

MINUTES
FORT BEND COUNTY LEVEE IMPROVEMENT DISTRICT NO. 11

January 7, 2019

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 7th day of January, 2019, inside the boundaries of the District, at the Greatwood Community Association Building, Sugar Land, Texas, and the roll was called of the members of the Board:

Justin Ring	President
Roberta Terrell	Vice President/ Assistant Secretary
Michael D. Rozell	Secretary/ Assistant Vice President

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

Also present at the meeting were Bob Grant, resident of the District; Gregory S. Cox of Knox Cox & Company, LLP; Kelly Jurecek of Tax Tech, Inc.; Pat Naff of CDC Unlimited, LLC; Jeff Perry and Ross Autrey of Levee Management Services, LLC ("LMS"); Michael Rusk of LJA Engineering, Inc.; Pat Hughes of the City of Sugar Land ("City"); Mike Thelen of Storm Water Solutions, LP ("SWS"); and Lynne Humphries and Nikole Cales of Allen Boone Humphries Robinson LLP.

MINUTES

The Board considered approving the minutes of the December 3, 2018, regular meeting, which were provided in advance of the meeting. Following review and discussion, Director Rozell moved to approve the December 3, 2018, 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.

APPROVE AUDIT FOR FISCAL YEAR ENDING SEPTEMBER 30, 2018

Mr. Cox presented a draft of the District's audit for the fiscal year ending September 30, 2018. After review and discussion, Director Ring moved to approve the District's audit for the fiscal year ending September 30, 2018 and direct that it be filed appropriately and retained in the District's official records. Director Rozell seconded the motion, which passed unanimously.

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 2018 taxes are currently 18.30% collected. Following review and discussion, Director Rozell moved to approve the tax assessor/collector's report and payment of the tax bills. Director Ring seconded the motion, which passed unanimously.

FINANCIAL AND BOOKKEEPING MATTERS

The Board 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 Rozell moved to approve the bookkeeper's report and authorize payment of the bills listed therein. Director Ring seconded the motion, which passed unanimously.

LEVEE AND DITCH MOWING

Mr. Naff updated the Board regarding levee and ditch mowing in the District and stated winter grass is beginning to grow.

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 updated the Board regarding Brazos River levels.

Mr. Perry reported that pump no. 3 at pump station no. 2 is still out for repairs but the District has full pumping capacity.

Mr. Perry reported on a minor erosion at the main channel ditch bottom and stated that it will be repaired as weather allows.

Following review and discussion, Director Rozell moved to approve the operator's report. Director Ring 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 distributed and reviewed an updated Capital Improvement Plan, a copy of which is attached.

Mr. Rusk updated the Board regarding the detention pond capacity and levee improvement project and stated the right-of-way agent is still working on land acquisition.

Mr. Rusk updated the Board regarding the installation of backup sluice gates at pump station no. 1 and pump station no. 2 and recommended the Board approve payment of Pay Estimate No. 5 in the amount of \$56,268 to NBG Constructors, Inc., for work at pump station nos. 1 and 2.

Mr. Rusk updated the Board regarding the design of the pump station at Forest Green and addressed comments from the Board.

Mr. Rusk reported that the preparation of a possible zone map for potential evacuation during storms is complete and he is coordinating with the Fort Bend County Office of Emergency Management and the City of Sugar Land to ensure they have this modeled information to consider in any evacuation orders.

After review and discussion, Director Rozell moved to (1) approve the engineer's report; and (2) approve Pay Estimate No. 5 in the amount of \$56,268 to NBG Constructors, Inc., for work at pump station nos. 1 and 2. Director Ring seconded the motion, which passed unanimously.

MS4 STORM WATER MANAGEMENT PLAN IMPLEMENTATION AND ADOPT RESOLUTION ADOPTING THE STORMWATER GUIDANCE MANUAL

The Board reviewed a Master Service Agreement with SWS. Following review and discussion, Director Rozell moved to approve the Master Service Agreement with SWS. Director Ring seconded the motion, which carried by unanimous vote.

WEBSITE MATTERS

Mr. Perry stated he has coordinated with Off Cinco, the website administrator, to ensure he gets copies of email inquiries related to District operations.

ATTORNEY'S REPORT

ANNUAL REVIEW OF INVESTMENT POLICY AND ADOPTION OF AMENDED INVESTMENT POLICY

The Board reviewed the District's Investment Policy and concurred no changes were necessary at this time. Ms. Humphries then presented a Resolution Regarding Annual Review of Investment Policy for the Board's consideration. After review and discussion, Director Rozell moved to adopt the Resolution Regarding Annual Review of Investment Policy and direct that it be filed appropriately and retained in the District's official records. Director Ring seconded the motion, which was approved by unanimous vote.

AUTHORIZED DEPOSITORY INSTITUTIONS AND BROKER/DEALERS

The Board reviewed a list of authorized depository institutions and qualified broker/dealers provided by the District's bookkeeper. Ms. Humphries reviewed a Resolution Establishing the Authorized Depository Institutions and Adopting List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions. After review and discussion, Director Rozell moved to adopt the Resolution Establishing the Authorized Depository Institutions and Adopting List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions and direct that it be filed appropriately and retained in the District's official records. Director Ring seconded the motion, which was approved by unanimous vote.

LIST OF LOCAL GOVERNMENT OFFICERS

The Board reviewed a list of the District's Local Government Officers ("List"). After review and discussion, Director Rozell moved to approve the List and direct that it be filed pursuant to Chapter 176 of the Texas Local Government Code and retained in the District's official records. Director Ring seconded the motion, which was approved by unanimous vote.

ANNUAL REPORT REGARDING POST-ISSUANCE COMPLIANCE POLICY

Ms. Humphries reported on the District's compliance activities during the prior calendar year related to bond financings. The Board concurred no action is required at this time.

ANNUAL DISCLOSURE STATEMENTS

Ms. Humphries stated that in accordance with the District's Investment Policy, the District's bookkeeper and Investment Officer, are required to execute disclosure statements that disclose any relationships with banks and brokers who seek to sell investments to the District. She added that the disclosure statements will be filed with the Texas Ethics Commission. The Board reviewed the executed disclosure statements for the Board's consideration. After review and discussion, Director Ring moved to accept the disclosure statements from the District's bookkeeper and Investment Officer and direct they be filed appropriately and retained in the District's official records. Director Rozell seconded the motion, which was approved by unanimous vote.

EDUCATION/TRAINING COMPLIANCE STATUS FOR THE BOARD

The Board discussed continuing education requirements and reviewed a chart of Directors' continuing education hours for 2018. After review and

discussion, Director Ring moved to approve and authorize filing of education/training compliance status for the Board with the Fort Bend County Drainage District, subject to updating documentation of Directors' continuing education hours for 2018. Director Rozell seconded the motion, which was approved by unanimous vote.

UPDATE DISTRICT INFORMATION KIT

The Board reviewed the District Information Kit. After review and discussion, Director Ring moved to approve the District Information Kit and direct that it be posted on the District's website and filed and retained in the District's official records, upon the engineer's approval. Director Rozell seconded the motion, which was approved by unanimous vote.

EXPIRATION OF DISTRICT'S INSURANCE POLICIES

Ms. Humphries stated the District insurance policies with McDonald & Wessendorff Insurance expire in April, 2019. The Board requested ABHR obtain a renewal proposal from McDonald & Wessendorff Insurance.

DISCUSS NATIONAL ASSOCIATION OF FLOOD AND STORMWATER MANAGEMENT AGENCIES SUMMER CONFERENCE, ASSOCIATION OF WATER BOARD DIRECTORS ("AWBD") SUMMER CONFERENCE, APPROVE REIMBURSEMENT OF ELIGIBLE EXPENSES, AND AUTHORIZE ATTENDANCE AT 2019 CONFERENCES, FEDERAL FLOOD INSURANCE AND STATE LEGISLATION, PERIMETER LEVEE MAINTENANCE, AND ATTENDANCE AT LEVEE OR FLOODPLAIN CONFERENCES

The Board discussed the upcoming Association of Water Board Directors Winter Conference to be held January 25 and 26, 2019 in Austin, Texas. After discussion, Director Rozell moved to authorize up to three per diems, two nights' hotel accommodations, mileage and necessary meals for directors attending the conference. Director Ring seconded the motion, which passed by unanimous vote.

The Board discussed the upcoming National Association of Flood and Stormwater Management Agencies Summer Conference ("NAFSMA") to be held August 19, 2019 through August 22, 2019 in Rancho Palos Verdes, California.

REPORTS FROM DIRECTORS AND CONSULTANTS

There was no discussion regarding this matter.

CONVENE IN EXECUTIVE SESSION

The Board did not convene in executive session.

RECONVENE IN OPEN SESSION

The Board did not convene in executive session.

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

(SEAL)



Mike D. Zell
Secretary, Board of Directors

LIST OF ATTACHMENTS TO MINUTES

	Page <u>No.</u>
Tax assessor/collector's report	2
Bookkeeper's report.....	2
Operator's report.....	2
Engineer's report.....	2