

MINUTES
FORT BEND COUNTY LEVEE IMPROVEMENT DISTRICT NO. 14

March 4, 2019

The Board of Directors (the "Board") of Fort Bend County Levee Improvement District No. 14 (the "District") met in regular session, open to the public, on the 4th day of March, 2019, at One Avalon Place, Sugar Land, Texas, inside the boundaries of the District, and the roll was called of the members of the Board:

Sujeeth Draksharam	President
Rashid Khalfe	Vice President/ Assistant Secretary
Shaizad Chatriwala	Secretary/ Assistant Vice President

and all of said persons were present, thus constituting a quorum.

Also present at the meeting were Jeff Perry and Ross Autrey of Levee Management Services ("LMS"); Robin Goin of Bob Leared Interests ("BLI"); Jason Kelly of LJA Engineering, Inc. ("LJA"); Christina Perry of Myrtle Cruz, Inc. ("MC"); Lenny Hardoin of Champions Hydro-Lawn, Inc. ("Champions"); David Beyer of Storm Water Solutions, LLC ("SWS"); and Lynne Humphries and Nikole Cales of Allen Boone Humphries Robinson LLP ("ABHR").

MINUTES

The Board considered approving the minutes of the February 11, 2019, regular meeting. After review and discussion, Director Chatriwala moved to approve the minutes of the February 11, 2019, regular meeting, as submitted. Director Draksharam seconded the motion, which passed by majority vote.

COMMENTS FROM THE PUBLIC

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

FINANCIAL AND BOOKKEEPING MATTERS

Ms. Perry distributed and reviewed the bookkeeper's report for March, including the list of checks presented for approval, investment report and budget comparison, a copy of which is attached. The Board requested the bookkeeper remove the P.S. Lightwave expense tracking. The Board requested the bookkeeper detail the Gator Pump purchase as a footnote.

The Board discussed Federal Emergency Management Agency ("FEMA") reimbursement tracking and requested the bookkeeper include the submitted totals as well as the reimbursement amounts. Following review and discussion, Director Chatriwala moved to approve the bookkeeper's report, investment reports, and

authorize payment of the District's bills. Director Draksharam seconded the motion, which passed unanimously.

ORDER ADOPTING AMENDED AND RESTATED PROCEDURES FOR CONTINUING DISCLOSURE COMPLIANCE

Ms. Humphries stated that, when the District issues bonds, the District enters into a continuing disclosure undertaking for the benefit of the bondholders. She added that the provisions of that undertaking require that the District comply with certain continuing disclosure requirements for its bonds. She explained that the Board is ultimately responsible for continuing disclosure compliance for its bonds, with assistance by its consultants. Ms. Humphries added that, in order to ensure that the District's procedures for continuing disclosure compliance are well documented, the Board has previously adopted such procedures in writing. She stated that, because the United States Securities and Exchange Commission has amended its Rule 15c2-12, ABHR recommends that the District's written procedures be amended by the Board. Ms. Humphries reviewed an Order Adopting Amended and Restated Procedures for Continuing Disclosure Compliance with the Board. Following review and discussion, Director Chatriwala moved to adopt the Order Adopting Amended and Restated Procedures for Continuing Disclosure Compliance and direct that the Order be filed appropriately and retained in the District's official records. Director Draksharam seconded the motion, which passed by unanimous vote.

AUTHORIZE FILING OF DISTRICT'S AUDIT IN ACCORDANCE WITH THE DISTRICT'S CONTINUING DISCLOSURE OF INFORMATION AGREEMENT AND AS REQUIRED BY SEC RULE 15C2-12

Ms. Humphries stated the District's audit containing updated financial and operating data must be filed in accordance with the continuing disclosure provisions contained in the bond resolutions. She stated that 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 15c2-12 and with the Municipal Advisory Council of Texas, the State Information Depository. She presented filing letters for the Audit for the Board's consideration. The Board acknowledged the District's audit for the fiscal year ending September 30, 2018 contained known errors, but was certified as complete by the District's auditor, Sandersen & Scheffer, PLLC. The Board concurred to file the District's audit for the fiscal year ending September 30, 2018 with known errors, as certified by the District's auditor, Sandersen & Scheffer, PLLC. After review and discussion, Director Chatriwala moved to file the District's Audit electronically and direct that it be filed appropriately and retained in the District's official records. Director Draksharam seconded the motion, which passed unanimously.

FEMA APPLICATIONS FOR FUNDING

Mr. Perry updated the Board regarding FEMA reimbursement matters.

Ms. Humphries discussed preparation of the Hazard Mitigation Plan ("Plan") required in conjunction with the District's submittal of applications to TDEM for reimbursement of mitigation projects. She stated the Board needs to determine if it would like for the District to have its own Plan or be annexed into the City of Sugar Land's ("City") or Fort Bend County's ("County") plan. Director Draksharam stated he spoke with a City official who informed him it may be possible for the District to be annexed into the City's plan and requested ABHR follow up regarding the matter. After review and discussion, Director Chatriwala moved to authorize the engineer and operator to prepare a proposal for the preparation of a District Plan. Director Draksharam seconded the motion, which passed unanimously.

TAX ASSESSMENT AND COLLECTION MATTERS

Ms. Goin distributed and reviewed the tax assessor/collector's report for March, a copy of which is attached. She noted the District's 2018 taxes are 97.6% collected as of February, 2019. Ms. Goin reviewed a delinquent list with the Board, a copy of which is attached to the tax assessor/collector's report. After review and discussion, Director Chatriwala moved to approve the tax assessor/collector's reports and payment of the tax bills. Director Draksharam seconded the motion, which passed by unanimous vote.

MATTERS PERTAINING TO THE CITY OF SUGAR LAND

Director Draksharam reported he met with the City regarding proposed improvements to address flooding and standing water on Commonwealth and Elkins Boulevards during heavy rain events. He stated he proposed a phased approach and noted the inlet drainage system also needs to be addressed. Director Draksharam requested Mr. Kelly follow up with the City regarding the proposed plans. Discussion ensued regarding possible improvements to address the issue.

MS4 STORM WATER MANAGEMENT PLAN IMPLEMENTATION

Mr. Beyer presented and reviewed a proposal to prepare and submit the new Stormwater Management Plan to comply with Texas Pollutant Discharge Elimination System, General Permit No. TXR040000 Small MS4 in the amount of \$7,500 ("Proposal"). He stated the anticipated annual costs for compliance during this next term is expected to be \$16,000. After review and discussion, Director Chatriwala moved to approve the Proposal and direct that it be filed appropriately and retained in the District's official records. Director Draksharam seconded the motion, which passed unanimously.

REPORT ON LEVEE MAINTENANCE

Mr. Hardoin presented and reviewed the levee maintenance report and updated the Board regarding mowing and maintenance of the District's levee. A copy of the report is attached. Upon a motion made by Director Chatriwala and seconded by Director Draksharam, the Board voted unanimously to approve the report.

ENGINEERING MATTERS

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

Mr. Kelly updated the Board regarding P.S. Lightwave's installation of fiber optic cables and matters related to EnTouch's unauthorized installation of fiber optic cables on District property.

Mr. Kelly updated the Board regarding the pump station design, proposals for enhancements to the existing pump station and the two-dimensional dynamic analysis. He discussed possible installation of motors in existing pump cans from Gator Pumps or installing vertical turbine pumps at the current pump station. Mr. Kelly presented and reviewed comparison proposals to retrofit the pump station with axial, mixed flow pumps which would cost approximately \$65,000 per pump, excluding installation. Mr. Kelly stated the existing submersible pumps could also be replaced with vertical turbine pumps which would cost approximately \$536,723. He stated there is an option of an alternate configuration with Morrison Pump Company which would include installation of a vertical open discharge pump, utilizing the existing pump cans which would cost \$46,000 per pump, excluding installation costs. Mr. Kelly stated another option is to retrofit the Gator Pumps, replace existing submersible pumps with four 16" GAR vertical pumps, which are \$34,500 per pump, excluding installation costs. He also discussed the possibility of installing additional mounted Gator Pumps, which would include purchasing four 16" GAR vertical pumps in the amount of \$32,875 per pump, without installation costs. After discussion, the Board concurred to defer a decision regarding this item.

Mr. Kelly presented and reviewed updates to the District's Emergency Action Plan ("EAP"), reflecting language for the procedures to deploy the Gator Pumps during high water events. He requested the Board review the information and provide comments prior to the next meeting. The Board deferred approval of the EAP pending receipt of comments.

Mr. Kelly reported modifications to the forebay to accommodate the Gator Pumps is ongoing.

After review and discussion, Director Chatriwala moved to approve the engineer's report. Director Draksharam seconded the motion, which passed unanimously.

OPERATION OF DISTRICT FACILITIES

Mr. Perry presented and reviewed the operator's report and updated the Board regarding operating matters, and maintenance and repairs within the District. A copy of the report is attached.

Mr. Perry updated the Board regarding the installation of hog fencing to prevent damage to the District's levee and facilities. He stated he is finalizing the agreement with the fence contractor. Discussion ensued regarding tying in with First Colony Levee Improvement District No. 2. Mr. Perry stated installation will begin once the contract is finalized and weather permits.

Mr. Perry reported the new bulkhead caps have arrived and will be installed as weather permits.

Mr. Perry stated the flood gauge at Ditch H will be installed shortly.

Mr. Perry stated additional exit signs have arrived for University and Commonwealth Boulevards and are being installed.

Mr. Perry updated the Board regarding the installation of a metal awning at the pump station building entrance door and stated the awning is being fabricated.

Mr. Perry updated the Board regarding the City of Sugar Land's repair of the weather station and stated weather has delayed the repair.

Mr. Perry stated the forebay fabrication for Gator Pumps tractor tie-off will be completed shortly.

After review and discussion, Director Chatriwala moved to approve the operator's report. Director Draksharam seconded the motion, which passed unanimously.

Director Draksharam discussed the possible installation of landscaping or fencing for the property acquired for the construction of the new pump station modifications.

The Board requested LMS present pricing to install a water meter at the pump station next month.

Director Draksharam stated he would like to conduct a pump demonstration in late April or early May and invite the County Commissioner and County Judge. Mr. Perry stated he would like to perform a test of the pumps prior to the demonstration, so he would prefer the demonstration occur in the afternoon. The Board concurred to select a date for the demonstration at a later time.

Director Draksharam requested LMS present a proposal for temporary back-up generators for use during emergency events.

Director Draksharam requested LMS prepare pricing for a temporary residence for necessary consultants during emergency events and directed Mr. Kelly to include the temporary housing information in the EAP. He also requested Mr. Kelly add language to the EAP noting the District has a fuel pod for its diesel generators.

WEBSITE

The Board discussed the District's website. Director Draksharam stated a press release from Congressman Olson regarding grants available to any residents who may have had damage as a result of Hurricane Harvey is on the District's website.

PERIMETER LEVEE INSPECTION AND MEETINGS, DISCUSS COMMON INSPECTION AND OPERATION AND MAINTENANCE AND REPORTS FROM DIRECTORS AND DISTRICT CONSULTANTS REGARDING EVENTS AND ACTIVITIES ATTENDED DURING THE MONTH

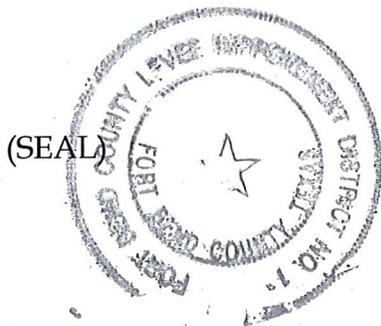
There was no discussion regarding this matter.

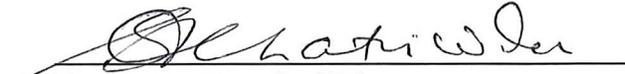
ACCEPT RESIGNATION OF DIRECTOR KROG, DISCUSS UPCOMING APPOINTMENT OF REPLACEMENT DIRECTOR BY FORT BEND COUNTY COMMISSIONERS COURT, AND DISCUSS NEXT MEETING DATE

Ms. Humphries stated Director Krog submitted a resignation letter, a copy of which is filed in the District's official records. Ms. Humphries stated Fort Bend County Commissioner DeMerchant has expressed his intention to appoint Mr. Rashid Khalfe as Mr. Krog's replacement at the next Fort Bend County Commissioners Court meeting. Following review and discussion, Director Chatriwala moved to accept the resignation of Director Krog. Director Draksharam seconded the motion, which passed unanimously.

The Board discussed its regular meeting date and concurred to move the meeting to April 8, 2019, at 3:00 p.m.

There being no further business, the meeting was adjourned.




Secretary, Board of Directors

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