

MINUTES
WEST FORT BEND MANAGEMENT DISTRICT

February 17, 2015

The Board of Directors (the "Board") of West Fort Bend Management District (the "District") met in regular session, open to the public, on February 17, 2015, at the Travis Building, 301 Jackson, first floor conference room, 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 by the end of the meeting.

Also present at the meeting were Randall Malik with Rosenberg Development Corporation ("RDC"); Travis Tanner, Director of Planning, City of Rosenberg; Albert Cantu of the City of Richmond; Shirley McLennan of McLennan & Associates, L.P.; Robert Haas of Fire Horse Consulting, LLC; Bill Tobin of Houston-Galveston Area Council and Wayside Horns committee; Lynne Humphries and Cheryl Panozzo of Allen Boone Humphries Robinson LLP ("ABHR"); and Mandi Bronsell, Executive Director of the District.

There being a quorum present, Director Ray called the meeting to order and noted a quorum was present, including Directors Ray, Ward and Sulak.

MINUTES

The Board concurred to table approving the minutes until later in the meeting.

FINANCIAL REPORT

Ms. McLennan presented a financial report, including the budget comparison and the bills presented for payment, a copy of which is attached. In response to an inquiry from Director Ward, Ms. McLennan stated the monthly budget comparison is only done after she reconciles the bank statement. The Board requested Ms. McLennan check with Verizon regarding taxes charged. After review and discussion, Director Ward moved to approve the financial report and to pay the District's bills as submitted. Director Sulak seconded the motion, which passed by unanimous vote.

Director Dupuis joined the meeting.

MINUTES (CONTINUED)

The Board considered approving the minutes from the January 20, 2015. After review and discussion, Director Ward moved to approve the minutes of the January 20, 2015, regular meeting. Director Dupuis seconded the motion, which passed by unanimous vote. A copy of the approved minutes are filed appropriately in the District's records.

COMMITTEE REPORTS

a. Standards committee

There was no discussion on the Standards committee.

b. Corridor committees

Discussion on the Corridor committees took place later in the meeting.

c. Wayside Horns committee

Mr. Tobin reported on the Wayside Horns committee meetings and stated the committee is gathering data regarding key stakeholders in the District and securing financial commitments for the Wayside Horns Project at the FM 762 railroad crossings (the "Project"). He noted the committee will present a report at the next Board meeting.

Ms. Bronsell requested the Board consider appointing additional committee members to implement the Project. After discussion, Director Ward moved to appoint Doug Fyfe, James Wenzel and Jimmie Pena to the Wayside Horns committee. Director Dupuis seconded the motion, which passed by unanimous vote.

Ms. Bronsell stated the committee will meet with BNSF Railway regarding costs and maintenance of the Project. She noted the George Foundation expressed support of the Project.

Discussion ensued regarding extraterritorial jurisdiction ("ETJ") boundaries for the Cities of Richmond and Rosenberg (the "Cities") and the Cities' ability to fund the Project. The Board requested Mr. Tanner determine if the City of Rosenberg can fund the Project if outside of the City's ETJ and discuss

updating the ETJ agreement with the Cites to include the railroad tracks at least partially in the boundaries of Rosenberg's ETJ.

d. Advisory Board

Ms. Bronsell updated the Board on possible Advisory Board Members. The Board requested Ms. Bronsell continue to contact Advisory Board Members for fiscal year 2015.

e. Rosenberg Development Corporation committee

Ms. Bronsell reported Ron Ewer will serve on the RDC committee on behalf of the District. She stated the first RDC committee meeting is scheduled for February 18, 2015 at 2:00 p.m.

Director Johnson joined the meeting.

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 ALBERT CANTU-RICHMOND)

Mr. Tanner stated he had no variances. He updated the Board on development in Rosenberg, including the proposed Paragon Outlet Mall, Elephant Auto, Campanile senior multi-family development and Rosenberg 36 Industrial Park.

Mr. Cantu stated he had no variances and updated the Board on development in Richmond, including Taco Bell, Carmax and Value Place Hotel. He stated a hold was placed on El Rancho Mexican Restaurant at the Hotze tract due to non-compliance with City of Richmond's street setback ordinance.

Ms. Bronsell reported on the property at 133 FM 359 in Richmond. She stated she sent a notice of non-compliance to the property owners and has not received a response from the owner. Mr. Cantu reported on Red Rum Haunted House ("Red Rum") and stated the City of Richmond has received no response from the business owner to previously sent violation notices and the City plans to issue citations. Discussion ensued regarding the District and the City of Richmond joining together on legal action to enforce City ordinances and the Standards. Mr. Cantu stated he will contact the business owner of Red Rum to schedule a meeting with Ms. Bronsell and himself.

Director Sulak stated the Knights Inn in Rosenberg installed a new gravel parking lot expansion and may not be in compliance with the Standards.

Discussion ensued regarding the temporary carnival at the Kroger store in the City of Richmond.

CORRIDOR COMMITTEES (CONTINUED)

The Board discussed the Highway 90A corridor and requested Ms. Bronsell ask the Highway 90A Corridor committee to meet to compile a list of corridor improvements they would like to see implemented.

COMMENTS FROM THE PUBLIC

There were no comments from the public.

APPROVE ANNUAL REPORT ON DISTRICT ACTIVITY AND AUTHORIZE PRESENTATION OF THE REPORT TO CITIES OF RICHMOND AND ROSENBERG

The Board discussed the 2014 Annual Report on District Activity. Ms. Bronsell stated she will begin preparing the 2014 Annual Report and present a draft to the Board at the April 2015 meeting. Following discussion, Director Dupuis moved to authorize preparation of the 2014 Annual Report on District Activity. Director Ward seconded the motion, which passed unanimously.

REPORT FROM DIRECTORS AND DISTRICT CONSULTANTS REGARDING EVENTS AND ACTIVITIES ATTENDED DURING THE MONTH AND REQUESTS FOR ACTION

Director Ray reported Fort Bend County Road and Bridge Department has offered to install District name signs. The Board requested Ms. Bronsell contact the Texas Department of Transportation ("TxDOT") to determine where TxDOT will allow the District to post name signs.

EXECUTIVE DIRECTOR REPORTS AND LEAD DISCUSSION ON OUTSTANDING AND PENDING DISTRICT BUSINESS

a. Livable Centers Grant.

There was no report on the Livable Centers Grant.

b. Adopt-a-Highway program.

The Board reviewed participation guidelines for TxDOT's Adopt-a-Highway Program (the "Program"). Following review and discussion, Director Ward moved to authorize application to the Program for US 59 and Highway 90A right-of-ways within District boundaries. Director Sulak seconded the motion, which passed unanimously.

ADJOURNMENT

There being no further business, the Board concurred to adjourn the meeting.

Lane Ward

Lane Ward

Secretary

West Fort Bend Management District

(SEAL)



LIST OF ATTACHMENTS

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