

MINUTES
FORT BEND COUNTY LEVEE IMPROVEMENT DISTRICT NO. 11

July 1, 2014

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 1st day of July, 2014, 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:

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

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

Also present at the meeting were Jeff Perry of Levee Management Services, LLC ("LMS"); Dana Davis of Myrtle Cruz, Inc.; Jim Lawless, Architect for the District; Greg Ordeneaux of Tax Tech, Inc.; Andy Boswell of Berg Oliver Associates, Inc.; Michael Rusk of LJA Engineering, Inc.; and Lynne B. Humphries and Nikole Cales of Allen Boone Humphries Robinson LLP ("ABHR").

MINUTES

The Board considered approving the minutes of the June 3, 2014, regular meeting, which were provided in advance of the meeting. Following review and discussion, Director Jameson 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 comments from the public.

RE-APPOINTMENT OF BOARD OF DIRECTORS, INCLUDING APPROVE SWORD STATEMENTS AND OATHS OF OFFICE, AND REORGANIZE THE BOARD AND AUTHORIZE EXECUTION OF DISTRICT REGISTRATION FORM

Ms. Humphries stated the District's current Directors were re-appointed by the Commissioners' Court to four year terms expiring in 2018. She then reviewed the Sworn Statements and Oaths of Office for Directors Ring, Rimes and Jameson.

After review and discussion, Director Jameson moved that the Board approve the Sworn Statements and Oaths of Office and direct that the documents be filed in the official records of the District, and that the Oaths of Office be filed with the Secretary of

State, as required by law. Director Ring seconded the motion, which passed by unanimous vote.

The Board considered reorganizing the Board of Directors. Following discussion, Director Jameson moved to maintain current Board positions as follows:

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|----------------|-------------------------------------|
| Justin R. Ring | President |
| Jared Jameson | Vice President/ Assistant Secretary |
| Stuart Rimes | Secretary/ Assistant Vice President |

Director Ring seconded the motion, which passed by unanimous vote.

The Board then considered authorizing filing of an updated District Registration Form with the Texas Commission on Environmental Quality ("TCEQ"), reflecting the terms of the newly elected directors. Following review and discussion, Director Jameson made a motion to authorize filing of the updated District Registration Form with the TCEQ and direct that the District Registration Form be filed appropriately and retained in the District's official records. Director Ring seconded the motion, which passed by unanimous vote.

DISCUSS ASSOCIATION OF WATER BOARD DIRECTORS SUMMER CONFERENCE AND AUTHORIZE ATTENDANCE AT WINTER CONFERENCE

The Board discussed the summer AWBD conference. Director Ring stated he only submitted per diems for reimbursement. After review and discussion, Director Jameson moved to authorize any interested directors to attend the winter AWBD conference in Austin, Texas, January 16, 2014 through January 18, 2014. Director Ring seconded the motion, which passed unanimously.

FINANCIAL AND BOOKKEEPING MATTERS

Ms. Davis 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. The Board discussed the District's budget and considered amending the budget to include a line item for drainage channel maintenance. The Board concurred to defer amending the budget pending receipt of a revised proposal. The Board requested the bookkeeper allocate \$11,000 to the repairs and maintenance line item for consideration the next meeting. Following review and discussion, Director Jameson moved to approve the bookkeeper's report and authorize payment of the bills listed therein. Director Ring seconded the motion, which passed unanimously.

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 2013 taxes are 98.93% collected. After review and discussion, Director Jameson moved to approve the tax assessor/collector's report and payment of the tax bills. Director Ring seconded the motion, which passed unanimously.

OPERATION OF DISTRICT FACILITIES

Mr. Perry 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. Perry discussed possible installation of a gate at the Highway 59 feeder road entrance. He stated wooden corral board cost approximately \$800 and wood post with wire is \$700.

Mr. Perry reviewed the lake levels for the month, noting that 3' 1" is considered full.

Mr. Jameson reported regarding discussions with the golf club. The Board requested Mr. Rusk explore the possibility of retaining additional water in the lake to allow the golf club to use the water for irrigation.

Mr. Perry presented two proposals for the replacement or repair of the pump station weather head, copies of which are attached to the operators report. He stated the repair will cost approximately \$14,880.00 and the replacement will cost approximately \$18,375.00.

Mr. Perry updated the Board regarding the levee damage west of Crabb River Road to the AT&T building in Canyon Gate. He stated ABHR is now coordinating with AT&T regarding the matter.

Following review and discussion, Director Jameson moved to (1) approve the operator's report as submitted; (2) approve installation of a wooden corral board gate at the Highway 59 feeder road entrance for approximately \$800; and (3) authorize LMS to replace the pump station weather head in the amount of \$18,375.00. Director Ring seconded the motion, which was approved by unanimous vote.

LEVEE AND DITCH MOWING

There were no updates regarding this matter.

ENGINEERING MATTERS

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

Mr. Rusk updated the Board regarding advertisement for bids for the emergency operations building.

Mr. Rusk discussed potential development at 1612 Crabb River Road.

Following review and discussion, Director Jameson moved to approve the engineer's report. Director Ring seconded the motion, which passed unanimously.

ATTORNEY'S REPORT

There were no updates regarding this matter.

PHASE II MS4 STORM WATER MANAGEMENT PLAN IMPLEMENTATION INCLUDING AUTHORIZE EXECUTION OF EXTENSION PERIOD ANNUAL REPORT

There were no updates regarding this matter.

EMERGENCY PREPAREDNESS COMMITTEE MATTERS

There were no updates regarding this matter.

COMMUNITY PROJECTS COMMITTEE

Ms. Humphries reviewed a letter from the Greatwood Homeowners' Association ("HOA") regarding the HOA's interest in trading its wetlands tract for the Greatwood Districts' three-acre tract across from Campbell Elementary. The Board concurred to express to the Presidents that the District may be interested in obtaining the wetlands tract from the HOA and is interested in conveying the three-acre tract to the HOA under the condition that the HOA provide detailed plans for the three-acre tract and receive approval for use of the tract from all Greatwood Districts prior to conveying the tract to the HOA. Ms. Humphries noted consent from the City of Sugar Land may be needed.

Director Jameson stated he met with representatives of the Booth property. He stated the property owners may be interested in leasing property for practice ball fields.

FORT BEND FLOOD MANAGEMENT ASSOCIATION MATTERS/ACTIONS

There were no updates regarding this agenda item.

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

Director Ring updated the Board regarding the Presidents' meeting.

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



Brian Jones
Secretary, Board of Directors

(SEAL)



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