

MINUTES
WEST FORT BEND MANAGEMENT DISTRICT

October 24, 2017

The Board of Directors (the "Board") of West Fort Bend Management District (the "District") met in regular session, open to the public, on the 24th day of October, 2017, at the offices of Access Health, 400 Austin Street, Richmond, Texas, inside the boundaries of the District, and the roll was called of the members of the Board:

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| Todd Johnson | President |
| Joey Dupuis | Vice President |
| Lane Ward | Secretary |
| Anthony Sulak | Assistant Secretary |
| Robert Vogelsang | Assistant Vice President |

and all of the above were present except Directors Johnson and Vogelsang, thus constituting a quorum.

Also present at the meeting were Jessica Duet, City Planner, City of Richmond ("Richmond"); Cindy Reaves of Access Health; Lisa Rickert and Debbie Depinet of FSG Information Systems LP ("FSG"); Whitney Higgins and Cheryl Panozzo of Allen Boone Humphries Robinson LLP ("ABHR"); and Ellen Hughes, Executive Director of the District.

Director Dupuis called the meeting to order at 3:11 p.m. and noted a quorum was present.

COMMENTS FROM THE PUBLIC

Ms. Reaves introduced herself to the Board and gave a presentation on Access Health.

Ms. Reaves left the meeting.

ACTIVITY WITHIN THE DISTRICT, INCLUDING PERMITS UNDER REVIEW, ISSUED AND CLOSED SINCE THE LAST MEETING, INCLUDING VARIANCE REQUESTS

Ms. Duet presented a variance request on behalf of HEB in Richmond ("HEB"), a copy of which is attached, to the District's fencing Standards to remove a portion of masonry wall screen. She stated HEB filed this variance request at the request of the property owners of Lots 21, 22, and 23 of Del Webb Sweetgrass subdivision who do not want the masonry wall built because it will obstruct their view of the detention pond.

Ms. Duet stated Richmond reviewed the variance request and recommends denial because there are no unique physical limitations to the property. She noted HEB will build the masonry wall to the south of Lot 23 per Section 4.5 of the Standards. The Board reviewed the request by HEB and discussed the variance request, including possible mitigation by HEB. After review and discussion, the Board requested Ms. Duet contact HEB and determine: (1) who will be maintaining the detention pond and how will it be accessed for maintenance; (2) whether HEB is willing to construct the required wall along the north side parking lot instead of behind Lots 21, 22, and 23; and (3) notify HEB that, if approved, the District will require property owners of Lots 21, 22, and 23 to sign a letter agreement with the District. The Board tabled action on the variance request from HEB until next month.

MINUTES

The Board considered approving the minutes from the September 26, 2017, regular meeting. After review and discussion, Director Dupuis moved to approve the minutes of the September 26, 2017, regular meeting as submitted. Director Ward seconded the motion, which passed by unanimous vote. A copy of the approved minutes is filed appropriately in the District's records.

FINANCIAL REPORT

Ms. Rickert reviewed a financial report, including the budget comparison and the bills presented for payment, a copy of which is attached. Following review and discussion, Director Ward moved to approve the financial report and pay the District's bills as submitted. Director Sulak seconded the motion and it carried unanimously.

ANNUAL FINANCIAL REPORT

Ms. Rickert presented and reviewed the District's annual financial report for fiscal year end September 30, 2017. The Board requested ABHR file the report with the Texas Commission on Environmental Quality by the deadline and also file a copy of the annual financial report with the Finance Director of Richmond. Following review and discussion, Director Ward moved to approve the annual financial report subject to finalization, and direct that the report be filed appropriately and retained in the District's official records. Director Sulak seconded the motion and it carried unanimously.

CONDUCT ANNUAL REVIEW OF INVESTMENT POLICY AND ADOPT RESOLUTION REGARDING ANNUAL REVIEW OF INVESTMENT POLICY AND ADOPTION OF AMENDED INVESTMENT POLICY

The Board conducted an annual review of the District's Investment Policy. Ms. Higgins reviewed an Amended Investment Policy with the Board. She recommended

that the Board adopt an Amended Investment Policy in order to update several provisions of the current policy. Following review and discussion, Director Ward moved to adopt a Resolution Regarding Annual Review of Investment Policy and Adoption of Amended Investment Policy and direct that the Resolution be filed appropriately and retained in the District's official records. Director Sulak seconded the motion, which passed by unanimous vote.

ADMINISTRATIVE MATTERS

The Board concurred to hold its next regular meeting in the District at the Travis Building, 301 Jackson, 1st floor Conference Room in Richmond, on Thursday, November 16, 2017, at 3:00 p.m.

FM 359 RIGHT-OF-WAY BEAUTIFICATION PROJECT

Ms. Hughes gave an update on the mowing project of the FM 359 right-of-way.

PECAN HARVEST FESTIVAL

Ms. Hughes gave an update on the 2017 Pecan Harvest Festival (the "Festival"). She stated the City of Richmond will obtain special event insurance coverage for the Festival and that the District will be covered as an additional insured.

FINAL GRANT REPORT TO THE HENDERSON WESSENDORFF FOUNDATION

Ms. Hughes reported the District's grant from Henderson-Wessendorff Foundation included a requirement that the District submit a final report by October 31, 2017. The Board concurred to authorize Ms. Hughes to submit the District's Final Report to the Henderson-Wessendorff Foundation.

CITY OF RICHMOND 2017-2018 FUNDING REQUEST

Following discussion, the Board requested Ms. Hughes send an invoice to the Development Corporation of Richmond in the amount of \$40,000 for its annual contribution to the District.

COMMUNITY PROJECTS

Ms. Hughes reported on a Document Shredding Event sponsored by Keep Richmond Beautiful for Richmond residents on October 7, 2017, for which she volunteered.

Ms. Hughes reported on the Fort Bend Recovers meeting she attended on October 10, 2017.

DISTRICT MARKETING AND WEBSITE MATTERS

Ms. Hughes gave an update on District marketing and website matters.

FM 762 IMPROVEMENT AND ASSESSMENT PLAN

Discussion ensued regarding the next steps in the process of adopting a Service, Improvement, and Assessment Plan (the "Plan") for the FM 762 corridor, including the Quiet Zone Project for railroad crossings along FM 762 and maintenance of future I-69 and FM 762 intersection landscaping improvements. Ms. Hughes reported TranSystems Corporation's Quiet Zone feasibility study (the "Study") of several highway/rail grade crossings in the Fort Bend County is not yet final. The Board requested Ms. Hughes schedule a meeting with the City of Rosenberg ("Rosenberg") to discuss Rosenberg interest in partnering with the District on the implementation of the District's Quiet Zone Project after the Study is finalized.

Ms. Hughes stated she anticipates that the redesign of the I-69/FM 762 intersection landscaping improvements will be complete by December 31, 2017.

HIGHWAY 90A IMPROVEMENT AND ASSESSMENT PLAN

Ms. Hughes stated she requested a proposal from Kelly R. Kaluza & Associates, Inc. to prepare a CAD file in order for the Fort Bend County Appraisal District to prepare a tax roll of property to include in a proposed assessment for a Highway 90A improvement project.

DEFINED AREA DEVELOPMENT

Ms. Higgins stated ABHR was contacted by a developer (the "Developer") regarding annexing a tract of land in Richmond (the "Tract") into the District and the District establishing a defined area development. Following discussion, Director Ward moved to (1) authorize ABHR, the Executive Director, and Director Johnson to discuss annexing the Tract into the District with the Developer. Director Sulak seconded the motion, which passed unanimously. The Board requested ABHR request three proposals for the District to retain a financial advisor and a proposal from Odyssey Engineering Group for engineering services to present to the Board next month.

ADVISORY BOARD AND COMMITTEE APPOINTMENTS

There was no discussion on this agenda item.

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

There were no reports from Directors or District consultants.

ADJOURNMENT

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

(SEAL)



Jane Ward

Secretary
West Fort Bend Management District

LIST OF ATTACHMENTS

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