

PORTER SPECIAL UTILITY DISTRICT
MINUTES OF BOARD OF DIRECTORS SPECIAL MEETING
May 6, 2024

The Board of Directors (the Board or Directors) of Porter Special Utility District (the District) met in special session at 7:00 p.m., at 22162 Water Well Road, Porter, Texas 77365, on Monday, May 6, 2024, pursuant to notice of said meeting posted in accordance with Chapter 551 of the Texas Government Code.

1. **Call Meeting to Order** the President, after finding that the notice of the meeting was posted as required by law, called the meeting to order at 7:00 p.m. and declared it open for such business as may come before it.

a. Roll Call of the Board of Directors/Declaration of a Quorum

Doug Pillow	President
Jodi Ruonavar	Vice-President
Caroline Denham	Secretary
Danny Bridges	Treasurer
Jason Ashy	Director
Donald Bell	Director
Charlie Lyons	Director

Director Denham took the roll, all Directors were present in the District Board Room, except Director Bridges (who was running a bit late), thus constituting a quorum. Also attending for the District were: Jonathon Smith (General Manager), Jon Polley (Attorney) with Polley Garza PLLC, Israel Serrato-Garcia (Architect) with Lancaster + Wyatt Architects, LLP, Lynn Foster (General Contractor) with LDF Construction Inc., and Barrett Dyess, Caroline Menefee and Matt Rey (General Contractor) with Brayton Construction.

b. Invocation

Invocation led by Mr. Smith.

c. Pledges of Allegiance

Pledges of Allegiance led by Director Ashy.

2. Public Comment

None.

3. New Administration Building

Mr. Wyatt was not here, but Israel Serrato-Garcia was. Mr. Foster of LDF Construction is up first. He has been in business since January of 1999. He is a Texas A & M Engineering Graduate, US Navy Seabee and has been working with Tom Lancaster for over 20 years. He has built churches, offices, etc. He is currently building the Freedom Hall Veteran's Museum in Conroe, which is a \$3.6M project.

Director Bridges entered the meeting at 7:03pm.

He has also built fire departments all over, the ESD Maintenance Building for the Fire Department. It is a metal building similar to what we have. And many more buildings. Some have been negotiated jobs and not bid. He has five superintendents, and he is the Project Manager. They are out of Conroe, but have done work in Huntsville and Sugarland, but generally stays close to Conroe. He has worked with Lancaster + Wyatt many times and knows how to work with them. He asks questions through RFI's, subcontractors to him and then he goes to Lancaster + Wyatt. He does no change order work until the Board and Architect have approved and signed off on. He went through the plans thoroughly. He knows what is expected. Director Ashy asked how many current projects he has, and he indicated four. He has managed six to seven projects at one time, but not as these are larger projects. The Humble Fire Department and

the Freedom Hall are both wrapping up and two others will begin. He has a superintendent that is not currently working. The Humble Fire Department that is near City Hall is the first job for Humble. He gets repeat work. He has done fire departments in the Bryan/College Station and Rose Hill areas. He tries to stay local so he can personally check on them. Director Pillow asks if he normally comes in on time and Mr. Foster indicated that they usually do unless events like last week's flooding. Extreme weather events do affect projects. If there are rain delays, he will file time extensions and get them approved by Lancaster + Wyatt. Every day he does not finish costs him money. This is not a great big project for him, he is not belittling it, but he has done larger. The determining factor will be the metal building delivery. It usually takes four weeks for shop drawings, then a couple of weeks for approval, then delivery date of four to six weeks after that. But there still is plenty of work to be done in the meantime. Rigid, Red Dot, Whirlwind and Metal Alliance are metal building manufacturers. He knows them all. Subcontractors are known to him, and he has worked with some of them for 30 – 40 years. He has to be able to rely on them. The dirt work and concrete subs need to be good and trusted as well. He does not find them in the yellow pages. He believes that is a big advantage for him. Director Bell asks about the retaining wall. Is it on the drawings? Mr. Foster does not remember as he has bid on several other projects since this one. Yes, a concrete retaining wall is included in the bid. Everything that was in the plans, he has it covered. He will not hit us up for a bunch of change orders. Only if we need something different, or if an unseen condition comes up. Then it has to be approved by the Architect and Board. The bid form did not have a place for itemization, just totals. He can do one, if needed. Director Bell will leave that up to the Board. Director Ashy asks about warranty – one-year and compressors have other warranties. Director Ruonavar says that EMCID has other issues and are stuck. Say five years down road structural issues or leaks, if foundation problems, he builds to plans and specifications. If issues, then it could be an engineering issue. If proof roll, may have to do stabilization of pad. Does not have foundation problem unless engineer problem. Proof roll and have testing and should know if there is a problem. Select fill is tested too, as well as concrete. If done correctly and tests are correct, then should be no problem. Director Bell asks about his criteria for Change Orders. If not on plans, if something comes up then asks for change order. If it is something he missed, that is his problem. If the Board asks for

changes, then that is a change order. The whole job is based on those plans and specifications. He does bidding himself. He has been doing it since 1975, he's the owner. Director Lyons asks about soil from foundation issues. In this part of the County the soil is a lot different than in other areas of District. He has some that have differences on same project. Just did what was called for on the plans. He normally does soil borings when doing the plans from structural engineers. If he starts a project and it is more, then he will get with Lancaster + Wyatt and us. The Engineers and Architects will tell him what needs to be done. He will not make the recommendations. Mr. Foster left the meeting at 7:24 pm. He was the second highest bidder at \$2,921,000.00.

Director Bell wants them to break the bid down. On the retaining wall it is only the dumpster per Director Pillow, but Director Bell is asking Mr. Smith about the retaining wall. Director Pillow believes just the curbs. Director Bell says he could be wrong, as he has been wrong a couple of times. The ditch has a retaining wall. If we have questions, we need to ask Mr. Wyatt or Israel. The Civil drawing sheets show it.

Let's talk to Brayton and then go back to this with Israel.

The Representatives from Brayton Construction entered the meeting at 7:29 pm.

Their bid was \$95K less than LDF's. There are three Representatives. They did not know what to expect, so they came prepared for anything. They gave their thanks for having them. They are excited to be here. They are enough. VP is here. He oversees the Superintendents, Estimator is here too, and Ms. Menefee is the Assistant Project Manager. They work closely with the PM.

Was not sure what was needed, but they are a younger company, formed in 2018 by co-owners. Mr. Terry Smith oversees the office and Mr. Dyess chose the field portion. If we take anything away from this meeting is that they are transparent. They do not hide anything. They pride themselves on what works and answer questions beforehand. They do not like change orders. If they miss it – it is on them. There are three ways to do a change order. 1) if it is the Owner's directive, 2) the Architect makes a change or finds a hidden condition. When bid out it is open book. They do not markup subcontractors' numbers. And 3) They will show us the bids from every division. They usually will go with the middle cost and will show us if we want to see them. It is pretty cut and dry. They have a

good reputation and relationships. Said to feel free to call references. Any questions? Director Ashy asked about subcontractors. Do you work with the same group of guys? They have many so we get more of a variety. They check backgrounds and their financials to eliminate issues. They have worked with some of the same subs for over 25 years, but they are very competitive, but not necessarily the same ones. They will work with some subs we recommend if we would like. Director Pillow asked how many projects do they have going on now. Six to seven. They have a meeting every Monday and they talk about what projects are going on and the status of each one. So, if someone is out, someone else can fill in. They come in on time and on budget. They have not missed a project that they set a schedule on unless rain events or something unexpected. We have had issues with contractors being behind. Due to Covid had to make some changes. They try to source in town if at all possible. It depends on how you look at it. It depends on schedules. They have worked with Lancaster and Mr. Wyatt before. Director Bell asked who does take off on drawings. Educate him on the retaining wall, which is Division – 3 in concrete and included. Do you remember if that wall was supposed to have been going on NE corner. It is in several locations. For us in case flooded, to keep us out of water. The Engineer would know – it may be part of the Civil drawings and Bleyl would know. It is a part of concrete work. The generator and dumpster pads are part of the concrete work too. Division 8 is windows, thermal and moisture protection, refrigerators, etc. Mr. Wyatt put in allowances (and tv's too). Basically, the out the door price. There is an allowance the architect gave us. Hopefully a savings. Director Bell asked about the communication part of it. Cabling down – very limited – rough in boxes only and then we will connect IT or Security. That is Pandora's box when discussing security and IT. It depends on if CAT 5 or CAT 6. Some things not sure of, like kitchen equipment. Asking if owner needs – Guardian System because it was noted in Division 11. May not have to have, but it's included in the number. Did you mention jobs done similar to this? Listed in references (new packet). What jobs and did they come in on time? Yes, on time and budget. Pre-engineered metal buildings are 90% of the work. Metal building fabricators are Robert S. Henry, some local and Red Dot. Have not used Whirlwind and Rigid. They stay away from brokers. It was all pretty straight forward except for bullet proofing. Director Ashy asks if there is some stuff around here, they have already built? Any Municipality work? Any in Porter / New Caney – mostly Conroe, The

Woodlands and Greater Houston. They have seven projects in several phases. How many are under construction – five. Anything close to being finished? Legacy Prep, several Churches, Architects, four references – Pasadena First Baptist Church – worked with several times. \$7M, Legacy Prep. \$3.4 M should not be too much to handle. Better than a remodel. Anyone else? Director Ashy asked Ms. Menefee, if she was really the Assistant Manager. Her co-workers said she is very capable. She keeps them in line. Thank you for coming. Left at 7:49 pm

Director Pillow asked the Board what they thought? Director Bell indicated Brayton, Director Ruonavar said Brayton, Director Bridges liked them both. Director Ruonavar says she does not like them relying on Engineer pretty hard, Director Ashy thinks Brayton was overkill, Director Bell and Director Lyons think they are organized. Director Ashy likes the repeat business of Lynn Foster. He feels like both are capable. Director Bell thinks Lynn Foster is too little as he is wearing too many hats. Brayton does not have to do it all by themselves. Director Ashy believes there could be a breakdown of communication and is playing the devil's advocate. Director Lyons likes Brayton; Director Denham could go either way. Director Pillow says he seems like Brayton.

Upon motion by Director Lyons, seconded by Director Ruonavar after full discussion with all Directors present voting aye, it was decided to award the contract to Brayton Construction as General Contractors for the new Administration Building.

Mr. Smith has been talking to vendors – Gen Solutions can remove the generator from the Ford Road Plant to the new Administration building for \$13K. As soon as the notice of award and the notice to proceed are issued he will get with Penn Comp, Agient Security and EFS to work things out. He will get them connected. Israel will find out about the retaining wall. Believes it is 2' to 4.5 and 3.5'. Is the County requesting? One-half of the property is detention pond due to County. We had to do a retaining wall, and he will ask Jennifer at Bleyl and will send out an email, says Mr. Smith. It will be concrete block. Director Bell asks if it has ever flooded here? No, says Doug. Maybe only on the back side, but not on the front side.

200 days is just over 6 months. If we get finished in time, Director Ashy wants a Christmas Party at the new building.

4. Executive Session

None.

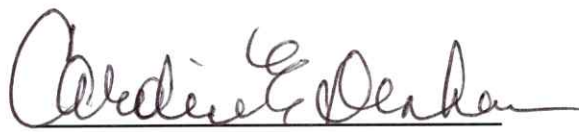
5. Adjournment

There being no further business to come before the Board, upon motion by Director Ashy, seconded by Director Lyons after full discussion and all Directors present voting aye, the meeting was adjourned at 7:58 p.m.

PASSED and **APPROVED** this the 20th day of May, 2024.



President, Board of Directors



Secretary, Board of Directors

