

## MINUTES

### FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 50

October 13, 2020

The Board of Directors (the "Board") of Fort Bend County Municipal Utility District No. 50 (the "District") met in regular session by teleconference, with access by telephone available to the public, pursuant to Texas Government Code Section 551.125 and Governor Greg Abbott's emergency disaster declaration dated March 13, 2020, on the 13<sup>th</sup> day of October, 2020, and the roll was called of the members of the Board being present by telephone:

Craig Lewis	President
Leon Bridges	Vice President
Peter Lajoie	Secretary
Reginald Stubblefield	Assistant Secretary
Vacant	Assistant Vice President

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

Also attending the teleconference were District residents Ken Matthews and Bernadette Plummer; Himanshu Joshi, a member of the public; Yolanda Asumu of Pi Valley, LLC; Josh Penton of Meritage Homes; Esther Flores of Tax Tech, Inc.; Jordan Williams of R.G. Miller Engineers, Inc.; Wendy Austin of District Data Services, Inc.; Calvin Browne of Municipal District Services, LLC ("MDS"); Phil Halbert of Champions Hydro-Lawn, Inc. ("Champions"); Julie Gerdes and Heidi Moore of Rathmann and Associates, L.P.; Avik Bonnerjee of B&A Municipal Tax Service, LLC; Mary DuBois of Acclaim Energy Advisors; and Christina Miller, Aaron Carpenter, and Cheryl Panozzo of Allen Boone Humphries Robinson LLP ("ABHR").

Ms. Miller reviewed certain recommended protocols for conducting the District's meeting via teleconference. She announced that the meeting was being recorded and that consultant reports presented at the meeting were posted online and available to the public in the form of an "agenda packet" prior to the start of the meeting at [www.districtdirectory.org/agendapackets/fbcmud50](http://www.districtdirectory.org/agendapackets/fbcmud50).

### PUBLIC COMMENTS

Ms. Miller reported that the District received correspondence from a resident of Fort Bend County Municipal Utility District No. 133 ("FB MUD 133") regarding maintenance of District property and noted the correspondence will be discussed later in the meeting under the appropriate agenda item.

Ms. Dubois reported that, as previously authorized by the Board, on September 8, 2020, the District entered into an Electricity Sales Agreement with EDF Energy Services, LLC at a contract price of \$.03989 kWh beginning December 1, 2026 through April 30, 2029.

DEEDS, EASEMENTS, APPRAISALS, CONSENTS TO ENCROACHMENT, ENCROACHMENT AGREEMENTS, ASSIGNMENT OF CAPACITY, REQUESTS FOR SERVICE, UTILITY CONVEYANCES, OUT-OF-DISTRICT SERVICE AGREEMENTS, UTILITY COMMITMENT LETTERS, AND CONVEYANCES OF DISTRICT PROPERTY

Mr. Joshi introduced himself to the Board. He stated that he entered into a contract with Pi Valley, LLC to purchase land located at Peek Road and FM 1093 (the "Tract") and requested that the District grant a variance for the reservation of detention capacity for the Tract. Ms. Miller discussed proposed updates to the District's drainage study based on the Atlas 14 rainfall study and Fort Bend County's new drainage criteria, effective January 1, 2020, and stated the updated drainage study has been submitted to Fort Bend County Drainage District ("FBCDD") and Fort Bend County Levee Improvement District No. 12 for approval. Ms. Miller stated that the District currently has available water and sanitary sewer capacity and can provide Pi Valley, LLC with a commitment for reservation of water and sanitary sewer capacity for the Tract. She noted that a variance for the reservation of detention capacity for the Tract would have to be obtained from FBCDD. Discussion ensued.

PARK AND RECREATIONAL FACILITY PLANNING MATTERS

Ms. Plummer reported that the West Park Lakes Homeowners Association (the "HOA") is requesting the use of the West Park Lakes detention facility to host a community movie night event. Ms. Miller discussed the District entering into a Facility Use Agreement (the "Facility Use Agreement") with the HOA to define the responsibilities of the District and the HOA with respect to the use of the detention facilities. Following discussion, Director Lewis made a motion to approve and authorize execution of a Facility Use Agreement with the HOA, subject to approval by Director Lewis, and direct that the Agreement be filed appropriately and retained in the District's official records. Director Bridges seconded the motion, which passed unanimously, with all directors voting "yea."

OPERATIONS AND SERVICE REQUIREMENTS RELATING TO COVID-19 EPIDEMIC AND RATIFICATION OF ANY EMERGENCY ACTIONS, IF NECESSARY

Mr. Browne confirmed that there were no adverse District service impacts resulting from the COVID-19 epidemic.

## MINUTES

The Board reviewed the minutes of the regular meeting held September 8, 2020. After review and discussion, Director Lewis moved to approve the minutes of the regular meeting held September 8, 2020, as submitted. Director Lajoie seconded the motion, which passed unanimously, with all directors voting "yea."

## TAX ASSESSMENT AND COLLECTION MATTERS

Ms. Flores reviewed the tax assessor/collector's report, a copy of which is attached. After review and discussion, Director Lewis moved to approve the tax assessor/collector's report and payment of the bills listed in the report. Director Lajoie seconded the motion, which passed by unanimous vote, with all directors voting "yea."

## REPORT ON SALES TAX AUDIT SERVICES

Mr. Bonnerjee presented and reviewed the Sales Tax Audit Report dated September, 2020. He reviewed new and changed sales and use tax permits issued since the last report for businesses located within the District's boundaries. Following review, the Board directed that the Report be filed appropriately and retained in the District's official records.

## FINANCIAL AND BOOKKEEPING MATTERS

Ms. Austin presented the bookkeeper's report, including the investment report, a copy of which is attached, and submitted the District's bills for payment. She requested the Board approve additional check no. 9179 to the Omnicap Group LLC in the amount of \$10,000.00 and check no. 1244 to CenterPoint Energy in the amount of \$9,260.00. After review and discussion, Director Bridges moved to approve the bookkeeper's report, investment report, and payment of the bills listed in the report, including check no. 9179 to the Omnicap Group LLC in the amount of \$10,000.00 and check no. 1244 to CenterPoint Energy in the amount of \$9,260.00. Director Lajoie seconded the motion, which passed by unanimous vote, with all directors voting "yea."

## OPERATION OF DISTRICT FACILITIES

Mr. Browne reviewed the operator's report, a copy of which is attached. He reported that water accountability for the previous month was 94.7% and reported on maintenance performed at the District's facilities.

Discussion ensued regarding a portion of a sidewalk located atop District facilities in need of repair due to settlement located on Pico Landing Street in the Grand Meadow subdivision.

After review and discussion, Director Bridges moved to (1) approve the operator's report; and (2) authorize MDS to repair the settled portion of the sidewalk on Pico Landing Street at a cost not to exceed \$3,000.00. Director Lajoie seconded the motion, which passed by unanimous vote, with all directors voting "yea."

#### HEARING ON TERMINATION OF WATER AND SEWER SERVICE TO DELINQUENT CUSTOMERS AND AUTHORIZE TERMINATION OF SERVICE

The Board conducted a hearing on the termination of utility service. Mr. Browne presented a list of delinquent customers and reported that the residents on the termination list were mailed written notice prior to this meeting in accordance with the District's Rate Order, notifying them of the opportunity to appear before the Board of Directors to explain, contest, or correct the utility service bill and to show reason why utility service should not be terminated for reason of nonpayment. Following review and discussion, Director Bridges moved that, because the customers on the termination list were neither present at the meeting nor had presented any statement on the matter, utility service should be terminated in accordance with the procedures set forth in the District's Rate Order, and the delinquent customer list should be filed appropriately and retained in the District's official records. Director Lajoie seconded the motion, which passed by unanimous vote, with all directors voting "yea."

#### GARBAGE AND RECYCLING SERVICE MATTERS

There was no discussion on garbage and recycling service matters.

#### NORTH FORT BEND WATER AUTHORITY ("NFBWA") MATTERS

Ms. Miller updated the Board on NFBWA matters and discussed the District's participation in the Larry's Toolbox Water Conservation Program (the "Program"). She reviewed the attached correspondence from the NFBWA regarding three supplemental Program initiatives (the "Initiatives") launched by the NFBWA in recognition of disruption to the 2020 Program caused by COVID-19. Following review and discussion, the Board directed all interested directors and the District's attorney, engineer, and operator to participate in the Initiatives.

#### DEVELOPMENT IN THE DISTRICT

Mr. Penton gave an update on the Grand Trails development in the District.

#### ENGINEERING MATTERS

Ms. Williams presented the engineer's report, a copy of which is attached, including the projects specifically addressed as follows:

## PARK WESTHEIMER BOULEVARD EXTENSION AND DRAINAGE IMPROVEMENTS

Ms. Williams gave an update on construction of the Park Westheimer Boulevard extension and drainage improvements and stated construction is complete.

## PERMANENT WASTEWATER TREATMENT PLANT ("WWTP") AND LIFT STATION

Ms. Williams gave an update on construction of the permanent WWTP and lift station and stated construction is 75% complete. She recommended approval of Pay Estimate No. 11 in the amount of \$909,241.13 to C4 Partners, LLC ("C4 Partners").

## WATER PLANT NO. 2

Ms. Williams gave an update on construction of Water Plant No. 2 and stated construction is 85% complete. She recommended the Board approve Pay Estimate No. 15 in the amount of \$42,411.55 to Nunn Constructors, Ltd. ("Nunn").

## WATER, SEWER AND DRAINAGE FACILITIES TO SERVE GRAND TRAILS, SECTION 1

Ms. Williams gave an update on construction of the water, sewer, and drainage facilities to serve Grand Trails, Section 1.

## PAVING TO SERVE GRAND TRAILS, SECTION 1

Ms. Williams gave an update on construction of the paving to serve Grand Trails, Section 1.

## SUB-REGIONAL DETENTION PHASE II

Ms. Williams gave an update on construction of the sub-regional detention phase II project and stated construction is 95% complete. She recommended the Board approve Pay Estimate No. 2 in the amount of \$133,850.17 to C.E. Barker, Ltd.

## DETENTION FACILITIES TO SERVE DISTRICT EAST

Ms. Williams reported on construction of the detention facilities to serve District East and stated construction is complete.

## DRAINAGE STUDY

Ms. Williams discussed the required updates to the District's drainage study based on the Atlas 14 rainfall study, resulting in new Fort Bend County design criteria, and stated that the updated study was resubmitted to FBCLID No. 12 to address their comments. Following discussion, the Board requested that Ms. Williams provide estimated construction and engineering costs related to the necessary District drainage improvements based on the District's updated drainage study.

## DEEDS, EASEMENTS, APPRAISALS, CONSENTS TO ENCROACHMENT, ENCROACHMENT AGREEMENTS, ASSIGNMENT OF CAPACITY, REQUESTS FOR SERVICE, UTILITY CONVEYANCES, OUT-OF-DISTRICT SERVICE AGREEMENTS, UTILITY COMMITMENT LETTERS, AND CONVEYANCES OF DISTRICT PROPERTY (Continued)

Ms. Williams reported the District received a request for 4 equivalent single-family sanitary sewer and water connections ("ESFC") for a proposed gas station at the southwest corner of Peek Road and Bellaire Boulevard. After discussion, the Board requested that ABHR prepare a Utility Commitment Letter (the "UCL") regarding utility capacity for 4 ESFCs for the proposed gas station, including a provision that the UCL does not commit District drainage capacity to serve the development.

After review and discussion, based on the engineer's recommendation, Director Lewis moved to (1) approve the engineer's report; (2) approve Pay Estimate No. 11 in the amount of \$909,241.13 to C4 Partners for construction of the permanent WWTP and lift station; (3) approve Pay Estimate No. 15 in the amount of \$42,411.55 to Nunn for construction of Water Plant No. 2; and (4) approve Pay Estimate No. 2 in the amount of \$133,850.17 to C.E. Barker, Ltd., for construction of the sub-regional detention phase II project. Director Bridges seconded the motion, which passed by unanimous vote, with all directors voting "yea."

## REPORT ON MAINTENANCE OF DISTRICT DETENTION PONDS AND FACILITY SITES

Ms. Miller reviewed correspondence from a resident of FB MUD 133 requesting that the District increase its maintenance of a District easement located west of N. Waterlily Drive (the "Easement") to include additional debris and trash removal. Following review and discussion, the Board concurred that no additional maintenance is required for the Easement.

Mr. Halbert reviewed a report from Champions on maintenance of the District's detention ponds and facility sites, a copy of which is attached. Following review and discussion, Director Lajoie moved to accept the report from Champions. Director Bridges seconded the motion, which passed by unanimous vote, with all directors voting "yea."

#### PARK AND RECREATIONAL FACILITY PLANNING MATTERS (Continued)

Ms. Miller reported that she provided Ms. Plummer and Director Lewis with a draft Facility Use Agreement for use of the West Park Lakes detention facility for their review.

#### DISTRICT WEBSITE MATTERS

There was no discussion on District website matters.

#### UNLIMITED TAX BONDS, SERIES 2020A ("SERIES 2020A BONDS")

##### REVIEW BIDS AND AWARD SALE OF DISTRICT'S SERIES 2020A BONDS

Ms. Gerdes stated that the District received four bids for the Series 2020A Bonds. A copy of the bid summary is attached. Ms. Gerdes stated she verified the accuracy of the bids and recommended that the Board accept the bid with the lowest net effective interest rate of 2.373278% submitted by SAMCO Capital Markets ("SAMCO"). Ms. Gerdes stated that a good faith check was submitted by SAMCO as required.

##### RESOLUTION AUTHORIZING THE ISSUANCE OF THE DISTRICT'S SERIES 2020A BONDS

Ms. Miller reviewed the Resolution Authorizing Issuance of the District's Series 2020A Bonds. She explained that the document sets forth, among other things, the terms and conditions of issuance and delivery of the Series 2020A Bonds, the payment of principal and interest over the life of the Series 2020A Bonds, and certain District covenants regarding the tax-exempt status of interest on the Series 2020A Bonds.

##### PAYING AGENT/REGISTRAR AGREEMENT

The Board next considered approval and execution of the Paying Agent/Registrar Agreement with The Bank of New York Mellon Trust Company, N.A. Ms. Miller stated that the agreement sets forth the provisions by which the paying agent/registrar will handle registration, transfer, and payment of the District's Series 2020A Bonds.

## OFFICIAL STATEMENT

Ms. Miller explained that the Preliminary Official Statement would be revised to reflect the terms of this sale, including the purchaser, interest rates, and debt service requirements. After discussion, Director Lewis moved to approve the Official Statement and direct that the Official Statement be filed appropriately and retained in the District's official records. Director Bridges seconded the motion, which was approved by unanimous vote.

## CERTIFICATE REGARDING PROVISION OF FINANCIAL ADVICE

Ms. Miller presented a Certificate Regarding Provision of Financial Advice related to the Series 2020A Bonds.

## AUTHORIZE THE BOARD OF DIRECTORS TO EXECUTE ALL DOCUMENTS RELATING TO THE BOND SALE AND AUTHORIZE ATTORNEY AND FINANCIAL ADVISOR TO TAKE ALL NECESSARY ACTION TO DELIVER BONDS TO PURCHASER

Ms. Miller stated that it will be necessary for the President and the Secretary of the Board to sign documents relating to the sale of the Series 2020A Bonds, and for ABHR to submit a transcript of the bond proceedings to the Attorney General of Texas. She added that ABHR and the financial advisor also will take necessary action in connection with the delivery of the bonds to the purchaser.

## APPROVE PAYMENT TO ATTORNEY GENERAL RELATING TO BOND ISSUE TRANSCRIPT REVIEW

The Board considered approving payment to the Attorney General for the Series 2020A Bonds transcript review.

## AMENDMENT TO INFORMATION FORM

Ms. Miller stated that the Texas Water Code requires the District to file an Amendment to Information Form with Fort Bend County and the Texas Commission on Environmental Quality in order to reflect the amount of bonds issued by the District. She then reviewed the Amendment to Information Form with the Board.

After review and discussion, Director Lewis moved to (1) award the sale of the District's Series 2020A Bonds to SAMCO, whose bid contained the lowest net effective interest rate; (2) adopt the Resolution Authorizing Issuance of the District's Series 2020A Bonds and direct that the Resolution be filed



appropriately and retained in the District's official records; (3) approve the Paying Agent/Registrar Agreement with The Bank of New York Mellon Trust Company, N.A. and direct that the Agreement be filed appropriately and retained in the District's official records; (4) approve the Certificate Regarding Provision of Financial Advice related to the Series 2020A Bonds and direct that the Certificate be filed appropriately and retained in the District's official records; (5) authorize the President and Secretary to sign the documents relating to the bond sale and to authorize the attorney and financial advisor to take all necessary action to deliver the bonds to the purchaser; (6) authorize payment to the Attorney General for bond transcript review; and (7) authorize execution of the Amendment to Information Form and direct that the Amendment be filed appropriately and retained in the District's official records. Director Bridges seconded the motion, which passed by unanimous vote.

PUBLIC COMMENTS (Continued)

Mr. Matthews introduced himself to the Board. He stated that he is a resident of Parkway Lakes subdivision and is interested in filling the vacant Board position. Following discussion, the Board requested that ABHR include an item on the next meeting agenda to discuss director appointment matters.

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

/s/ Peter Lajoie  
Secretary, Board of Directors



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