

**MINUTES OF SPECIAL MEETING
FORT BEND COUNTY W.C. & I.D. NO. 2
FORT BEND AND HARRIS COUNTIES, TEXAS**

January 10, 2024

The Board of Directors of Fort Bend County Water Control & Improvement District No. 2 of Fort Bend and Harris Counties, Texas, met in special session, open to the public, on the 10th day of January 2024, at 6:30 pm, at the District Office, 2331 South Main, Stafford, Texas, within the boundaries of the District, and the roll was called of the duly constituted members of the Board, to-wit:

John K. Rose	President
Jody Court	Vice President
Linda Walker	Secretary
Harvey Koudelka	Assistant Secretary
Linda Burks	Assistant Secretary

And all of said persons were present thus, constituting a quorum.

Also, Mr. Harry Thompson, Ms. Kim Cannon, with Allen Boone Humphries Robinson, LLP, Mr. Drew Crow the Quiddity, Mr. Loren Morales and Mr. Larry Liu with RBC Capital Markets, Owen Matherne, Jason Kirby, Ray Casal and Amanda Boyd.

1. Call meeting to order;

President Rose: Called the meeting to order at 6:31pm.

2. Pledge of Allegiance to the Flag of our Country and State.

All: Cited the Pledge of Allegiance to the Flag of our Country and State.

3. Audience comments. Comments from the audience (for matters not on the agenda). This provides an opportunity to comment on non-agenda items in advance of the regular business of the Board of Directors. Comments shall be limited to three (3) minutes per person. By state law, comments by the President or Board members on any item not on the agenda shall be limited to;

- a. Statement of specific factual information given in response to any inquiry;
- b. A recitation of existing policy in response to any inquiry;
- c. A proposal to place the subject on the agenda for a future meeting;

President Rose: Stated no audience comments.

4. Approve Board meeting minutes of December 13, 2023;

Assistant Secretary Koudelka made a motion to approve the Board meeting minutes of December 13, 2023; Seconded by; Secretary Walker; Favor: 4 to 0. Vice President Court abstained due to him not being present at the December 13, 2023, Board meeting.

5. Authorize participation in the Water Smart Program;

General Manager: Discussed the Water Smart Program with the Board. After discussion, **Vice President Court made a motion to authorize participation in the Water Smart Program; Seconded by; Assistant Secretary Burks; Favor: 5 to 0.**

6. Conduct annual review of Investment Policy and adopt Resolution Regarding Annual Review of Investment Policy;

Mr. Harry Thompson with ABHR: Discussed the Investment Policy with the Board and informed the Board there are no changes needed at the time to the District's Investment Policy. After discussion, **Vice President Court made a motion to approve the annual review of the Investment Policy and adopt the Resolution Regarding Annual Review of the Investment Policy; Seconded by; Assistant Secretary Koudelka; Favor: 5 to 0.**

7. Review, revise and adopt Resolution Establishing the Authorized Depository Institutions and Adopting List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions;

Mr. Harry Thompson with ABHR: Discussed and reviewed the Authorized Depository Institutions and List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions with the Board. **General Manager:** Informed the Board staff has no changes to the List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions. After discussion, **Vice President Court made a motion to adopt the Resolution Establishing the Authorized Depository Institutions and Adopting the List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions; Seconded by; President Rose; Favor: 5 to 0.**

8. Accept annual disclosure statements for Investment Officers and bookkeeper;

Mr. Harry Thompson with ABHR: Reviewed the disclosure statements for Investment Officers and bookkeeper. The investment officers are John Rose – President of the Board, Linda Walker – Secretary of the Board, Owen Matherne – General Manager and Ray Casal District bookkeeper. After discussion, **Vice President Court made a motion to accept the annual disclosure statements for Investment Officers and bookkeepers; Seconded by; Assistant Secretary Burks, Favor: 5 to 0.**

9. Adopt Amended Rate Order;

Mr. Harry Thompson with ABHR: Reviewed the garbage rate exhibit A from the City of Stafford with the Board. When rates are changed by the cities within the District approval of the Board is needed to amend the Rate Order. After discussion, **Vice President Court made a motion to adopt the Amended Rate Order; Seconded by; President Rose; Favor: 5 to 0.**

10. Unlimited Tax Bonds, Series 2024

- Review bids and award sale of the District's \$39,000,000 Unlimited Tax Bonds, Series 2024
- Adopt Resolution Authorizing the Issuance of the District's \$39,000,000 Unlimited Tax Bonds, Series 2024
- Approve Paying Agent/Registrar Agreement
- Approve Official Statement
- Execution of Certificate Regarding Provision of Financial Advice
- 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.
- Execution of Amendment to Information Form
- Update from District engineer on Texas Commission on Environmental Quality inspection of facilities

Mr. Loren Morales with RBC Capital Markets: Addressed the Board regarding the Unlimited Tax Bonds, Series 2024 with the Board. Nine bids were received, and the District's bid was successful. Robert W. Baird had the low rate of 3.759489. **Mr. Harry Thomspson with ABHR:** Reviewed the agenda items relating to the Unlimited Tax Bonds, Series 2024. After discussion, **Vice President Court made a motion for the following;**

- Award sale of the District's \$39,000,000 Unlimited Tax Bonds Series 2024 to Robert W. Baird
- Adopt Resolution Authorizing the Issuance of the District's \$39,000,000 Unlimited Tax Bonds, Series 2024
- Approve Paying Agent/Registrar Agreement with NY Melon
- Approve Official Statement
- Execution of Certificate Regarding Provision of Financial Advice
- 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.
- Approve payment to Attorney General relating to bond issue transcript review.
- Execution of Amendment to Information Form

Seconded by; Assistant Secretary Koudelka; Favor: 4 to 0. Assistant Secretary Burks was not present when the motion was made.

11. 2024 Director Election, including;

- a. adopt Resolution Designating an Agent of the Secretary of the Board of Directors During the 2024 Board of Directors Election Period;
- b. authorize Notice of Deadline to File Applications for Place on the Ballot; and
- c. approve contract for election services with Fort Bend County.

Mr. Harry Thompsons with ABHR: Reviewed the agenda items relating to the 2024 Direction Election. After discussion, **Vice President Court made a motion to 1) adopt the Resolution Designating and Agent of the Secretary of the Board of Directors During the 2024 Board of Directors Election Period which will be Ms. Kim Cannon with ABHR, 2) authorize Notice of Deadline to File Applications for Place on the Ballot which is February 16, 2024 and for write in candidates the deadline is February 20, 2024 and 3) approve contract for election service with Fort Bend County; Seconded by; Assistant Secretary Burks; Favor: 5 to 0.**

12. General Manager's Report including Water and Wastewater System Operations, and the Industrial Pretreatment Program;

General Manager: Reviewed the General Manager's Report with the Board, information only no action required.

13. District operations, including but not limited to; Administrative, Field Service, Wastewater and Surface Water Treatment facilities and authorize any necessary action;

- **General Manager:** Staff have taken necessary steps for the upcoming freeze protection
- **General Manager:** Informed Board C&C Construction will be running Stafford Run for forty-eight hours over the weekend and will test on Monday.
- **General Manager:** Informed the Board the District has received an award for the implementation of the Wastewater Treatment Plant No. 2 from CMAA (Construction Management Association of America). **District Engineer:** Discussed the award the District received from CMAA

Attachments

Call meeting to order	1
Pledge of Allegiance to the Flag of our Country and State	1
Audience comments	1
Approve Board meeting minutes of December 13, 2023	1
Authorize participation in the Water Smart Program	1
Review, revise and adopt Resolution establishing the Authorized Depository Institutions and Adopting List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions	2
Accept annual disclosure statements for Investment Officers and bookkeeper	2
Adopt Amended Rate Order	2
Unlimited Tax Bonds, Series 2024	2-3
2024 Director Election	3
General Manager's Report	3
District operations	3-4
Future Agenda Items	4
Adjourn	4

(Construction Management Association of America). **President Rose:** Stated a display case is needed for the awards the District have received and this type of news should be on the website.

- **General Manager:** Discussed the Human Resource position job description and the idea of hiring an HR consultant services with the Board. **President Rose:** Stated the cost difference between a consultant service and an in-house position might be good however he would prefer an in-house person, but to proceed with the cost of the consultant company and inform the Board of the services they offer. **Vice President Court:** Stated the District needs to hire a Safety Manager and an IT Manager to help with cybersecurity.
- **President Rose:** Discussed the repair project at Ruffian and Constitution. **General Manager:** Stated the repair has been completed.

14. Future agenda items:

President Rose: Stated any future agenda items needed to contact the General Manager or Robbie Ginsel.

15. Adjourn.

Vice President Court made a motion to adjourn; Seconded by; Assistant Secretary Koudelka; Favor: 5 to 0.

The meeting adjourned at 7:26 p.m.



John K. Rose – President

Linda Walker - Secretary