

MINUTES
WEST FORT BEND MANAGEMENT DISTRICT

March 24, 2014

The Board of Directors (the "Board") of West Fort Bend Management District (the "District") met in regular session, open to the public, on March 24, 2014, at the Richmond City Hall Annex, 600 Morton Street, Richmond, Texas, inside the boundaries of the District, and the roll was called of the members of the Board:

Bob Ray	President
Todd Johnson	Vice President
Lane Ward	Secretary
Anthony Sulak	Assistant Secretary
Joey Dupuis	Assistant Vice President

and all of the above were present except Directors Sulak and Dupuis, thus constituting a quorum.

Also present at the meeting were J. M. Dixon of CarMax; Amanda Steinle of Center Point Integrated Solutions; Amanda Buckson and Mike Henkel of Terra Associates, Inc.; Sam Mayson of Fort Bend County Municipal Utility District No. 187; Shirley McLennan of McLennan & Associates, L.P.; Mike Flory of the Greater Fort Bend County Economic Development Council; Robert Haas of the City of Richmond; Rachelle Kanack of the City of Rosenberg Economic Development Corporation ("Rosenberg EDC"); Advisory Director Michele Leach; Lynne Humphries and Cheryl Mailloux of Allen Boone Humphries Robinson LLP ("ABHR"); and Kate Singleton, Executive Director of the District.

Director Ray called the meeting to order at 9:08 a.m. once a quorum was present. He welcomed the new Executive Director, Kate Singleton.

CONSENT AGENDA

Minutes

Due to the changeover in Executive Directors, the minutes of the February 18, 2014 meeting were not submitted for approval and no action was taken.

Financial Report

Ms. McLennan reviewed a financial report, a copy of which is attached. Director Ward noted the payment due to Ms. Singleton was incorrect. Ms. McLennan reviewed the check to Verizon. Following review and discussion, Director Ward moved to

approve the financial report and invoices. Director Johnson seconded the motion, which carried unanimously.

REGULAR AGENDA

Comments from the Public

No comments were received.

Activity within the District, including permits under review issued and closed since the last meeting including signs, variance requests, and enforcement of standards (Travis Tanner-Rosenberg; and Robert Haas-Richmond)

Mr. Tanner was not present. Mr. Haas said he had nothing to report. Ms. Singleton presented a variance request on landscaping from CarMax, a copy of which is attached. Ms. Steinle presented the variance request on behalf of CarMax. In response to a question from the Board, Ms. Stinele stated CarMax has not purchased the property. It was noted that the requirements for the variance had not been met. After review and discussion, Director Ward moved to deny the variance request. Director Johnson seconded the motion and it carried unanimously.

Discuss and approve Consulting Agreement for Executive Director

After review and discussion, Director Ward moved to approve the Consulting Agreement for Executive Director, making it subject to sixty (60) days termination, and direct that the agreement be filed appropriately and retained in the District's official records. Director Johnson seconded the motion and it carried unanimously.

Adopt Resolution Changing Investment Officer

Ms. Humphries presented the Resolution Changing Investment Officer to Ms. McLennan. Following review and discussion, Director Ward moved to adopt the Resolution Changing Investment Officer, and direct that the resolution be filed appropriately and retained in the District's official records. Director Johnson seconded the motion and it carried unanimously.

Accept disclosure statement for Investment Officer and bookkeeper

Ms. McLennan stated that she, as the District's Investment Officer and bookkeeper, is required to execute a disclosure statement that disclose her relationships with banks and brokers who seek to sell investments to the District. Following review and discussion, Director Johnson moved to accept the disclosure statement for the bookkeeper and Investment Officer and direct that the disclosure statement be filed appropriately and retained in the District's official records. Director Ward seconded the motion and it carried unanimously.

Approve Depository Pledge Agreement

Ms. Humphries reviewed a Depository Pledge Agreement with Amegy Bank. Director Ward disclosed his possible conflict of interest as an officer of Amegy. Ms. Humphries explained that Director Ward may abstain from voting because the legislation creating the District allows for a quorum to be maintained in the event of abstention due to a director's conflict of interest. Following review and discussion, Director Johnson moved to approve the Depository Pledge Agreement with Amegy Bank and direct that the agreement be filed appropriately and retained in the District's official records. Director Ray seconded the motion which passed, with Director Ward abstaining from the vote.

Adopt Resolution Establishing Authorized Depository Institutions and Adopting List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions

The Board then reviewed a Resolution Establishing Authorized Depository Institutions and Adopting List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions. Following review and discussion, Director Ward moved to adopt the Resolution Establishing Authorized Depository Institutions and Adopting List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions and direct that the resolution be filed appropriately and retained in the District's official records. Director Johnson seconded the motion and it carried by unanimous vote.

Amend Fiscal Year 2014 Budget

The Board took no action regarding amending the 2014 budget. Ms. McLennan stated she will present an amended budget next month.

Terminate agreement with City of Rosenberg for administrative services and approve new contract with City of Rosenberg for permit and variance review only

Director Ward moved to terminate the agreement with City of Rosenberg for administrative services and approve the new contract with City of Rosenberg for permit and variance review only; and direct that the agreement be filed appropriately and retained in the District's official records. Director Johnson seconded the motion and it carried by unanimous vote.

Approve lease agreement with Fort Bend County for new office space and terminate agreement with City of Richmond for office space

Ms. Singleton reviewed the Lease Agreement. Director Ray discussed the proposed office space. Ms. Humphries requested Ms. McLennan write a check for the first month rent. Ms. McLennan noted it was check #1370.

After review and discussion, Director Ward moved to approve the lease agreement with Fort Bend County for new office space and terminate the agreement with City of Richmond for office space; and direct that the agreement be filed appropriately and retained in the District's official records. Director Johnson seconded the motion and it carried by unanimous vote.

Discuss proposal for internet services and take action, if necessary

Ms. Singleton recommended the District contract with Comcast, Option C in the amount of \$79.00 per month for internet service. In response to a question from the Board, Ms. Singleton recommended the District only keep a cell phone and relinquish the land line in order to save money.

Director Johnson moved to approve the contract with Comcast for internet services and direct that the contract be filed appropriately and retained in the District's official records. Director Ward seconded the motion and it carried by unanimous vote.

Adopt Order Establishing A Records Management Program and Designating a Records Management Officer

Ms. Humphries reviewed with the Board the Order Establishing a Records Management Program and Designating a Records Management Officer and stated that Kate Singleton will act as the records management officer and is willing to keep the District's records if so desired. After review and discussion, Director Johnson moved to adopt an Order Establishing a Records Management Program and Designating a Records Management Officer reflecting the designation of Kate Singleton as the records management officer and direct that the order be filed appropriately and retained in the District's official records. Director Ward seconded the motion, which passed unanimously.

Adopt Resolution Changing District Office

Ms. Humphries presented and reviewed with the Board a Resolution Changing District Office to update the District's official office and mailing address to that of the Executive Director of the District. Following review and discussion, Director Ward moved to adopt the Resolution Changing District Office and direct that the Resolution be filed appropriately and retained in the District's official records. Director Johnson seconded the motion, which carried unanimously.

Authorize Execution of District Registration Form

The Board next considered authorizing the filing of the District Registration Form with the Texas Commission on Environmental Quality ("TCEQ") to reflect the current officers, and the new bookkeeper, executive director and District office. After discussion, Director Johnson moved to authorize filing of the District Registration Form. Director Ward seconded the motion, which was approved by unanimous vote.

Review and approve matching funds for the Livable Centers Grant

Ms. Singleton stated the District's share of the Livable Centers grant is \$8,775.00, with Rosenberg EDC contributing \$35,000, for a total of \$43,775.00. Ms. McLennan said the District's check for its share will be #1371, and will be held until all paperwork is in. Ms. Singleton said she will invoice the Rosenberg EDC for its share.

Other discussion items and variance requests that have been submitted for Board consideration

There was no discussion on this agenda item.

Receive an update on the proposed sign ordinances to be adopted by Richmond and Rosenberg

Ms. Singleton stated the sign ordinance was deferred by the City of Rosenberg but will be on an upcoming Council meeting.

Review appointments and receive Committee Reports

Standards Committee

Director Johnson stated the Standards Committee met to work on the Industrial Standards. He stated he and Ms. Singleton will update the Standards with photos. Discussion ensued regarding the City of Rosenberg proposed Industrial Park. Ms. Singleton reported on her discussion with the City of Rosenberg about its Industrial Standards. Mr. Flory said there is a two-week timeline to bring the City's Standards to Council.

Highway 90A Corridor Committee

Ms. Leach updated the Board on efforts to improve the Highway 90A Corridor and the Livable Centers grant. She discussed the abandoned Kroger Center and the possibility of incorporating mobility or transit centers into the center. Ms. Leach discussed the Avenue H Livable Centers grant program to improve that corridor. Discussion ensued regarding the Highway 90A railroad bridge and the railroad "Quiet Zone" as well as accessibility across the railroad track. Director Ward stated he would like the District to activate the safe crossing zones at the other corridors.

Report and comments from Advisory Board members

There was no discussion on this agenda item.

Report from Directors and District Consultants Regarding Events and Activities Attended During the Month

There was no discussion on this agenda item.

Report from Executive Director on outstanding and pending District business and plan for involving District businesses

Ms. Singleton reported on meetings attended for the past three weeks since she started as Executive Director.

Discuss and set time for regular monthly meeting, if appropriate, and schedule welcoming reception to introduce new Executive Director

The Board agreed to return to the third Tuesday at 3:00 p.m. as the regular meeting date and time. The Board agreed to hold a welcoming reception for Ms. Singleton after the meeting, at 5:30 p.m. Director Ward offered to contact Director Dupuis about the welcoming reception.

Adjournment

Director Ward moved to adjourn the meeting. Director Johnson seconded the motion, which carried unanimously.



Lane Ward

Lane Ward
Secretary
West Fort Bend Management District

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