

MINUTES
BRAZORIA-FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 1

May 10, 2019

The Board of Directors (the "Board") of Brazoria-Fort Bend County Municipal Utility District No. 1 (the "District") met in regular session, open to the public, on the 10th day of May, 2019, at the offices of Allen Boone Humphries Robinson LLP, 3200 Southwest Freeway, Houston, Texas, outside the boundaries of the District, and the roll was called of the members of the Board:

Michael Parks	President
Julie Ward	Vice President
Geoffrey Pope	Secretary
Karri Axtell	Assistant Vice President
Heather Zayas	Assistant Secretary

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

Also present at the meeting were David Patterson of Assessments of the Southwest, Inc.; Everett Deao and Charlie Tang of LJA Engineering, Inc. ("LJA"); Javier Ortiz and Chris Wilson of Shadow Creek Ranch Maintenance Association ("SCRMA"); Remy Midkiff of Greystar; Marie Ferguson, Director of Brazoria Municipal Utility District No. 26 ("No. 26"); Officer Natisha Lucas of the City of Pearland (the "City") Police Department; Tayo Ilori of McGrath & Co., PLLC ("McGrath"); and Lynne Humphries, Hannah Brook, and Erika Smiley of Allen Boone Humphries Robinson LLP ("ABHR").

MINUTES

The Board considered approving the minutes of the April 5, 2019, regular meeting, which were provided in advance of the meeting. After review and discussion, Director Axtell moved to approve the minutes of the April 5, 2019, regular meeting. Director Ward seconded the motion, which passed unanimously.

COMMENTS FROM THE PUBLIC

There were no comments from the public.

NEWSLETTERS AND WEBSITE MATTERS

The Board reviewed a draft newsletter notice distributed in advance of today's meeting. Ms. Brook stated that the notice will be updated to reflect the recent City of Pearland City Council 2019 election. The Board reviewed an analytics report on the prior month's website activity, a copy of which is attached. Following review and discussion, the Board concurred to authorize ABHR to submit (1) the newsletter notice for publication; and (2) any website updates as posted articles become outdated.

REPORT ON DEVELOPMENT

Mr. Deao introduced Mr. Midkiff, of Greystar, a developer in the District. Mr. Midkiff then reviewed a proposed plan for a multifamily development in the District and responded to questions from the Board. He inquired about the District providing a developer reimbursement agreement. Ms. Brook discussed the reimbursement process and noted the tract must have sufficient taxable value before any projects can be reimbursed by the District. Discussion ensued regarding the multifamily development and the District's property values. There was no action taken on this request.

Mr. Ilori presented and reviewed a revised supplemental Developer Reimbursement Report (the "Report") prepared by McGrath for the purpose of verifying the amount to reimburse Perry Homes from the District's \$14,100,000 Unlimited Tax Bonds, Series 2017, for impact fees paid on behalf of the District. After review and discussion, Director Ward moved to approve the Report and direct that it be filed appropriately and retained in the District's records; and authorize disbursement of funds to Perry Homes pursuant to the Report. Director Axtell seconded the motion, which was approved by unanimous vote.

CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.076, TEXAS GOVERNMENT CODE, TO DELIBERATE THE DEPLOYMENT, OR SPECIFIC OCCASIONS FOR IMPLEMENTATION OF SECURITY PERSONNEL OR DEVICES, OR A SECURITY AUDIT

The Board did not convene in this executive session.

RECONVENE IN OPEN SESSION AND AUTHORIZE APPROPRIATE ACTION REGARDING DEPLOYMENT, OR SPECIFIC OCCASIONS FOR IMPLEMENTATION OF SECURITY PERSONNEL OR DEVICES AND APPROVE ANY NECESSARY ACTIONS RELATED TO SECURITY REPORT, AND APPROVE ANY NEW SECURITY PATROL AGREEMENTS

Officer Lucas reviewed the written security report for Shadow Creek Ranch, provided in advance of the meeting, and responded to questions from the Board.

TAX ASSESSMENT AND COLLECTION MATTERS

Mr. Patterson distributed and reviewed the tax assessor/collector's report, including the unpaid accounts tax roll and a report from the District's delinquent tax attorney. A copy of the tax assessor/collector's report is attached. He stated 98.37% of the District's 2018 taxes were collected as of April 30, 2019. He then reported the 2019 preliminary taxable value of the District is \$1,204,080,076, a \$140 million dollar increase from 2018. After review and discussion, Director Pope moved to approve the Tax collector's report. Director Axtell seconded the motion, which was approved by unanimous vote.

BOOKKEEPING MATTERS

Ms. Brook reviewed the bookkeeper's report, including the investment report, budget comparison, and list of checks presented for approval, a copy of which is attached. After review and discussion, Director Pope moved to approve the bookkeeper's report and payment of the bills, review of investments, and budget comparison. Director Ward seconded the motion, which passed unanimously.

TRAVEL REIMBURSEMENT GUIDELINES AND DIRECTOR EXPENSES FOR ASSOCIATION OF WATER BOARD DIRECTORS ("AWBD") SUMMER CONFERENCE

The Board discussed the District's Travel Reimbursement Guidelines and considered establishing travel guidelines for the upcoming AWBD summer conference in Fort Worth. After review and discussion, Director Axtell moved to establish maximum limits of four Director fees of office, three nights of lodging, and three meal expenses per day for any director attending the AWBD summer conference for expenses submitted in accordance with the guidelines. Director Ward seconded the motion, which passed unanimously.

ATTORNEY'S REPORT

There was no discussion on this matter.

DATE, TIME, AND LOCATION FOR NEXT DISTRICT MEETING

The Board discussed the meeting schedule and concurred to hold the regular meeting on June 7, 2019, at 12:00 p.m. at the offices of ABHR.

ENGINEERING MATTERS

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

REPORTS FROM DIRECTORS AND DISTRICT CONSULTANTS

Mr. Deao presented and reviewed with the Board a consulting proposal. Ms. Brook informed the Board No. 26 has authorized LJA to proceed with design work and approved a consulting proposal from LJA to coordinate the Lake Irrigation and Well Repair project with SCRMA. Mr. Deao stated that the proposal is for time and materials, and has a total cost of \$10,000, and the District would be responsible for \$5,000. After inquiry from the Board, Mr. Deao stated that the Districts would be notified prior to the depletion of the \$10,000 before additional work would be performed.

The Board discussed holding a joint meeting with No. 26, LJA, and SCRMA to consider the well and irrigation pump proposal. The Board concurred to hold the joint meeting Board meeting on May 31, 2019, at 12:00 p.m. The Board then discussed having a tour of the well and irrigation facilities. The Board directed SCRMA and ABHR to coordinate a tour of the facilities.

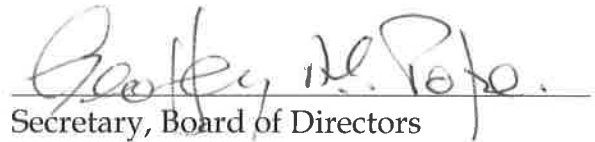
Mr. Ortiz discussed the Lake Irrigation and Well Repair ("the Project") with the Board. He presented a cost estimate for replacement and a cost estimate for repair of the irrigation pumps and wells. A copy of the cost estimate is attached. The Board discussed the maintenance and operation plan for the facilities. Following review and discussion, Director Atxell moved to authorize design work and approve a consulting proposal from LJA to coordinate the scope of the project with SCRMA. Director Zayas seconded the motion, which passed unanimously.

CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.071, TEXAS GOVERNMENT CODE, TO CONDUCT A PRIVATE CONSULTATION WITH ATTORNEY TO DISCUSS MATTERS RELATED TO BLUE RIDGE LANDFILL

The Board did not convene in executive session on this topic.

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




Secretary, Board of Directors

ACTION LIST

1. ABHR will submit the monthly newsletter notice for publication and updates to the website, as discussed.
2. SCRMA will coordinate with LJA to assist with assembling the construction bid specifications for the Slope Irrigation Pump Proposal.

LIST OF ATTACHMENTS TO MINUTES

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