

MINUTES  
FORT BEND COUNTY LEVEE IMPROVEMENT DISTRICT NO. 6

October 23, 2017

The Board of Directors (the "Board") of Fort Bend County Levee Improvement District No. 6 (the "District") met in regular session, open to the public, on the 23rd day of October, 2017, at The George Foundation, 215 Morton Street, in the Main Conference Room, Richmond, Texas, a regular meeting place outside the boundaries of the District, and the roll was called of the members of the Board:

Gary Pochyla	President
Kent P. Savage	Vice President
Linda Jacks	Secretary

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

Also present at the meeting were Roger Adamson of The George Foundation; Pat McDonald of The Henderson-Wessendorff Foundation; Ron Dechert of Costello, Inc. ("Costello"); Tracey Scott of Myrtle Cruz, Inc.; David Patterson of Assessments of the Southwest, Inc.; Jeff Perry of Levee Management Services LLC ("LMS"); Amy Norsworthy of Del Webb Sweetgrass Homeowners Association; Julie Peak of FirstSouthwest, a Division of Hilltop Securities; Shannon Waugh of Off Cinco; Tom Butcher, Joe Grace, Chris Read, Arnold Avina, and Dave Vrshek, residents of the District; Angela Lutz and Nikole Cales of Allen Boone Humphries Robinson LLP ("ABHR").

PUBLIC COMMENTS

Mr. Vrshek thanked the Board for holding a community meeting in the District. He stated he believes there was not enough notice provided for evacuations and questioned if the Board would consider implementing a District website or subscribe to a text notification service. Mr. Vrshek also requested the Board consider hosting quarterly meetings in the Del Webb community. Discussion ensued regarding resident concerns for available stormwater detention capacity after Veranda is built out. Residents noted Del Webb has been experiencing issues with property damage due to wild hogs.

Mr. Butcher inquired about the ownership of ponds in Del Webb. Mr. Dechert stated he will confirm the ownership of the ponds.

Mr. Grace asked if a topography map of the District is publicly available. Mr. Dechert stated he can obtain a topography map by going to Fort Bend County Drainage District's website and searching for "Fort Bend County LIDAR."

## MINUTES

The Board considered approving the minutes from the September 11, 2017, Board meeting, which were provided in advance of the meeting. After review and discussion, Director Jacks moved to approve the minutes of the Board meeting, as revised. Director Pochyla seconded the motion, which passed unanimously.

### \$5,000,000 UNLIMITED TAX BONDS, SERIES 2017

Ms. Peak stated that the Board received three bids for the District's \$5,000,000 Unlimited Tax Bonds, Series 2017 Bonds (the "Series 2017 Bonds").

The Board next considered awarding the sale of the District's Series 2017 Bonds. Ms. Peak stated she verified the accuracy of the bids and recommended that the Board accept the bid with the lowest net effective interest rate of 3.353173% submitted by SAMCO Capital Markets ("SAMCO"). After review and discussion, Director Jacks moved to award the sale of the District's Series 2017 Bonds to SAMCO, whose bid contained the lowest net effective interest rate. Director Pochyla seconded the motion, which passed by unanimous vote. A copy of the accepted bid from SAMCO is attached.

Ms. Peak noted the District obtained a BAA2 rating from Moody's Investor Service.

### RESOLUTION AUTHORIZING THE ISSUANCE OF THE DISTRICT'S \$5,000,000 UNLIMITED TAX BONDS, SERIES 2017

Ms. Lutz reviewed a Resolution Authorizing the Issuance of the District's \$5,000,000 Unlimited Tax Bonds, Series 2017. After review and discussion, Director Jacks moved to adopt the Resolution Authorizing the Issuance of the District's \$5,000,000 Unlimited Tax Bonds, Series 2017, and direct that the Resolution be filed appropriately and retained in the District's official records. Director Pochyla seconded the motion, which passed unanimously.

### APPROVE PAYING AGENT/REGISTRAR AGREEMENT

Ms. Lutz then reviewed the Paying Agent/Registrar Agreement between the District and Bank of New York Mellon. After review and discussion, Director Jacks moved to approve the Paying Agent/Registrar Agreement between the District and Bank of New York Mellon, and direct that the Agreement be filed appropriately and retained in the District's official records. Director Pochyla seconded the motion, which passed unanimously.

### APPROVE OFFICIAL STATEMENT

Ms. Lutz stated that the Preliminary Official Statement will be updated to include information regarding the bond sale. After review and discussion, Director

Jacks moved to approve the Official Statement for the Series 2017 Bonds, direct that the Official Statement be filed appropriately and retained in the District's official records. Director Pochyla seconded the motion, which passed unanimously.

#### EXECUTION OF CERTIFICATE REGARDING PROVISION OF FINANCIAL ADVICE

Ms. Lutz presented and reviewed a Certificate Regarding Provision of Financial Advice. After review and discussion, Director Jacks moved to approve the Certificate and direct that it be filed appropriately and retained in the District's official records. Director Pochyla seconded the motion, which passed by unanimous vote.

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

Ms. Lutz stated that it will be necessary for the Board to sign certain documents relating to the sale of the District's Series 2017 Bonds, and for the attorney to submit a transcript of the bond proceedings to the Attorney General of Texas. She added that the financial advisor also will take necessary action in connection with the delivery of the bonds to the purchaser. After review and discussion, Director Jacks moved to authorize the Board to sign the documents relating to the bond sale and authorize the attorney and financial advisor to take all necessary action to deliver the bonds to the purchaser. Director Pochyla seconded the motion, which passed by unanimous vote.

#### APPROVE CHECK TO ATTORNEY GENERAL RELATING TO BOND TRANSCRIPT REVIEW

Ms. Lutz stated the District will need to issue a check to the Texas Attorney General to review the District's Series 2017 Bond Transcript. After review and discussion, Director Jacks moved to authorize approve the check to the Texas Attorney General. Director Pochyla seconded the motion, which passed by unanimous vote.

#### AMENDMENT TO INFORMATION FORM

Ms. Lutz 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 additional bonds issued by the District. She then reviewed the Amendment to the Information Form with the Board. After review and discussion, Director Jacks moved to 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 Pochyla seconded the motion, which passed by unanimous vote.

UPDATE FROM DISTRICT'S ENGINEER ON TEXAS COMMISSION ON ENVIRONMENTAL QUALITY ("TCEQ") INSPECTION OF FACILITIES

Mr. Dechert updated the Board regarding the TCEQ inspection of facilities.

CONDUCT PUBLIC HEARING DATE REGARDING DISTRICT'S TAX RATE, ADOPT ORDER LEVYING TAXES, AND AUTHORIZE EXECUTION OF AMENDMENT TO INFORMATION FORM

Mr. Patterson stated that Assessments of the Southwest, Inc. published the required Notice of Public Hearing stating the District anticipates levying a total tax rate of \$0.50 per \$100 of assessed valuation at this meeting.

Director Pochyla then opened the public hearing. No members of the public came forward to make comments. Director Pochyla closed the public hearing.

Ms. Lutz presented to the Board an Order Levying Taxes for a total tax rate of \$0.50 per \$100 of assessed valuation comprised of \$0.33 for debt service and \$0.17 for operations and maintenance. Ms. Lutz also presented an Amendment to Information Form reflecting the new tax rate.

After review and discussion, Director Jacks moved to adopt the Order Levying Taxes as presented and authorize execution of the Amendment to Information Form, and direct that the Order and Amendment be filed appropriately and retained in the District's official records. Director Pochyla seconded the motion, which passed unanimously. The Board confirmed its intention that the 2017 tax levy includes a debt service component for the calendar year ending December 31, 2018, and a maintenance tax component for the fiscal year ending July 31, 2018.

Mr. Vrshek asked if exemptions are included in the Order Levying Taxes. Ms. Lutz stated the Board adopts tax exemptions in the spring by a separate order. She noted the content of the Order Levying Taxes is prescribed by law.

TAX ASSESSMENT AND COLLECTION MATTERS, INCLUDING INSTALLMENT AGREEMENTS AND PAYMENT OF TAX BILLS

Mr. Patterson distributed and reviewed the September and October tax assessor/collector's reports, copies of which are attached. He stated the District's 2016 tax collection rate is 98.72% as of September 30, 2017. Following review and discussion, Director Jacks moved to approve the tax assessor/collector's report and payment of the bills from the tax account. Director Pochyla seconded the motion, which passed unanimously.

## FINANCIAL AND BOOKKEEPING MATTERS

Ms. Scott presented to the Board for review and approval the bookkeeper's reports and bills, a copy of which is attached. Following review and discussion, Director Jacks moved to approve the bookkeeper's reports and payment of bills. Director Pochyla seconded the motion, which passed unanimously.

## OPERATION OF DISTRICT FACILITIES

Mr. Perry presented and reviewed a report and updated the Board regarding levee maintenance and operations, a copy of which is attached. He stated the District's facilities performed well during Hurricane Harvey and noted LMS is completing an after storm inspection.

Mr. Perry stated LMS has not noticed substantial hog damage on the levee and noted usually there is only damage to the top soil, which does not impact the integrity the of levee.

Discussion ensued regarding alligator spottings in the District's lakes. Ms. Lutz stated the Texas Parks and Wildlife County Game Warden has been contacted regarding the matter. Mr. Perry responded that when LMS sees the alligator, they also notify the Game Warden.

## MOWING OF DISTRICT FACILITIES

Mr. Perry updated the Board regarding mowing in the District and noted mowing will slow during winter months. He reported overseeding of the levee will occur in the next few months.

## STORM WATER PERMITTING MATTERS

There was no discussion regarding this item.

## REPORT REGARDING DEVELOPMENT IN THE DISTRICT

Mr. Vrshek discussed the growth of the Del Webb community and the anticipated growth and development of the overall District.

Mr. Grace requested the total number of homes currently planned in Williams Ranch and Veranda developments. Mr. Grace asked what the anticipated taxable value of the District will be when development is complete. Ms. Peak stated the taxable value upon completion cannot be predicted at this time. Mr. Dechert reported Veranda is expected to have approximately 1,500 to 2,000 homes, but noted the land plan hasn't been finalized and numbers could change.

## ENGINEERING MATTERS

Mr. Dechert updated the Board regarding engineering in the District. No written report was presented.

## ADOPT RESOLUTION VOTING FOR DIRECTOR FOR BOARD OF DIRECTOR ELECTION FOR FORT BEND CENTRAL APPRAISAL DISTRICT

The Board reviewed the candidates for the Board of Directors election for the Fort Bend Central Appraisal District ("FBCAD"). Ms. Lutz stated the District has four votes to cast in the election. She then presented and reviewed a Resolution Voting for Director for Board of Director Election for FBCAD ("Resolution"). After review and discussion, Director Pochyla moved to cast the District's four votes for Sam Mayson for Director of the FBCAD, approve the Resolution reflecting the same, and direct that the Resolution be filed appropriately and retained in the District's official records. Director Jacks seconded the motion, which passed unanimously.

## APPROVE ANNUAL REPORT IN ACCORDANCE WITH THE DISTRICT'S CONTINUING DISCLOSURE OF INFORMATION AGREEMENT AS REQUIRED BY SEC RULE 15c2-12

Ms. Lutz reviewed the annual report containing updated financial and operating data to 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 Electronic Municipal Market Access System ("EMMA"). Following review and discussion, Director Pochyla moved to approve the Annual Report subject to finalization, authorize the attorney to submit the District's most recent official statement to comply 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 Jacks seconded the motion, which passed unanimously.

## DEEDS AND EASEMENTS

Ms. Lutz discussed detention pond ownership in Del Webb. Discussion ensued regarding public access and fishing in District-owned detention ponds. Mr. Butcher discussed management of the landscaping surrounding the detention ponds and noted garbage is not being properly disposed of. Ms. Lutz stated the District could hire additional Sheriffs or Constables to patrol the neighborhood, which could encourage visitors to the District detention ponds to clean up after themselves. Director Pochyla asked if District ownership could be deeded to HOA. Ms. Lutz stated due to the District selling tax-exempt bonds to purchase the property, the District cannot convey the land at this time.

## PERIMETER LEVEE MATTERS AND NATIONAL ASSOCIATION OF FLOOD AND STORMWATER MANAGEMENT AGENCIES

Ms. Lutz discussed the most recent Perimeter Levee meeting. Discussion ensued regarding purchasing additional flood-fighting equipment. Ms. Lutz stated the perimeter levee group would like to participate in the joint purchase. If so, the District's share for one Tiger Dam would total \$37,500. No action was taken.

Ms. Lutz reviewed letter from Costello during Hurricane Harvey requesting Fort Bend County assist with flood-fighting or a temporary levee at the point the District's levee ties into high ground. A copy of the letter is attached. Mr. Dechert discussed the possibility of constructing a permanent extension to the levee.

Discussion ensued regarding priority usage of Tiger Dam.

Ms. Lutz presented a synopsis of the National Association of Flood and Stormwater Management Agencies' conference.

## HURRICANE HARVEY MATTERS

Ms. Lutz discussed emergency notification systems of other perimeter levee districts including reverse 911, text message notification, and district websites.

Discussion ensued regarding communication methods utilized during Hurricane Harvey and possible options to communicate more effectively to District residents.

Ms. Waugh introduced herself and presented and reviewed a proposal for a District website, a copy of which is attached. She stated the basic website has a one-time fee setup of \$1,200 and noted the Board can select from three hosting options: (1) \$250 per month for basic hosting and website information; (2) \$350 per month which includes basic services as well as email blasts; and (3) \$450 per month which will include basic services, email blasts, and add a text messaging service for residents who opt-in.

Director Pochyla discussed Fort Bend County Office of Emergency Management's ("FBCOEM") website and noted this website provides the most accurate, up-to-date information during emergency events.

After review and discussion, Director Jacks moved to approve the basic website proposal for a one-time set-up fee of \$1,200 and basic web hosting services in the amount of \$250 per month. Ms. Waugh stated she will reserve [www.FBLID6.org](http://www.FBLID6.org) as the District's domain name and begin the website design.

Mr. Butcher expressed interest in receiving text alerts. Ms. Lutz recommended he visit FBCOEM's website and sign up for texting notifications for emergency events. She stated during emergency events, the District's website will only be updated as necessary and noted FBCOEM provides detailed updates in emergency circumstances.

ITEMS FOR NEXT AGENDA

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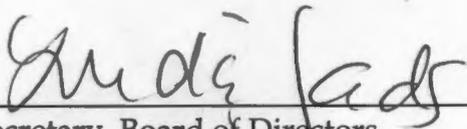
There was no discussion regarding this item.

NEXT MEETING DATE

The Board concurred to meet on November 27, 2017, at 12:00 p.m. at The George Foundation.

Mr. Pochyla discussed quarterly meetings in Del Webb and Veranda.

There being no further business to discuss, the meeting was adjourned.

  
Secretary, Board of Directors

(SEAL)



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