

MINUTES
FORT BEND COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2

October 9, 2024

The Board of Directors (the "Board") of Fort Bend County Water Control and Improvement District No. 2 (the "District") met in special session, open to the public, on the 9th day of October 2024, at the District Office at 2331 South Main, Stafford, Texas 77477, a meeting place inside the boundaries of the District, and the roll was called of the members of the Board:

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

and all were present thus constituting a quorum.

Also present were Jason Kirby, Owen Matherne, Ray Casal, Mark Woodward, Nicholas Gwin, Veronica Padilla-Estrada and Amanda Boyd, employees of the District; Drew Crow of Quiddity Engineering, LLC ("Quiddity"); Leslie Cook of RBC Capital Markets, Harry Thompson, Katie Carner and Carli Trojcak of Allen Boone Humphries Robinson LLP ("ABHR"), and Patrica O'Neil of CPS Consulting.

CALL MEETING TO ORDER

Director Rose called the meeting to order.

PLEDGE OF ALLEGIANCE

The Board and members present at the meeting cited the pledge of allegiance to the flag of our country and state.

PUBLIC COMMENTS

Director Rose offered any members of the public attending the meeting the opportunity to make public comment. There being no members of the public requesting to make a public comment, Director Rose moved to the next agenda item.

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MINUTES

The Board considered approving the minutes from the September 25, 2024, regular meeting. After review and discussion, Director Court moved to approve the minutes of the September 25, 2024 regular meetings. Director Koudelka seconded the motion, the motion carried unanimously.

SERIES 2024A UNLIMITED TAX BONDS

Ms. Cook reviewed a bid summary received for the District's \$41,500,000 Unlimited Tax Bonds, Series 2024A (the "Series 2024A Bonds"). A copy of the bid summary is attached. She stated the bids were verified for accuracy. Ms. Cook recommended that the Board accept the bids with the lowest effective interest rate of 4.070337 submitted by Robert W. Baird & Co., Inc. ("Baird") for the Series 2024A Bonds. She noted the closing date of the Series 2024A Bonds is scheduled for November 7, 2024.

Ms. Carner reviewed a Resolution Authorizing the Issuance of the District's \$41,500,000 Unlimited Tax Bonds, Series 2024A, with the Board and explained that the document sets forth the terms and provisions of issuance and delivery of the Bonds, the payment of principal and interest over the life of the Bonds, and certain District covenants regarding continuing disclosure and the tax-exempt status of the Series 2024A Bonds.

Ms. Carner then reviewed the Paying Agent/Registrar Agreement between the District and The Bank of New York Mellon Trust Company, N.A. ("Mellon Trust") and the provisions by which the paying agent/registrar will handle registration, transfer, and payment of the District's Series 2024A Bonds.

Ms. Carner stated that the Official Statement would be prepared to reflect the terms of this sale, including the purchaser, interest rates and debt service requirements.

Ms. Carner reviewed a Certificate Regarding the Provision of Financial Advice by RBC Capital Markets, LLC.

Ms. Carner explained that there will be various documents related to delivery of the Series 2024A Bonds requiring approval and execution by the directors prior to closing. She requested that the Board authorize the President and Secretary to execute documents necessary in connection with the transaction and authorize the District's attorney and financial advisor to take all necessary action to deliver the Series 2024A Bonds to the purchaser.

Ms. Carner stated that it will be necessary to submit payment to the Attorney General relating to bond transcript review.

Ms. Carner stated that the Texas Water Code requires the District to file an Amendment to the Information Form with the County and the Texas Commission on Environmental Quality (the "TCEQ") in order to reflect the bonds issued by the District. She then reviewed the Amendment to the Information Form with the Board.

After review and discussion, Director Court moved to (1) award the sale of the Series 2024A Bonds to Baird, whose bid contained a net effective interest rate of 4.070337% (2) adopt the Resolution Authorizing the Issuance of the District's \$41,500,000 Unlimited Tax Bonds, Series 2024A, and direct that the Resolution be filed appropriately and retained in the District's official records; (3) approve the Paying Agent/Registrar Agreement between the District and Mellon Trust and direct that the Agreement be filed appropriately and retained in the District's official records; (4) approve the Official Statement for the Series 2024A Bonds; (5) authorize the President and Secretary to execute the documents related to the sale and delivery of the Series 2024A Bonds and authorize the District's attorney and financial advisor to take all necessary action to deliver the Series 2024A Bonds to the purchaser; (6) approve payment to the Attorney General relating to bond issue transcript review; and (7) authorize execution of the Amendment to the Information Form and direct that it be filed with the TCEQ, in the official property records of the County and be filed appropriately and retained in the District's official records. Director Burks seconded the motion, which was approved by unanimous vote.

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

Ms. Carner stated that notice was published of the public hearing to be held at today's meeting regarding adoption of the District's proposed 2024 total tax rate of \$0.2125 and the Defined Area No. 2 proposed 2024 total tax rate of \$0.5150.

The Board opened the public hearing. There being no comments from the public, the Board closed the public hearing.

Ms. Carner presented an Order Levying Taxes reflecting the proposed 2024 tax rates for the District and Defined Area No. 2. She then presented Amendment to Information Forms reflecting the tax rates and stated that the Amendments will be filed with the Texas Commission on Environmental Quality and recorded in the Official Public Records of Fort Bend County and Harris County.

After review and discussion, Director Court moved to: (1) adopt the Order Levying Taxes reflecting a total 2024 tax rate of \$0.2125 for the District per \$100 of assessed valuation, and the total 2024 tax rate of \$0.5150 for the Defined Area No. 2. per \$100 of assessed valuation; and (2) authorize the execution of the Amendment to Information Forms; and (3) direct that the Orders and Amendments be filed

appropriately and retained in the District's official records. Director Koudelka seconded the motion, which passed by unanimously.

ADOPT ORDER CALLING TAX RATE ELECTION AND APPROVE CONTRACT FOR ELECTION SERVICES WITH HARRIS COUNTY

Ms. Carner stated that the District is required to hold a Tax Rate Election to determine whether the voters approve of the adopted tax rate which exceeds the mandatory tax election rate. She reviewed an Order Calling Tax Rate Election. Following review and discussion, Director Court moved to (1) adopt an Order Calling Tax Rate Election; and (2) authorize execution of a contract with Harris County and Fort Bend County for election services. Director Koudelka seconded the motion, which passed unanimously.

ADOPT ORDER CANCELLING TAX RATE ELECTION AND AUTHORIZE CANCELLATION OF COUNTY CONTRACT FOR ELECTION SERVICES

The Board reviewed the District's adopted tax rate and the voter-approval tax rate pursuant to Section 49.23602(c) of the Texas Water Code. Following review and discussion, the Board determined that the rates are the same and the adopted tax rate will not change regardless of the outcome of the Tax Rate Election. The Board declared the measure included on the Ballot of the Tax Rate Election moot and concurred to remove the measure from the Ballot. Following review and discussion, Director Court moved to (1) adopt an Order Cancelling Tax Rate Election; and (2) authorize cancellation of the contract with Harris County and Fort Bend County for election services. Director Koudelka seconded the motion, which passed unanimously.

LEAD AND COPPER RULE REVISION UPDATE

Mr. Kirby updated the Board regarding the status of the lead and copper rule revision submittal. After review and discussion, no action was taken.

HUMAN RESOURCES UPDATE

Ms. O'Neil updated the Board regarding the District's human resources policies and procedures. Ms. O'Neil presented the recommended updates to the Employee Personnel Manual. After review and discussion, no action was taken.

GENERAL MANAGER'S REPORT

Mr. Matherne presented the General Manager's Report for September 2024. After review and discussion by the Board, no action was taken.

DISTRICT OPERATIONS

Mr. Matherne updated the Board on the District's permitting requirements for water connections and taps for fire lines. After discussion by the Board, no action was taken by the Board.

FUTURE AGENDA ITEMS

The Board concurred to hold their next meeting on October 23, 2024, at 6:30 p.m.

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



President, Board of Directors

(SEAL)



Secretary, Board of Directors

LIST OF ATTACHMENTS TO MINUTES

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