

MINUTES
FIRST COLONY LEVEE IMPROVEMENT DISTRICT
OF FORT BEND COUNTY, TEXAS

June 5, 2018

The Board of Directors (the "Board") of First Colony Levee Improvement District of Fort Bend County, Texas (the "District"), convened in regular session, open to the public, on the 5th day of June, 2018, outside the boundaries of the District, at the offices of Allen Boone Humphries Robinson LLP, 3200 Southwest Freeway, Suite 2600, Houston, Texas, 77027, and the roll was called of the members of the Board:

Scott Jacobson	President
Richard E. Sherrill	Vice President/ Assistant Secretary
Debra Coffman	Secretary

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

Also present at the meeting were Lynn Crawford, Marilyn Strong, Glenda McGaughey, and Mylla Marvin, residents of the District; Anthea Moran of Masterson Advisors LLP; Robin Goin of Bob Leared Interests, Inc.; Carol Rochetti of Municipal Accounts & Consulting, L.P.; Mike Thelen and Justin Klump of LID Solutions, LLC ("LID Solutions"); Greg Frank of Costello, Inc. ("Costello"); and Angela Lutz and Anne-Marie Bradford of Allen Boone Humphries Robinson LLP ("ABHR").

MINUTES

The Board considered approving the minutes of the April 16, 2018, regular meeting. Following review and discussion, Director Jacobson made a motion to approve the minutes, as presented. Director Coffman seconded the motion, which carried unanimously.

PUBLIC COMMENTS

Director Jacobson welcomed the residents of the District and opened the meeting for public comments. Ms. Strong thanked the Board for the increased communications with the residents of the District, specifically the website and postcards. Director Jacobson thanked the residents for attending the meeting and closed the public comments portion of the meeting.

FINANCIAL ADVISOR SERVICES AGREEMENT MATTERS

Ms. Moran stated she is no longer employed with Hilltop Securities, Inc. ("Hilltop") and requested the District engage Masterson Advisors LLC ("Masterson") as the District's financial advisor. She then reviewed a Financial Advisory Contract

with the Board, noting the contract terms and fees match the District's current contract with Hilltop. Discussion ensued regarding the process for terminating the current contract with Hilltop. Following review and discussion, Director Coffman made a motion to terminate the District's current contract with Hilltop, engage Masterson as the District's financial advisor, and authorize execution of the Financial Advisory Contract with Masterson. Director Jacobson seconded the motion, which passed unanimously.

DISTRICT'S REGULAR MEETING DAY

The Board considered changing its regular meeting day. Upon discussion, the Board concurred to schedule the following meeting dates for the remainder of 2018: July 20, 2018; September 21, 2018; October 12, 2018; and December 14, 2018. The Board concurred to discuss changing its regular meeting date again in 2019.

DISTRICT'S WEBSITE UPDATES, NOTICE, AND EMAIL ALERTS

Ms. Lutz reviewed a website analytics report for the month of May, 2018, a copy of which is attached.

The Board discussed the increase in website email subscribers due to the postcard distributed to the District's residents.

Mr. Frank reviewed with the Board a draft list of predetermined messages for posting to the website in the event of an emergency. The Board concurred to review the draft messages and discuss revisions at the next meeting.

The Board discussed the scheduled quarterly email blast to website email subscribers and updates to the District's website.

HURRICANE HARVEY RELATED MATTERS AND APPLICATIONS FOR FINANCIAL ASSISTANCE

There was no discussion on this item.

FINANCIAL AND BOOKKEEPING MATTERS

Ms. Rochetti distributed and reviewed the bookkeeper's report, including the list of checks presented for approval and the quarterly investment report. A copy of the bookkeeper's report, including the quarterly investment report, is attached.

Ms. Rochetti presented and reviewed a draft budget for the fiscal year ending July 31, 2019. She stated the draft includes line items for all previously discussed engineering projects. She then presented and reviewed a five year cash flow forecast including the same engineering projects. Discussion ensued. Ms. Rochetti requested

the Board and consultants review the draft budget and provide any additional comments or revisions to her prior to the next meeting.

Following review and discussion, Director Jacobson made a motion to approve the bookkeeper's report and quarterly investment report and to pay the District's bills. Director Sherrill seconded the motion, which carried unanimously.

BUDGET FOR FISCAL YEAR END JULY 31, 2019

There was no further discussion on this item.

TAX ASSESSOR/COLLECTOR'S REPORT

Ms. Goin distributed and reviewed the tax assessor/collector's reports for the months of April and May, 2018, copies of which are attached. She reported the preliminary value for the 2018 tax year is \$1,419,226,163. Ms. Goin then distributed and reviewed a report on delinquent tax collections from Perdue, Brandon, Fielder, Collins & Mott, LLP ("Perdue"), a copy of which is attached. Following review and discussion, Director Sherrill made a motion to approve the tax assessor/collector's report and the report from Perdue. Director Jacobson seconded the motion, which carried unanimously.

COLLECTION OF DELINQUENT TAXES

Ms. Lutz stated the delinquent tax attorney can begin collection of delinquent taxes on July 1, 2018. Following discussion, Director Jacobson made a motion to authorize the delinquent tax attorney to proceed with collections on July 1, 2018. Director Coffman seconded the motion, which carried unanimously.

MS4 STORM WATER MANAGEMENT PLAN

Mr. Klump stated the Year 4 annual report for the District's MS4 Storm Water Management Plan was submitted to the Texas Commission on Environmental Quality on March 29, 2018.

OPERATOR'S REPORT

Mr. Thelen presented and reviewed the operator's report regarding general mowing, maintenance, weather watch, and turf management, a copy of which is attached. Mr. Thelen then reviewed the monthly shared perimeter levee report, which is included in the operator's report.

Mr. Thelen presented a sample sign to be installed along the earthen levee to serve as location markers. He discussed the timeline for creation and installation of the signs and the process for numbering each sign. In response to a request from Ms. Lutz,

Mr. Frank stated he will prepare a larger map showing the proposed locations of the signs. Mr. Frank stated there will be 39 signs total.

After review and discussion, Director Jacobson moved to approve the report on operations and turf management and the location marker signs. Director Coffman seconded the motion, which passed unanimously.

EASEMENTS AND DEEDS

There was no discussion on this item.

ENGINEER'S REPORT

Mr. Frank presented and reviewed an engineering report, a copy of which is attached.

Mr. Frank updated the Board on status of the proposed closure of the Flat Bank Creek diversion channel project. He then explained the project to the residents and answered their questions regarding participation and the timeline of the project.

Mr. Frank updated the Board on the status of the Lost Creek Pump Station. Directors Jacobson and Coffman explained the project to the residents and discussion ensued regarding funding the project.

Mr. Frank updated the Board on the status of the outfall ditch slope paving and detention pond expansions. He requested authorization to survey the detention ponds and prepare the designs for an estimated cost of \$55,000. Discussion ensued.

Ms. Lutz stated that the Board previously established District offices and meeting places outside the boundaries of the District. She reported that Costello has moved to a new address. She then presented a proposed Resolution Changing District Offices and Establishing Additional Out-of-District Meeting Place (the "Resolution") for the Board's consideration.

After discussion and review, Director Jacobson moved to (1) authorize the engineer to conduct a survey of the District's detention ponds and prepare the design for the expansion of same in an amount not to exceed \$55,000 and (2) adopt the Resolution Changing District Offices and Establishing Additional Out-of-District Meeting Place and direct it be filed appropriately and retained in the District's official records. Director Coffman seconded the motion, which passed unanimously.

FORT BEND FLOOD MANAGEMENT ASSOCIATION ("FBFMA") MEETINGS AND
UPDATES AND NATIONAL FLOOD INSURANCE PROGRAM ("NFIP")
LEGISLATION

Ms. Lutz updated the Board on FBFMA matters.

Ms. Lutz stated Fort Bend County is holding a Levee Education Event on Friday, June 8th.

Director Sherrill discussed the NASFMA National Flood Risk Resiliency Roundtable Discussion held on May 31st in San Antonio.

EMERGENCY ACTION PLANNING

Mr. Frank presented a draft updated Emergency Action Plan to the Board and stated he needs to update the contact information. Ms. Lutz asked Mr. Frank to forward the final plan to her for review and distribution to the Board. She then noted the Board can review and consider approving the final Plan at the next Board meeting.

Ms. Lutz stated the First Colony Homeowners' Association ("HOA") requested the District's emergency contact information for its website. After discussion, the Board asked ABHR to send the HOA the District's website address and the Fort Bend County Office of Emergency Management contact information.

APPROVE REVISED EMERGENCY ACTION PLAN

There was no further discussion on this matter.

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

(SEAL)



D.M. Coxman
Secretary, Board of Directors

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