mr. Yeates explained that, in accordance with certain provisions of the Texas Water Code and rules of the TCEQ, the District is required to provide the names, mailing addresses, officer positions and terms of new directors with the TCEQ within thirty days (30) after an election or appointment. He advised that, with the Board's approval, SPH will prepare an updated District Registration Form and file same with the TCEQ. Following discussion, it was moved by Director Franks, seconded by Director Keough and unanimously carried, that SPH be authorized to prepare the updated District Registration Form, as discussed, and file same with the TCEQ.

LOCAL GOVERNMENT OFFICERS LIST

Mr. Yeates advised the Board that it would not be necessary to prepare a local government officers list at this time, as no changes have been made to the offices of the Directors or to the investment officers for the District. Following discussion, no action was taken by the Board in connection with this matter.

ENGINEER'S REPORT

The Board considered the Engineer's Report. Mr. Keck and Mr. McMillian provided the Board with an update regarding the Woodlands Parkway at Grogan's Mill Road Intersection Project (the "Project"). Mr. McMillian presented to and reviewed with the Board a handout regarding the current status of the Project, a copy of which is attached hereto as **Exhibit A**.

Mr. McMillian then presented to and reviewed with the Board a Work Order Estimate provided by Berkeley Services in the amount of \$119,686.83 for the conversion of the temporary irrigation currently installed to be part of the existing permanent irrigation system, a copy of which is attached hereto as **Exhibit B**. Mr. McMillian requested that the Board approve Change Order No. 5 to Millis Development & Construction, LLC, in an amount not to exceed \$133,000.00, accordingly, to cover the costs for such work. Following review and discussion, it was moved by Director Keough, seconded by Director Hannon and unanimously carried, that Change Order No.

5 to Millis Development & Construction, LLC, be approved, in an amount not to exceed \$133,000.00.

Mr. McMillian then presented and reviewed Change Order No. 4 to Millis Development & Construction, LLC, in the amount of \$12,092.67, and requested the Board's approval of same. A copy of Change Order No. 4 is attached hereto as **Exhibit C**. Following discussion, it was moved by Director Keough, seconded by Director Franks and unanimously carried, that said Change Order No. 4 to Millis Development & Construction, LLC, in the amount of \$12,092.67, be approved.

Mr. McMillian then presented to and reviewed with the Board two (2) invoices received from Entergy Texas, Inc. for services provided to the District, copies of which are attached hereto as **Exhibit D**, and requested the Board's approval for the payment of same. Following discussion, it was moved by Director Staley, seconded by Director Franks and unanimously carried, that the invoices presented be approved for payment.

MONTGOMERY COUNTY SYNCHRONIZATION OF TRAFFIC SIGNALS IN TOWN CENTER AREA

The Board next discussed Montgomery County's synchronization of traffic signals in the Town Center area. Following the discussion, the Board deferred any action on the matter at this time.

DEVELOPER'S REPORT

The Board considered the Developer's Report. In connection therewith, Mr. Kolkhorst advised that they had nothing to report to the Board at this time.

ANNEXATION OF LANDS TO AND/OR EXCLUSION OF LANDS FROM THE BOUNDARIES OF THE DISTRICT

Mr. Kolkhorst provided the Board with an update relative to the status of the proposed exclusion of property from the boundaries of the District and the simultaneous annexation of property into the boundaries of the District. It was noted that no action was required by the Board at this time.

TAX ASSESSOR/COLLECTOR REPORT

The Board 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 April 2026. During such review, it was noted that after adjustments, 99.28% of the District's 2025 taxes have been collected as of April 30, 2026. A copy of such report is attached hereto as **Exhibit E**.

BOOKKEEPER'S REPORT

Mr. Medina presented to and reviewed with the Board the Bookkeeper's Report dated May 18, 2026, as presented by MA&C, including a list of bills and charges to be paid by the District.

He additionally presented the Quarterly Investment Inventory Report for the period ending March 31, 2026, a copy of which is included in the Bookkeeper's Report. Following discussion, it was moved by Director Staley, seconded by Director Keough and unanimously carried, that (i) the Bookkeeper's Report be approved, as presented, and the disbursements listed therein be approved for payment, and (ii) the Quarterly Investment Inventory Report for the period ending March 31, 2026, be approved, as presented, and the District's Investment Officers be authorized to execute same on behalf of the Board and the District. A copy of the Bookkeeper's Report is attached hereto as **Exhibit F**.

CYBERSECURITY AND ARTIFICIAL INTELLIGENCE TRAINING REQUIREMENTS

The Board next considered recent changes to cybersecurity and artificial intelligence training requirements for Directors of the District. Mr. Yeates then presented a memorandum from SPH regarding changes to such training requirements, a copy of which is attached hereto as **Exhibit G**, and discussed same with the Board. Mr. Yeates advised that all Directors of the District must annually complete a certified cybersecurity awareness training program prior to August 31 of the given year as required by Ch. 2063, Texas Gov't Code. He further advised that any Director of the District who uses a computer to perform at least 25% of his or her duties and has access to the District's computer system must also complete a certified artificial intelligence training program by August 31 of each year as required by Ch. 2054, Texas Gov't Code. Following discussion, Mr. Yeates noted that a link to the training programs created by the Department of Information Resources will be provided to Directors following the meeting, and requested that each Director notify SPH upon completion of each training program.

CLOSED SESSION

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

ADJOURNMENT

There being no further matters to come before the Board, upon motion made by Director Franks, seconded by Director Schulze and unanimously carried, the meeting was adjourned.




Secretary, Board of Directors

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LIST OF ATTACHMENTS TO MINUTES

May 18, 2026

Exhibit A –	Engineer's Report
Exhibit B –	Handout regarding the Woodlands Parkway at Grogan's Mill Road Intersection Project
Exhibit C –	Work Order Estimate
Exhibit D –	Change Order No. 4
Exhibit E –	Tax Assessor/Collector Report dated April 2026
Exhibit F –	Bookkeeper's Report Dated May 18, 2026
Exhibit G –	Memorandum regarding Cybersecurity and Artificial Intelligence Training Requirements