

## MINUTES

### FORT BEND COUNTY LEVEE IMPROVEMENT DISTRICT NO. 2

August 7, 2019

The Board of Directors (the "Board") of Fort Bend County Levee Improvement District No. 2 (the "District"), met in regular session, open to the public, on the 7th day of August, 2019, at the William "Bill" Little Pump Station (aka Pump Station A), 4435 Greystone Way, Sugar Land, Texas, inside the boundaries of the District, and the roll was called of the members of the Board:

Andre D. McDonald	President
Bryan K. Chapline	Vice President/ Assistant Secretary
Glen R. Gill	Secretary

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

Also present for all or part of the meeting were Monique N. Johnson, Rick Ramirez, and Jorge Alba of the City of Sugar Land (the "COSL"); Ron Cass of AECOM; Russell Jones of The Holoway Jones Law Firm, PLLC; Mike Stone, Phil Martin, and Jim Kidda of Mike Stone Associates, Inc. ("MSAi"); Bob Hodge of Tech3 Business Systems, LLC; Mike Thelen, Jason Klump, and Tyler Werlein of LID Solutions, LLC; Craig Kalkomey of LJA Engineering, Inc. ("LJA"); and David Oliver and Justine M. Cherne of Allen Boone Humphries Robinson LLP ("ABHR").

#### COSL DITCH H AND FIRST COLONY TRAIL PROJECTS

The Board reviewed requests from the COSL for letters of support and willingness to convey easements for the COSL's Ditch H Trail and First Colony Trail Projects. Copies of the requests and proposed letters are included in the attached Board Book. Mr. Martin responded to Board members' questions and stated that MSAi and LJA have determined that the proposed trail alignments do not conflict with any of the District's planned projects. Ms. Johnson explained that the COSL is submitting a grant application to the Texas Department of Transportation for the trail projects and the letters of general support are required to be submitted with the application by August 15, 2019. Mr. Ramirez stated that the letters are not agreements to approve easements or routes. Ms. Johnson discussed the efforts undertaken by the COSL to determine the proposed trail routes, including extensive conversations with the community. Following review and discussion, the Board requested additional time to review the requests and proposed revisions to the letters of support.

#### STATEMENTS OF QUALIFICATIONS FOR LEGAL AND LOBBYING SERVICES

Mr. Stone reviewed a list of comments related to a draft Request for Statements

of Qualifications (“RFQ”) for legal services. In response to discussion regarding the comments, Mr. Oliver explained the scope of Bond Counsel and regulatory compliance services provided by ABHR. Discussion ensued regarding proposed revisions to the RFQ and procedures for advertising and reviewing responses to the RFQ. Following discussion, the Board requested that Mr. Stone update the RFQ as discussed for review at its August 14, 2019, meeting.

Mr. Stone distributed a draft RFQ for lobbying services for Board review and comment.

#### RESOLUTION VOTING FOR WATER DISTRICT NOMINEE

The Board reviewed an Election Ballot containing water district nominees for the Board of Directors Election for the Fort Bend Central Appraisal District, a copy of which is included in the attached Board Book. Following review and discussion, Director Chapline moved to adopt a Resolution Voting for Water District Nominee for the Election of the Board of Directors of the Fort Bend Central Appraisal District casting the District’s 20 votes in favor of John Ferro. Director Gill seconded the motion, which was approved by unanimous vote.

#### GENERAL MANAGER AND CAPITAL IMPROVEMENT PLAN MATTERS

The Board discussed General Manager and Capital Improvement Plan matters. A copy of the General Manager’s report is included in the attached Board Book.

Mr. Martin presented and reviewed with the Board a draft budget and cash flow schedule for the District’s Series 2019 Bonds. Discussion ensued regarding the schedule, costs, and commissioning procedures for the District’s proposed third storm water pump station and ancillary facilities project (“Third Pump Station”).

Mr. Martin reported on the status of AECOM’s design of the Third Pump Station. He recommended approval of AECOM’s Task Order No. 2b in the amount of \$80,839.00. A copy of the task order is included in the attached Board Book. Mr. Martin stated the task order includes increased scope of work related to design and permit fees, asbestos survey of the houses located on the three residential tracts of land recently acquired for the project, and preparation of an electrical system study. Following review and discussion, Director Chapline moved to approve AECOM’s Task Order No. 2b in the amount of \$80,839.00, as recommended. Director Gill seconded the motion, which was approved by unanimous vote.

Mr. Martin recommended approval of AECOM’s Task Order No. 3 for the Third Pump Station in an amount not to exceed \$3,208,013.00. A copy of the task order is included in the attached Board Book. Mr. Martin stated the task order includes increased scope of work related to onsite construction inspection, document management throughout all project contracts, groundwater and vibration monitoring

during construction, and SCADA programming and coordination with the existing system. Following review and discussion, Director Chapline moved to approve AECOM's Task Order No. 3 in an amount not to exceed \$3,208,013.00, as recommended. Director Gill seconded the motion, which was approved by unanimous vote.

Mr. Cass stated that two bids were received for Third Pump Station Bid Package No. 6, for demolition of the houses located on the three residential tracts of land recently acquired for the project and installation of an electrical duct bank. Mr. Cass recommended that the Board award the contract to Jerdon Enterprise, LP ("Jerdon") in the amount of \$380,365.65. A copy of Mr. Cass' recommendation of award letter is included in the attached Board Book. The Board concurred that, in its judgment, Jerdon was a responsible bidder who would be most advantageous to the District and would result in the best and most economical completion of the project. Following review and discussion, Director Chapline moved to award the contract for Third Pump Station Bid Package No. 6 to Jerdon in the amount of \$380,365.65, based upon Mr. Cass' recommendation and subject to approval of the payment and performance bonds and review of the certificate(s) of insurance and endorsements, if any, provided by the contractor. Director Gill seconded the motion, which passed by unanimous vote.

Mr. Martin recommended approval of (1) a Facilities Extension Agreement with CenterPoint Energy Houston Electric, LLC ("CenterPoint"), including Terms and Conditions for Underground Electric Service and the required fee of \$23,100.00; and (2) a Short Form Blanket Easement, 3-Phase Overhead and Underground, in favor of CenterPoint for the relocation of utilities for the Third Pump Station Project. Copies of the documents are included in the attached Board Book. Mr. Martin discussed a proposed replat of the project site and anticipated costs for easements needed for additional utility relocations and installations for the project, including easements from First Colony Community Services Association, Inc. and the Fort Bend Independent School District. Following review and discussion, Director Chapline moved to authorize execution of the agreement and easement and payment of the required fee, as recommended. Director Gill seconded the motion, which was approved by unanimous vote.

Mr. Kalkomey discussed LJA's preliminary evaluation of potential projects to improve the District's internal drainage and storage capacities, including design alternatives and recommendations for widening Ditch A, improving Ditch B, and expanding storage on the Sweetwater Country Club's property and other greenspace within the District. Discussion ensued. Mr. Alba responded to Board members' questions regarding the COSL's planned drainage improvement projects and the COSL's willingness to cost share with the District on mutually beneficial drainage improvement projects.

Mr. Kalkomey discussed LJA's preliminary evaluation of the proposed design of the District's increased capacity project for the Michael "Mike" Thelen Pump Station,

including design alternatives and recommendations for increased pumping capacity and pump models. He discussed electrical requirements, space limitations, options for discharge and backup generator power, and potential costs. Discussion ensued.

Mr. Kalkomey discussed LJA's review of additional lightning protection options for the District's pump stations. He did not recommend any additions to the currently installed lightning protection for the William "Bill" Little Pump Station. He recommended incorporating lightning protection in the design of the increased capacity project for the Michael "Mike" Thelen Pump Station.

Mr. Kalkomey discussed LJA's review of options to allow for operation of the gate and hoist controls at Steep Bank Creek Outfall during high water events. He recommended raising the controls to the main panel located at the top of the levee. Mr. Stone recommended replacing the motor because it contains exposed vent holes.

Mr. Kalkomey discussed the COSL's plan to hold stakeholder meetings to discuss the proposed inclusion of levee improvement districts in the COSL's Hazard Mitigation Plan.

The Board discussed perimeter levee operations and maintenance. Mr. Martin stated that Fort Bend County Commissioner Ken DeMerchant has confirmed that he will host a presentation by Dr. Jonathan Simm of HR Wallingford regarding Phase 2 of the System Flood Risk Analysis for all of the perimeter levee participants at 10:00 a.m. on August 23, 2019.

Director McDonald reported that Commissioner DeMerchant is hosting a LID Reform & Risk Rating 2.0 Seminar at 7:00 p.m. on August 21, 2019, at the Four Corners Community Center.

Mr. Martin reported that MSAi is presenting at the Texas Floodplain Management Association's Fall Technical Summit on August 30, 2019.

#### RENEWAL OF DISTRICT'S INSURANCE POLICIES

Mr. Martin discussed renewal of the District's insurance policies expiring October 13, 2019. He reviewed with the Board the Engineer's Report of Values and the applications for the District's Government Entity Crime and Unmanned Aircraft System insurance policies, copies of which are included in the attached Board Book.

#### CONVENE EXECUTIVE SESSION

The Board convened in executive session at 11:22 a.m. to conduct consultation with its attorney to discuss the purchase, exchange, lease, or value of real property pursuant to Section 551.072, Texas Government Code. The Board determined that the attendance in this executive session of Mr. Stone and Mr. Martin was necessary in order

for the Board to obtain the necessary legal advice from its attorney, and the Board requested their presence in the executive session.

RECONVENE IN OPEN SESSION

At 11:38 a.m., the Board reconvened in open session. No action was taken by the Board.

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

  
Secretary, Board of Directors  
Vice President,

(SEAL)



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