

MINUTES
FORT BEND COUNTY LEVEE IMPROVEMENT DISTRICT NO. 11

March 5, 2018

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 5th day of March, 2018, inside the boundaries of the District, at Independent Bank, Sugar Land, Texas, and the roll was called of the members of the Board:

Justin Ring	President
Roberta Terrell	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 Kelly Jurecek of Tax Tech, Inc.; Christina Perry of Myrtle Cruz, Inc.; Jeff Perry and Ross Autrey of Levee Management Services, LLC ("LMS"); Michael Rusk of LJA Engineering, Inc.; Debbie Shelton of Hilltop Securities, Inc.; Pat Naff of CDC Unlimited, LLC ("CDC"); Shannon Waugh of Off Cinco; Mike Rozell and Harold Kirby, residents of the District; and Whitney Higgins and Nikole Cales of Allen Boone Humphries Robinson LLP ("ABHR").

MINUTES

The Board considered approving the minutes of the February 5, 2018, regular meeting, which were provided in advance of the meeting. Following review and discussion, Director Rimes moved to approve the February 5, 2018, minutes. Director Terrell seconded the motion, which was approved by unanimous vote.

COMMENTS AND QUESTIONS FROM THE PUBLIC

Mr. Kirby asked if minutes can be approved sooner. Director Ring stated the Board approves the previous month's meeting minutes at the following meeting, so minutes will always be approved a month in the arrears.

Mr. Kirby inquired if the inundation study will be available to public. Director Ring stated that will be determined at a later date after the Board and District's consultants have reviewed the study.

Discussion ensued regarding the criteria for the District's facilities and pump station capacity. Director Ring stated the Board is constructing and planning various improvements that meet or exceed current requirements and criteria set forth by Fort Bend County and the Federal Emergency Management Agency.

TAX ASSESSMENT AND COLLECTION MATTERS

Ms. Jurecek distributed and reviewed the tax assessor/collector's report, a copy of which is attached. She reported the District's 2017 taxes are 95.18% collected as of February 28, 2018. Following review and discussion, Director Terrell moved to approve the tax assessor/collector's report and payment of the tax bills. Director Rimes seconded the motion, which passed unanimously.

RESOLUTION CONCERNING EXEMPTIONS FROM TAXATION

Ms. Higgins reviewed a Resolution Concerning Exemptions from Taxation. After review and discussion, Director Rimes moved to adopt a Resolution Concerning Exemptions from Taxation, reflecting that the Board of Directors rejects a general residential homestead exemption, rejects any exemption of travel trailers from ad valorem taxation, and grants a \$40,000 exemption for persons over 65 years of age and for disabled persons, and direct that the Resolution be filed appropriately and retained in the District's official records. Director Terrell seconded the motion, which passed by unanimous vote.

FINANCIAL AND BOOKKEEPING MATTERS

Ms. Perry distributed and reviewed the bookkeeper's report, including the monthly budget comparison and a list of checks presented for approval. A copy of the bookkeeper's report is attached. Following review and discussion, Director Rimes moved to approve the bookkeeper's report and authorize payment of the bills listed therein. Director Terrell seconded the motion, which passed unanimously.

LEVEE AND DITCH MOWING

Mr. Naff updated the Board regarding mowing in the District. He stated CDC will begin spring fertilization as weather permits.

OPERATION OF DISTRICT FACILITIES

Mr. Perry distributed and reviewed the operator's report, including maintenance and repair items completed by LMS during the previous month. A copy of the report is attached.

Mr. Perry stated a check in the amount of \$32,649 was received from the District's insurance company for reimbursement of the pump repair.

Mr. Perry requested the Board defer discussion about the rate sheet until next month.

Following review and discussion, Director Rimes moved to approve the operator's report. Director Terrell seconded the motion, which passed unanimously.

ENGINEERING MATTERS

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

Mr. Rusk reviewed an updated Capital Improvement Plan. A copy of the updated Capital Improvement Plan is attached to the engineer's report. Director Ring requested a breakdown reflecting total project costs as well as showing funding from Fort Bend County Municipal Utility District No. 116 for its share of the costs.

Mr. Rusk updated the Board regarding the installation of backup sluice gates at pump station no. 1 and pump station no. 2.

Mr. Rusk presented and reviewed an updated draft Summary of Costs, a copy of which is attached to the engineer's report. The Board reviewed a Resolution to the Texas Commission on Environmental Quality requesting approval of bonds for proposed bond issue no. 8 ("Resolution").

Mr. Rusk updated the Board regarding the installation of a flap gate at the southern detention pond outfall. He stated that the flap gate is on backorder but is expected shortly and will be installed as soon as possible after delivery.

After review and discussion, Director Rimes moved to (1) approve the engineer's report; and (2) approve the Resolution and direct that it be filed appropriately and retained in the District's official records. Director Terrell seconded the motion, which passed unanimously.

MS4 STORM WATER MANAGEMENT PLAN IMPLEMENTATION

There was no discussion regarding this item.

WEBSITE MATTERS

Ms. Waugh presented and reviewed a draft informational flyer regarding the District's open house on April 7, 2018. Ms. Waugh presented and reviewed Exhibit A to the District's agreement with Off Cinco for flyer creation. Upon a motion made by Director Rimes and seconded by Director Terrell, the Board voted unanimously to (1) approve the informational flyer as revised; and (2) approve Exhibit A and direct that it be filed with the District's agreement with Off Cinco. The Board requested Ms. Waugh add an automatic notice confirming receipt of sign-ups for email notifications.

ATTORNEY'S REPORT

ANNUAL REVIEW OF PROCEDURES FOR CONTINUING DISCLOSURE COMPLIANCE

The Board reviewed the District's procedures for continuing disclosure compliance. The Board concurred no changes are required at this time.

APPROVE ANNUAL REPORT AND AUTHORIZE FILING OF THE SAME IN ACCORDNACE WITH DISTRICT'S CONTINUING DISCLOSURE OF INFORMATION AGREEMENT AND AS REQUIRED BY SEC RULE 15c2-12

Ms. Higgins reviewed the District's Annual Report containing updated financial and operating data that must be filed in accordance with the continuing disclosure provisions contained in the bond resolutions. She stated the District is required to file certain financial and operating data with the Municipal Securities Rulemaking Board through the Electronic Municipal Market Access System in compliance with SEC Rule 15c12-12 and with the Municipal Advisory Council of Texas, the State Information Depository. She presented filing letters for the Annual Report for the Board's consideration. After review and discussion, Director Rimes moved to file the Annual Report and direct that it be filed appropriately and retained in the District's official records. Director Terrell seconded the motion, which passed unanimously.

PERIMETER LEVEE JOINT BOARD MEETINGS

There was no discussion regarding this item.

REPORTS ON GREATWOOD PRESIDENTS' MEETING AND ACTIVITIES AND FOLLOW UP ON LEVEE AND DRAINAGE FACILITIES AND OTHER DISTRICT AND CITY OF SUGAR LAND MATTERS

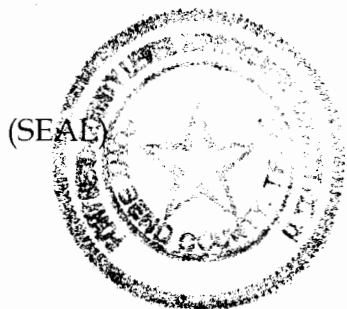
The Board discussed the open house on April 7, 2018, from 9:00 am. to 11:00 a.m. at the District's emergency operations building.

Mr. Perry updated the Board regarding Fort Bend Flood Management Association ("FBFMA"). He stated the organization is shifting its focus to more local matters and noted fees may be reduced. The Board requested the District's bookkeeper hold the check to FBFMA pending additional information.

FEDERAL FLOOD INSURANCE AND STATE LEGISLATION, PERIMETER LEVEE MAINTENANCE, AND ATTENDANCE AT LEVEE OR FLOODPLAIN CONFERENCES

Ms. Cales reported on the Fort Bend County table top exercise on April 6, 2018, at 8:30 a.m. at Gus George Academy.

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




Secretary, Board of Directors

LIST OF ATTACHMENTS TO MINUTES

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