

MINUTES

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 50

March 9, 2021

The Board of Directors (the "Board") of Fort Bend County Municipal Utility District No. 50 (the "District") met in regular session by teleconference and videoconference, with access by video or 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 9th day of March, 2021, and the roll was called of the members of the Board being present by video and/or telephone:

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

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

Also attending the teleconference were Josh Penton of Meritage Homes; Robert Ferguson of Parkway Lakes Development, Inc.; Esther Flores of Tax Tech, Inc.; Jordan Williams of R.G. Miller Engineers, Inc. ("R.G. Miller"); 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. ("Rathmann"); Christie Leighton of Best Trash, LLC ("Best Trash"); 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 and videoconference. She announced that the meeting was being recorded and that consultant reports presented at the meeting were posted online and made available to the public in the form of an "agenda packet" prior to the start of the meeting at www.districtdirectory.org/agendapackets/fbcmud50.

PUBLIC COMMENTS

Ms. Miller offered any members of the public attending the meeting by video or telephone the opportunity to make public comment. There being no members of the public requesting to make public comment, the Board moved to the next agenda item.

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 on February 9, 2021. After review and discussion, Director Stubblefield moved to approve the minutes of the regular meeting held on February 9, 2021, as submitted. Director Lajoie seconded the motion, which passed by unanimous vote, 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. She reported that 92.59% of the 2020 tax levy had been collected as of February 28, 2021. After review and discussion, Director Mathews moved to approve the tax assessor/collector's report and payment of the bills listed in the report. Director Stubblefield seconded the motion, which passed by unanimous vote, with all directors voting "yea."

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 also requested that the Board approve check no. 9348 to the North Fort Bend Water Authority ("NFBWA") in the amount of \$50,029.05, check no. 1267 to Nunn Constructors, Ltd. ("Nunn") in the amount of \$50,589.00, and check no. 1268 to C4 Partners, LLC ("C4 Partners") in the amount of \$79,279.01. After review and discussion, Director Stubblefield moved to approve the bookkeeper's report, investment report, and payment of the bills listed in the report, including check no. 9348 to the NFBWA in the amount of \$50,029.05, check no. 1267 to Nunn in the amount of \$50,589.00, and check no. 1268 to C4 Partners in the amount of \$79,279.01. Director Lajoie seconded the motion, which passed by unanimous vote, with all directors voting "yea."

SERIES 2021 UNLIMITED TAX REFUNDING BONDS ("SERIES 2021 REFUNDING BONDS")

Ms. Gerdes distributed and reviewed information on the Series 2021 Refunding Bonds, a copy of which is attached.

AUTHORIZE PURCHASE OF INSURANCE AND APPLICATION FOR RATING AND ENGAGE RATING COMPANY TO PERFORM CREDIT RATING ANALYSIS FOR SERIES 2021 REFUNDING BONDS

The Board considered authorizing the purchase of insurance and application for rating for the Series 2021 Refunding Bonds.

Ms. Gerdes discussed engaging Moody's Investor Service to perform a credit rating analysis for the Series 2021 Refunding Bonds.

PRELIMINARY OFFICIAL STATEMENT FOR THE DISTRICT'S SERIES 2021 REFUNDING BONDS

Ms. Gerdes reviewed the Preliminary Official Statement for the District's Series 2021 Refunding Bonds.

DESIGNATE UNDERWRITER

Ms. Gerdes recommended that the Board designate SAMCO Capital Markets, Inc. ("SAMCO") and RBC Capital Markets, LLC ("RBC") as the underwriters for the Series 2021 Refunding Bonds.

APPOINT PAYING AGENT/REGISTRAR AND ESCROW AGENT

The Board considered appointing a paying agent/registrar and escrow agent for the Series 2021 Refunding Bonds.

RESOLUTION AUTHORIZING THE ISSUANCE OF THE SERIES 2021 REFUNDING BONDS AND AUTHORIZE THE BOARD TO SIGN ALL DOCUMENTS RELATING TO THE SALE OF THE BONDS

Ms. Miller reviewed a Resolution Authorizing the Issuance of the Series 2021 Refunding Bonds. The Board discussed delegating authority to Director Lewis, with Director Bridges as an alternate, to coordinate with Rathmann on the sale of the Series 2021 Refunding Bonds. The Board then discussed parameters for the sale of the Series 2021 Refunding Bonds and, based upon Ms. Gerdes' recommendations, considered setting a net present value savings of at least 5% and the maximum principal amount of the Series 2021 Refunding Bonds at \$8,000,000.

AUTHORIZE THE DISTRICT'S ATTORNEY AND THE FINANCIAL ADVISOR TO TAKE ALL NECESSARY ACTION IN CONNECTION WITH THE ISSUANCE OF THE DISTRICT'S SERIES 2021 REFUNDING BONDS

The Board next considered authorizing ABHR and Rathmann to take all necessary action in connection with the issuance of the Refunding Bonds and to deliver the Series 2021 Refunding Bonds to the purchaser.

CERTIFICATE REGARDING PROVISION OF FINANCIAL ADVICE

Ms. Miller reviewed a Certificate Regarding Provision of Financial Advice related to the Series 2021 Refunding Bonds.

PAYMENT TO ATTORNEY GENERAL RELATING TO BOND ISSUE TRANSCRIPT REVIEW

The Board considered approving the payment to the Attorney General for review of the transcript for the Series 2021 Refunding Bonds.

After review and discussion, Director Stubblefield moved to (1) authorize purchase of insurance for the Series 2021 Refunding Bonds; (2) engage Moody's Investors Service to perform a credit rating analysis for the Series 2021 Refunding Bonds; (3) approve the Preliminary Official Statement; (4) designate SAMCO and RBC as the underwriters for the Series 2021 Refunding Bonds; (5) appoint The Bank of New York Mellon Trust Company, N.A. as the District's paying agent/registrar and escrow agent for the Series 2021 Refunding Bonds; (6) adopt the Resolution Authorizing the Issuance of the Series 2021 Refunding Bonds and direct that the Resolution be filed appropriately and retained in the District's official records; (7) delegate authority to Director Lewis and, as an alternate, Director Bridges, to work with Rathmann as the District's Authorized Representative to effect the sale of the Series 2021 Refunding Bonds and authorize his execution of any necessary documents related to the Series 2021 Refunding Bonds; (8) authorize the financial advisor to proceed with the sale of the Series 2021 Refunding Bonds contingent upon a net present value savings of at least 5% and a maximum principal amount of \$8,000,000; (9) authorize ABHR and Rathmann to take all necessary action in connection with the issuance of the Series 2021 Refunding Bonds to deliver the Series 2021 Refunding Bonds to the purchaser; (10) approve the Certificate Regarding Provision of Financial Advice related to the Series 2021 Refunding Bonds and direct that the Certificate be filed appropriately and retained in the District's official records; and (11) authorize the payment to the Attorney General for bond transcript review. Director Lajoie seconded the motion, which passed by unanimous vote, with all directors voting "yea."

Ms. Gerdes left the meeting.

AUTHORIZE PREPARATION OF PROJECT AUDIT FOR ECONOMIC DEVELOPMENT GRANT PAYMENT TO MRPL RETAIL PARTNERS, LTD., AND MRPL RETAIL PARTNERS II, LTD., BY AUDITOR

Ms. Miller stated that the Board previously engaged Mark C. Eyring, CPA, PLLC, to conduct the annual supplemental project audit for the annual Economic Development Grant payment to MRPL Retail Partners, Ltd., and MRPL Retail Partners II, Ltd. After review and discussion, Director Bridges moved to authorize Mark C. Eyring, CPA, PLLC, to proceed with conducting the supplemental project audit for the annual Economic Development Grant payment. Director Stubblefield seconded the motion, which passed by unanimous vote, with all directors voting "yea."

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

Ms. Miller reviewed the District's annual report containing the District's most recent Official Statement and audit to be filed in accordance with the continuing disclosure provisions contained in the bond resolutions. She stated that the District is required to file the annual report with the Municipal Securities Rulemaking Board through the Electronic Municipal Market Access System ("EMMA"). Following review and discussion, Director Lajoie moved to approve the annual report, authorize the attorney to submit the District's annual report in compliance with the continuing disclosure provisions contained in the bond resolutions through EMMA, and direct that the report be filed appropriately and retained in the District's official records. Director Stubblefield seconded the motion, which passed by unanimous vote, with all directors voting "yea."

ANNUAL REVIEW OF PROCEDURES FOR CONTINUING DISCLOSURE COMPLIANCE

The Board reviewed the District's procedures for continuing disclosure compliance. Ms. Miller stated that no changes are required at this time.

RENEWAL OF DISTRICT'S INSURANCE POLICIES

The Board reviewed a proposal for insurance from HARCO Insurance Services, which includes a list of the District's facilities provided by R.G. Miller. Following review and discussion, Director Lewis moved to accept the proposal for renewal of the District's insurance from HARCO Insurance Services and direct that the proposal 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."

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 93.6% and reported on maintenance performed at the District's facilities.

The Board considered adopting a leak adjustment policy for District residents who lost water due to damages caused by the February 2021 freeze event (the "Freeze Event"). Ms. Miller then reviewed a Resolution Adopting Policy and Procedures for February 2021 Freeze Event Leak Adjustment Credits (the "Freeze Event Resolution"). Mr. Miller reported that the Board of the NFBWA adopted a leak adjustment credit policy, which will waive NFBWA fees to the District on a gallon-to-gallon basis with the leak adjustments granted by the District to its retail customers. The Board discussed how to communicate the leak adjustment credit opportunity to District customers.

Mr. Browne reviewed a water loss audit computing the District's most recent annual system water loss. He stated MDS will file the water loss audit with the Texas Water Development Board ("TWDB").

After review and discussion, Director Bridges moved to (1) approve the operator's report; (2) authorize MDS to turn over two accounts in the total amount of \$409.31, deemed to be uncollectible, to a collection agency; (3) adopt the Freeze Event Resolution and direct it be filed appropriately and retained in the District's official records; (4) authorize Director Lajoie to post the Freeze Event Resolution to the District's website; and (5) approve the water loss audit, authorize MDS to file the audit with the TWDB, and direct that the audit be filed appropriately and retained in the District's official records. Director Mathews 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.

The Board discussed correspondence from Fort Bend County Judge K.P. George requesting that all municipal utility districts suspend imposition of late fees and service terminations at least through April 30, 2021, due to the impact of the Freeze Event.

Following review and discussion, Director Bridges moved to (1) suspend termination of water and sewer service to delinquent customers and waive late fees and penalties for the current billing cycle; (2) authorize MDS to send written reminder notices of non-payment to delinquent customers; and (3) authorize MDS to set up payment plans with District customers on an as-needed basis until further notice. Director Mathews seconded the motion, which passed by unanimous vote, with all directors voting "yea."

APPROVE ANNUAL REPORT ON IMPLEMENTATION OF WATER CONSERVATION PLAN AND AUTHORIZE SUBMITTAL TO NFBWA

Ms. Miller discussed the annual report on implementation of the District's Water Conservation Plan with the Board. She added that MDS will file the report with the NFBWA. After review and discussion, Director Lajoie moved to approve the annual report on implementation of the Water Conservation Plan, authorize MDS to file the report with the NFBWA, and direct that the report be filed appropriately and retained in the District's official records. Director Bridges seconded the motion, which passed by unanimous vote, with all directors voting "yea."

CONDUCT ANNUAL REVIEW OF DROUGHT CONTINGENCY PLAN

The Board reviewed the District's current Drought Contingency Plan ("Plan"). The Board concurred that no changes were necessary to the current Plan and took no further action.

ADOPT AMENDED RATE ORDER

The Board concurred to defer amending the District's Rate Order to next month.

GARBAGE AND RECYCLING SERVICE MATTERS

Ms. Leighton discussed garbage and recycling matters. She reported that Best Trash posted links for options for removal of debris generated due to the Freeze Event to its website. Following discussion, the Board concurred to post the links for options for debris removal to the District's website.

Discussion ensued regarding the District hosting a free paper shredding event for District residents. Following discussion, the Board concurred to include a note on the water bill regarding District resident interest in attending a free paper shredding event.

NFBWA MATTERS

There was no additional report on NFBWA matters.

DEVELOPMENT IN THE DISTRICT

Mr. Ferguson gave an update on development in the District.

Ms. Williams reviewed the attached preliminary land plan and rendering of a proposed single-family home rental community development (the "Proposed Development") in the District by Provident Realty Advisors, Inc. ("Provident"), which would be located at the southwest corner of the intersection of Bellaire Boulevard and Peek Road. Following review and discussion, Director Lewis moved to authorize ABHR to prepare a Development Financing Agreement with Provident for the Proposed Development. Director Mathews seconded the motion, which passed by unanimous vote, with all directors voting "yea."

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 WWTP AND LIFT STATION, INCLUDING PROPOSALS FOR SECURITY SERVICES

Ms. Williams gave an update on construction of the permanent WWTP and lift station and stated construction is 90% complete. She recommended approval of Pay Estimate No. 16 in the amount of \$79,279.01 to C4 Partners.

WATER PLANT NO. 2

Ms. Williams gave an update on construction of Water Plant No. 2 and stated construction is 90% complete. She recommended the Board approve Pay Estimate No. 20 in the amount of \$50,589.00 to 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 and stated construction is 95% complete.

PAVING TO SERVE GRAND TRAILS, SECTION 1

Ms. Williams gave an update on construction of the paving to serve Grand Trails, Section 1. She recommended approval of Pay Estimate Nos. 1 and 2 in the amounts of \$145,800.00 and \$208,562.85, respectively, to DeCrosta Construction, LLC ("DeCrosta").

SUB-REGIONAL DETENTION PHASE II

Ms. Williams gave an update on construction of the sub-regional detention phase II project and stated construction is 99% complete.

SUB-REGIONAL DETENTION PHASE III

Ms. Williams gave an update on design of the sub-regional detention phase III project and stated that the District has not yet received developer advances for the project.

DISTRICT EAST DETENTION FACILITIES PHASE II

Ms. Williams gave an update on design of District East Detention Facilities Phase II.

TEXAS DEPARTMENT OF TRANSPORTATION ("TXDOT") DRAINAGE DITCH IMPROVEMENTS PROJECT

Ms. Williams gave an update on design of the TXDOT drainage ditch improvements project.

EFFLUENT REUSE MATTERS

Ms. Williams gave an update on the Water Supply Agreement between the District and the Crestwater Homeowners Association and stated that a final and non-appealable permit has been issued by the Texas Commission on Environmental Quality ("TCEQ").

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

Ms. Miller presented a Utility Commitment Letter with Provident for 178 equivalent single-family sanitary sewer and water connections for the Proposed Development.

Ms. Williams reported that the District received a request from PacFin 6, Ltd., for an extension to the Utility Commitment Letter dated July 14, 2020, for a proposed development of a six-acre tract of land located at corner of the Westpark Tollway and Creeks End Boulevard.

STORM WATER PERMITTING MATTERS

Ms. Williams reviewed the District's Annual Report for the Phase II MS4 Storm Water Management Plan pursuant to the General Permit TXR040000.

After review and discussion, based on the engineer's recommendation, Director Lajoie moved to (1) approve the engineer's report; (2) approve Pay Estimate No. 16 in the amount of \$79,279.01 to C4 Partners for construction of the permanent WWTP and lift station; (3) approve Pay Estimate No. 20 in the amount of \$50,589.00 to Nunn for construction of Water Plant No. 2; (4) approve Pay Estimate Nos. 1 and 2 in the amounts of \$145,800.00 and \$208,562.85, respectively, to DeCrosta for construction of the paving to serve Grand Trails, Section 1; (5) approve the Utility Commitment Letter with Provident and direct that the letter be filed appropriately and retained in the District's official records; (6) approve an updated Utility Commitment Letter regarding sanitary sewer and water capacity for PacFin 6, Ltd., and (7) approve the Annual Report for the Phase II MS4 Storm Water Management Plan, subject to review by ABHR, authorize the District's engineer to file such Annual Report with the TCEQ, and direct that such Annual Report be filed appropriately and retained in the District's official records. 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

Mr. Halbert reviewed a report from Champions on maintenance of the District's detention ponds and facility sites, a copy of which is attached. He reported that the District resident at 6907 Misty Morning Trace allowed a contractor to access the District's property to construct a patio. Following review and discussion, Director Lewis moved to (1) approve the report from Champions; and (2) authorize ABHR to send a letter to the resident at 6907 Misty Morning Trace requesting that the resident remove the concrete debris and restore the District's property to its original condition. Director Lajoie seconded the motion, which passed by unanimous vote, with all directors voting "yea."

Ms. Miller reported that the District received written correspondence from a resident of Fort Bend County Municipal Utility District No. 133 regarding maintenance of certain trees on the District easement located west of N. Waterlily Drive and that copies of the written correspondence were distributed to the Board prior to the meeting.

Following discussion, the Board concurred that no additional maintenance is required for the District easement located west of N. Waterlily Drive.

TREE RELOCATION PROJECT

Director Lewis provided an update on the relocation of trees in the District. Discussion ensued regarding the District planting trees around the Fort Bend County Toll Road Authority ("FBCTRA") pond (the "Pond") located within the District's boundaries. Following discussion, the Board directed ABHR to contact the FBCTRA and request permission to plant and maintain trees around the Pond.

PARK AND RECREATIONAL FACILITY PLANNING MATTERS

The Board deferred discussing a Resolution Establishing Rules and Regulations Governing the Use of District Detention and Recreation Facilities until next month.

DISTRICT WEBSITE MATTERS

There was no discussion on this matter.

CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.071, TEXAS GOVERNMENT CODE, TO CONDUCT A PRIVATE CONSULTATION WITH ATTORNEY TO DISCUSS PENDING OR CONTEMPLATED LITIGATION, OR A SETTLEMENT OFFER

The Board convened in Executive Session at 10:57 a.m., pursuant to Section 551.071 of the Texas Government Code, to conduct a private consultation with attorney to discuss pending or contemplated litigation or a settlement offer.

RECONVENE IN OPEN SESSION AND AUTHORIZE APPROPRIATE ACTION REGARDING MATTERS DISCUSSED IN EXECUTIVE SESSION

The Board reconvened in regular session at 11:17 a.m. No action was taken by the Board.

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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