

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 140

Minutes of Regular Meeting of Board of Directors

May 16, 2017

The Board of Directors (the “Board”) of Fort Bend County Municipal Utility District No. 140 (the “District”) met in regular session, open to the public, on May 16, 2017, at 12:00 p.m., at the offices of Roberts Markel Weinberg Butler Hailey PC, 2277 Plaza Drive, Suite 290, Sugar Land, Fort Bend County, Texas 77479, outside the boundaries of the District and in accordance with the duly posted notice of meeting, and the roll was called of the duly constituted members of said Board, as follows:

Jack Morgan Brady	President
Gordon Yeatts	Vice President
Rosa Coward	Assistant Vice President
Arden Myers	Secretary
John Braswell	Assistant Secretary

and all of said persons were present with the exception of Directors Coward and Yeatts, thus constituting a quorum.

Also present during all or part of the meeting were Ron Dechert of Costello, Inc. (“Costello”); Monica Pena of Utility Tax Service, LLC (“Utility Tax”); Jorge Diaz of McLennan and Associates; Marika Fernandez and Scott Fajkus of the City of Richmond (“City”); Les Newton of Planned Community Developers Ltd. (“PCD”); Joel Cleveland and Olivia Galvan of Jeanne H. McDonald, P.C; Harry Murray, a District resident; and members of the public listed on the sign-in sheet attached hereto.

PUBLIC COMMENTS

Director Brady welcomed everyone to the meeting.

Mr. David Smith, a District resident, then inquired about the possibility of streaming an audio feed of the District’s meetings. Mr. Cleveland stated that he will look into the matter and, if the Board wishes, the item can be placed on a future agenda. No action was taken.

APPOINTMENT OF DIRECTOR

Mr. Cleveland then informed the Board that Director Gordon Yeatts submitted his letter of resignation from the Board of Directors, effective immediately. He then informed the Board that Mr. Murray previously expressed an interest in serving as a director. Mr. Murray then introduced himself and presented his qualifications. After discussion, Director Brady moved to accept Director Yeatts’s letter of resignation, appoint Harry Murray to fill the vacancy left by Director Yeatts for the remainder of the position’s unexpired term, accept Mr. Murray’s bond, oath of

office, and sworn statement, and approve a new District Registration Form. Director Braswell seconded the motion, which passed unanimously.

Mr. Cleveland further informed the Board that they might consider reorganizing and electing new officers. He noted that Director Yeatts's resignation left vacant the position of Vice President. After discussion, Director Myers moved to appoint Director Coward as Vice President and Director Murray as Assistant Vice President, with all other positions remaining the same. Director Braswell seconded the motion, which passed unanimously.

BERM CONSTRUCTION

Mr. Dechert reported that MUD 145's engineers provided comments to Costello's engineering report concerning the proposed berm and that they are requesting supplemental modeling to address the construction of additional development in Rio Vista (subsequent to the 2014 LIDAR Map) and the possible 500-year flood event. Mr. Dechert stated that Costello will address the comments and submit the additional modeling to MUD 145 by the end of the week. He stated that Costello is confident that the supplemental modeling will continue to show that the berm will have no adverse impact on MUD 145. Mr. Cleveland then reported that MUD 145's Board of Directors meets on Thursday, May 25th but that it may not be ready to act on approval of the project at that time. He reported that MUD 145's review of the proposed settlement and release agreement and easement for the berm will not commence until MUD 145's engineers conclude that the berm will have no adverse impact on MUD 145 or its constituents. Discussion then ensued regarding how long the reviews and approval process may take.

Mr. Dechert reported that soil testing performed on dirt that the City has offered to the District for the berm project was determined to be feasible for use on the project. He also reported that the City approved the plans for the berm and that the County is awaiting approval by MUD 145 before providing its approval. He further reported that Costello solicited four (4) bids to construct the berm and that all of the bidders have been informed of the potential delay in the construction. Mr. Cleveland stated that the Board can wait until its June meeting to award the contract, or, if it wishes to expedite the project in the event MUD 145 gives the necessary approvals before the June meeting, it can authorize the District's engineer to award the contract, in accordance with the law applicable to the District, with a not-to-exceed amount of \$75,000.00. After discussion, Director Myers moved authorize the District's engineer to award the contract for construction of berm in accordance with the law applicable to the District and at a cost not-to-exceed \$75,000.00. Director Braswell seconded the motion, which passed unanimously.

Mr. Cleveland then requested Board approval for the District's attorneys and engineers to attend MUD 145's meeting on May 25, if necessary, to discuss the project and solicit MUD 145's cooperation. Director Murray moved to authorize the District's attorneys and engineers to attend the meeting if they believe it necessary after further discussions with representatives of MUD 145. Director Braswell seconded the motion, which passed unanimously.

CONSUMER CONFIDENCE REPORT

Mr. Cleveland explained that the District is required to prepare and distribute a Consumer Confidence Report, on an annual basis, regarding the quality of the District's water. Mr. Fajkus then presented a preliminary Consumer Confidence Report and stated that a final version for the Board's approval will be presented at the June Board meeting. No action was necessary.

EMERGENCY PREPARATIONS

Mr. Fajkus reported that the City is working with the County on a binder in preparation for an emergency situation and will provide more information at the District's next meeting. No action was necessary.

MAINTENANCE OF RECREATIONAL FACILITIES

- a. Report on work performed by Champions Hydrolawn and consider approving an amendment to the District's Service Contract to add quarterly maintenance of the drainage inlets along the northern boundary of the District and the flap-gate on the storm sewer outfall into the Brazos;

Mr. Cleveland distributed the Detention and Drainage Facilities Report dated May 16, 2017, a copy of which is attached hereto. He also presented a proposal from Champions for removal of dead trees along the nature trail at a cost of \$1,000.00. After discussion, Director Murray moved to approve the proposal for removal of dead trees along the nature trail at a cost of \$1,000.00. Director Brady seconded the motion, which passed unanimously.

Mr. Cleveland then reported that Champions received the District's request for a proposal to put the District's drainage inlets and new flap-gate on a quarterly maintenance schedule but that a proposal could not be timely prepared for the District's meeting.

- b. Report on work performed by James King Construction;

There was no report.

- c. Report on work performed by Lake Management Services, L.P; and

There was no report.

- d. Report on work performed by Brazos River's Edge Community Association, Inc. ("BRECA"), authorize reimbursement to BRECA for replacement of District soccer goal nets, and consider request for maintenance of the District's baseball field.

Mr. Newton reported that the BRECA received a request from a District resident to replace the District's soccer nets, which were torn and in bad shape. He stated that

BRECA proceeded with the replacement and is requesting District reimbursement. Director Myers moved to reimburse BRECA for replacement of the District's soccer nets at an estimated cost of \$495.00. Director Braswell seconded the motion, which passed unanimously, except for Director Murray, who abstained.

Mr. Cleveland also reported that the same District resident reported that the District's baseball field needs maintenance. Director Murray stated that he will investigate and report back to the Board.

ENGINEER'S REPORT

There was no additional report.

ACCEPT DRAINAGE EASEMENTS

Mr. Cleveland then reported that Houston River's Edge Venture, L.P. is requesting that the District accept the conveyance of certain drainage reserves adjacent to River's Edge Sections 15A, 15B, and 17. He stated that he confirmed with the District's engineer that the reserves serve the District and that District ownership is appropriate. After discussion, Director Braswell moved to approve receipt of the drainage reserves adjacent to River's Edge Sections 15A, 15B, and 17; authorize the District's attorney to take all necessary actions related to such conveyance; and request that the reserves be added to the District's maintenance schedule with Champions. Director Brady seconded the motion, which passed unanimously.

DEVELOPER

Mr. Newton reported that there are only 14 lots remaining in Section 17, 32 lots in Section 15B, and 54 floodplain lots. After discussion, no action was necessary.

PUBLIC COMMENTS

This item was revisited.

Ms. Meagle, a DRS resident, then inquired about the District's enforcement powers in regards to fencing and tree removal on private property. In response to Ms. Meagle's inquiry, Mr. Cleveland responded that the District does not have jurisdiction in such matters. No action was necessary.

Mr. Smith, a District resident, then updated the Board on the valuation of his property since the flooding of his home. No action was necessary.

Mr. Stoker, a District resident, then inquired about the entity responsible for street lighting in the District. In response to Mr. Stoker's inquiry, Mr. Cleveland responded that CenterPoint Energy likely owns and operates the street lighting. No action was necessary.

EXECUTIVE SESSION

The Board did not convene in executive session.

ADJOURNMENT

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



Auden Myers
Secretary

LIST OF ATTACHMENTS TO MINUTES

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Meeting Sign-in Sheet.....	1
Tax Assessor/Collector Report	3
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ACTION LIST

There was no action list.