

MINUTES
FORT BEND COUNTY LEVEE IMPROVEMENT DISTRICT NO. 11

July 9, 2013

The Board of Directors (the "Board") of Fort Bend County Levee Improvement District No. 11 (the "District") met in regular session, open to the public, on the 9th day of July, 2013, inside the boundaries of the District, at Mike Stone Associates, Inc., 19875 Southwest Freeway, Suite 270, Sugar Land, Texas, and the roll was called of the members of the Board:

Justin Ring	President
Jared Jameson	Vice President/ Assistant Secretary
Stuart Rimes	Secretary/ Assistant Vice President

and all of the above were present except Director Jameson, thus constituting a quorum.

Also present at the meeting were Clark Carruth and Jeff Perry of Levee Management Services, LLC ("LMS"); Erin Garcia of Myrtle Cruz, Inc.; Greg Ordeneaux of Tax Tech, Inc.; Michael Rusk of LJA Engineering & Surveying, Inc. ("LJA"); SuEllen Staggs and Rick Ramirez of the City of Sugar Land; and Lynne B. Humphries and Nikole Cales of Allen Boone Humphries Robinson LLP ("ABHR").

MINUTES

The Board considered approving the minutes of the June 4, 2013, regular meeting, which was provided in advance of the meeting. Following review and discussion, Director Rimes moved to approve the minutes as submitted. Director Ring seconded the motion, which was approved by unanimous vote.

COMMENTS AND QUESTIONS FROM THE PUBLIC

There were no members of the public who wished to address the Board.

TAX ASSESSMENT AND COLLECTION MATTERS

Mr. Ordeneaux distributed and reviewed the tax assessor/collector's report, a copy of which is attached. He reported the District's 2012 taxes are 99.13% collected. After review and discussion, Director Ring moved to approve the tax assessor/collector's report and payment of the tax bills. Director Rimes seconded the motion, which passed unanimously.

OPERATION OF DISTRICT FACILITIES

Mr. Carruth distributed and reviewed the monthly operator's report, a copy of which is attached. He reviewed and discussed work completed by LMS during the last month as reflected in his report.

Mr. Carruth reported that a load bank test was performed on Generator No. 2 and noted the results showed Generator No. 2 is operating properly.

Mr. Carruth stated the District's generators were topped off with fuel and prepared for hurricane season.

Mr. Carruth updated the Board regarding LMS's Tiger Dam presentation. He recommended the Board consider utilizing the Tiger Dam for flood-fighting in at-risk areas. The Board requested Mr. Rusk evaluate areas within the District that may be at-risk and benefit from flood-fighting products like the Tiger Dam.

Ms. Humphries presented a Right of Entry for Mr. Gerard, a resident of the District, who requested use of the District's levee and drainage channels for pool construction on his personal property. Discussion ensued and the Board concurred to grant Mr. Gerard access to the District's levee and right-of-way for construction purposes only, pending execution of an agreement with the District. The Board concurred to require a \$3,500 damage deposit, which will be held by the District's bookkeeper until work is complete and the any damage to the District's property is repaired and approved by the District's engineer and operator. Ms. Humphries stated the District received the \$3,500 deposit check and executed agreement, but noted the notary page was not signed. The Board concurred to allow construction to commence with Mr. Gerard's understanding that the signatures must be notarized as soon as possible. The Board requested Ms. Cales contact Mr. Gerard and inform him of its decision.

Following review and discussion, Director Rimes moved to (1) approve the operator's report as submitted; and (2) authorize access for Mr. Gerard and his pool contractor, on the District's levee and right-of-way for pool construction purposes only. Director Ring seconded the motion, which was approved by unanimous vote.

LEVEE AND DITCH MOWING

There were no updates regarding this item.

ENGINEERING MATTERS

Mr. Rusk distributed and reviewed the engineer's report, a copy of which is attached.

Mr. Rusk stated as part of the construction plan review process with the City of Sugar Land, LJA was addressing the City's comments regarding replatting of the area for the proposed emergency building. He stated the plans will be sent to the Texas Commission on Environmental Quality for review and approval.

Mr. Rusk updated the Board regarding the Fort Bend County emergency action plan required by the County. He stated LJA submitted the plan to the County for review and comment.

Mr. Rusk reported that plantings at the Middle Bayou detention lake wetland shelves by Berg Oliver are complete.

Mr. Rusk reviewed the Master Drainage Plan received from the City of Sugar Land, noting no significant changes were made. A copy of the Master Drainage Plan is filed in the District's official records.

Ms. Staggs discussed water re-use opportunities between the City and the District. She stated the City is interested in discussing the District assigning its water rights permit to the City so that the City can use the main lake as a water storage reservoir for the City's water re-use facility. Ms. Staggs stated the water also can be utilized for irrigation of the golf club and certain boulevards and the City would take responsibility for metering the water usage and invoicing the appropriate parties. She stated the City is also discussing the possibility of being assigned Fort Bend County Municipal Utility District No. 106's ("FB MUD No. 106") Chapter 210 Water Re-Use Permit. Ms. Staggs stated all costs associated with the Chapter 210 Permit and the assignment of the District's water rights permit would be paid for by the City.

Discussion ensued. The Board concurred to authorize its consultants to coordinate with the City regarding the necessary steps and documentation required for assignment of the water rights permit to the City.

Ms. Humphries reviewed proposed plans to build an apartment complex ("plans") within the boundaries of Fort Bend Municipal Utility District No. 116. She noted the City and Fort Bend County Drainage District ("FBCDD") approved the plans, contingent upon approval of the District and Fort Bend County Levee Improvement District No. 10 ("FBL No. 10"). Ms. Humphries stated the plans were not presented to the District or its engineer for review and approval and the District did not consent to the plans or commencement of construction. Mr. Rusk stated the plans locate storm sewers, sidewalks, and various encroachments on the District's levee easement. He stated the plans mislabeled the levee drainage channel as a ditch. Mr. Rusk stated construction has started and facilities have been constructed in the District's easement. Mr. Rusk and Ms. Humphries recommended the Board authorize ABHR to write a cease and desist letter to the developer, construction company and/or project engineer regarding the matter. The Board authorized Mr. Rusk to contact the developer, construction company, project engineer, City and FBCDD regarding the matter.

After review and discussion, Director Rimes moved to (1) approve the engineer's report; (2) approve exploration of possible utilization of the Tiger Dam for flood fighting; and (3) authorize District's consultants to contact the necessary parties regarding unauthorized construction and use of the District's levee easement. Director Ring seconded the motion, which passed unanimously.

PHASE II MS4 STORM WATER MANAGEMENT PLAN IMPLEMENTATION

There were no updates to this agenda item.

EMERGENCY PREPAREDNESS COMMITTEE MATTERS

There were no updates to this agenda item.

FORT BEND FLOOD MANAGEMENT ASSOCIATION MATTERS/ACTIONS

There were no updates on this item.

FINANCIAL AND BOOKKEEPING MATTERS

Ms. Garcia distributed and reviewed the bookkeeper's report, including the monthly budget comparison and list of checks presented for approval. A copy of the bookkeeper's report is attached.

Ms. Garcia stated she will present a proposed budget next month for the Board's consideration and review. Discussion ensued and the Board requested Ms. Garcia to combine operating costs into one line item with the exception of costs associated with pump station no. 1, which are shared with Fort Bend County Municipal Utility District No. 116.

After review and discussion, Director Rimes moved to approve the bookkeeper's report. Director Ring seconded the motion, which passed unanimously.

REPORT REGARDING LEGISLATIVE MATTERS

Ms. Humphries distributed and reviewed a report prepared by ABHR regarding legislative matters pertaining to the 83rd Regular Session of the Texas Legislature. She discussed possible actions to be taken in the future to comply with the new legislation. A copy of the report is attached.

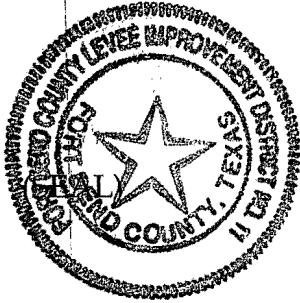
REPORTS ON GREATWOOD PRESIDENT'S MEETING AND ACTIVITIES AND FOLLOW UP ON LEVEE AND DRAINAGE FACILITIES AND OTHER DISTRICT AND GREATWOOD REGIONAL MATTERS

Ms. Humphries reviewed the OmniCap Final Excess Earnings Report for the District's \$6,910,000 Series 2005 Unlimited Tax Levee Improvement Refunding Bonds.

After review and discussion, the Board approved the Report and directed that the Report be filed appropriately and retained in the District's official records.

Ms. Humphries reviewed the website's analytics report.

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




Secretary, Board of Directors

LIST OF ATTACHMENTS TO MINUTES

	Page <u>No.</u>
Tax assessor/ collector's report	1
Operator's report.....	2
Engineer's report.....	2
Bookkeeper's report.....	4
Report regarding legislative matters.....	4