

MINUTES
BRAZORIA COUNTY MUNICIPAL UTILITY DISTRICT NO. 28

March 21, 2018

The Board of Directors (the "Board") of Brazoria County Municipal Utility District No. 28 (the "District") met in regular session, open to the public, on the 21st day of March, 2018, at Allen Boone Humphries Robinson LLP, 3200 Southwest Freeway, Suite 2400, Houston, Texas, outside the boundaries of the District, and the roll was called of the members of the Board:

John Gordon	President
Linda Clem	Vice President
Roland Garza	Secretary
Colleen Hoppens	Assistant Secretary
Ryan Nokelby	Assistant Vice President

and all of the above were present.

Also present at the meeting were Tracy Scott of Myrtle Cruz, Inc.; David Patterson of Assessments of the Southwest, Inc.; Chance Vinklerek of LJA Engineering, Inc. ("LJA"); Alan Mueller of Gromax Development Company; Vanessa Rodriguez of Beazer Homes; Roger Williamson, resident of the District; and Hannah Brook and Sharon Covan of Allen Boone Humphries Robinson LLP.

MINUTES

The Board considered approving the minutes of the February 21, 2018, regular meeting and the February 21, 2018, special meeting. Following review and discussion, Director Hoppens moved to approve the minutes of the meetings, as presented. Director Garza seconded the motion, which passed by unanimous vote.

2018 DIRECTORS ELECTION

Ms. Brook updated the Board on the status of the 2018 Directors Election.

FINANCIAL AND BOOKKEEPING

Ms. Scott reviewed the bookkeeper's report, a copy of which is attached. After review and discussion, Director Gordon moved to approve the bookkeeper's report and the checks presented for payment. Director Garza seconded the motion, which passed by unanimous vote.

AMENDED AGREEMENT FOR BOOKKEEPING SERVICES

The Board took no action on this matter.

TAX ASSESSMENT AND COLLECTIONS

Mr. Patterson reviewed the tax assessor/collector's report, a copy of which is attached. The Board reviewed the Delinquent Tax Roll.

Mr. Patterson reviewed a letter from Mengxia Jiang of 2518 Scarlett Trace requesting a waiver of the fee for late payment of property taxes, because the bill was not received. After review and discussion, Director Hoppens moved to deny the request for a waiver of the late fee, because there was no error on the part of the District's tax assessor or agent of the tax assessor.

Mr. Patterson reviewed a letter from Nguyet Thanh Bui of 1609 Forelle Drive requesting a waiver of the fee for late payment of property taxes, because the bill was not received. After review and discussion, Director Hoppens moved to deny the request for a waiver of the late fee, because there was no error on the part of the District's tax assessor or agent of the tax assessor.

After review and discussion, Director Hoppens moved to approve the tax assessor/collector's report. Director Garza seconded the motion, which passed by unanimous vote.

STORM WATER PERMITTING MATTERS

Ms. Brook said the District is included in the City of Pearland's (the "City") Storm Water Management Plan. She said that SWS was engaged by the District to coordinate filing of the Annual Report in conjunction with the City, and SWS requests that the District sign a Certification stating that to the best of the District's knowledge, the Annual Report is accurate and complete. After discussion, Director Hoppens moved to authorize execution of the Certification, subject to final review of the Annual Report by SWS. Director Garza seconded the motion, which passed by unanimous vote.

ENGINEERING MATTERS

Mr. Vinklarek presented the engineering report, a copy of which is attached.

CANTERBURY PARK, PHASE 5, WATER, SEWER AND DRAINAGE

Mr. Vinklarek reported on Canterbury Park, Phase 5, water, sewer and drainage. He had no pay estimates to present to the Board.

CANTERBURY PARK, SECTION 6, WATER, SEWER AND DRAINAGE

Mr. Vinklarek reported on Canterbury Park, Section 6, water, sewer and drainage facilities. He presented and recommended for approval Pay Estimate No. 1 in the amount of \$388,948.59, submitted by R Construction Company.

Mr. Vinklarek reviewed and recommended approval of Change Order no. 1 to the contract with R Construction Company for Canterbury Park, Section 6 water, sewer and drainage facilities to increase the contract in the amount of \$1,500 due to unanticipated conditions encountered during construction. The Board determined that Change Order No. 1 is beneficial to the District.

MIRROR LAKE, CLEARING AND GRUBBING

Mr. Vinklarek reported on Mirror Lake, clearing and grubbing. He stated construction has begun.

EXCAVATION OF DETENTION POND TO SERVE MIRROR LAKE

Mr. Vinklarek reported on excavation of the detention pond to serve Mirror Lake.

MIRROR LAKE, WATER, SANITARY SEWER, DRAINAGE

Mr. Vinklarek reported on Mirror Lake, water, sanitary sewer and drainage facilities.

STORM WATER PUMP STATION TO SERVE MIRROR LAKE

Mr. Vinklarek reported on the storm water pump station to serve Mirror Lake. He said the contractor will begin the project upon completion of the pond construction.

TRANQUILITY LAKES, SECTION 4, WATER, SANITARY SEWER AND DRAINAGE FACILITIES

Mr. Vinklarek reported on Tranquility Lakes, Section 4, water, sanitary sewer and drainage facilities.

CYPRESS VILLAGE, SECTION 3, WATER, SANITARY SEWER AND DRAINAGE FACILITIES

Mr. Vinklarek reported on Cypress Village, Section 3, water, sanitary sewer and drainage facilities. He presented and recommended for approval Pay Estimate No. 1 in the amount of \$36,227.70, submitted by Triple B Construction Company.

MAINTENANCE OF DETENTION PONDS

The Board reviewed photographs of the ponds, copies of which are attached to the engineer's report.

HOUSE COUNT REPORT

Mr. Vinklarek reported on the number of homes in the District. He said there are currently 2,090 lots in the District with 2,082 homes started or built.

After review and discussion, and based on the engineer's recommendation, Director Hoppens moved to: (1) approve Pay Estimate No. 1 in the amount of \$388,948.59 for Canterbury Park, Section 5, water, sanitary sewer and drainage facilities; (2) approve Change Order No. 1 in the amount of \$1,500 as an increase to the contract with R Construction Company for Canterbury Park, Section 6, water, sanitary sewer and drainage, based upon the Board's finding that the Change Order is beneficial to the District and the engineer's recommendation; (3) approve Pay Estimate No. 1 in the amount of \$36,227.70 for Cypress Village, Section 3, water, sanitary sewer, and drainage; and (4) accept the engineer's report. Director Garza seconded the motion, which passed by unanimous vote.

DEEDS, EASEMENTS AND CONVEYANCES; ENVIRONMENTAL SITE ASSESSMENT; WAIVERS OF SPECIAL APPRAISAL

There was no discussion on this matter.

HOMEOWNER ASSOCIATION MATTERS

The Board reviewed an e-mail from Bobbie Lopez, the Property Manager for Emerald Stone Homeowner Association, a copy of which is attached, requesting a \$2,000 contribution towards the maintenance of the Emerald Stone detention facilities. The Board discussed the \$2,000 one-time contribution approved in 2016 to each of the homeowner associations in the District. After review and discussion, the Board determined that a \$2,000 contribution to the Emerald Stone Homeowner Association will not be made. Mr. Williamson requested a copy of the Cost Sharing Agreement and letter provided to the Stonebridge Homeowner Association in 2016.

MAINTENANCE AGREEMENTS

There was no discussion on this matter.

COST SHARING AGREEMENTS

There was no discussion on this matter.

ANNEXATION MATTERS

Mr. Mueller discussed a proposed annexation that includes three tracts of land totally approximately 37 acres, and distributed a preliminary lot plan for ten acres. Discussion ensued. After review and discussion, Director Hoppens moved to proceed with the annexation and to authorize ABHR to prepare a letter annexation agreement. Director Garza seconded the motion, which passed by unanimous vote.

DEVELOPER FINANCING AGREEMENTS; AMENDMENTS AND ASSIGNMENTS

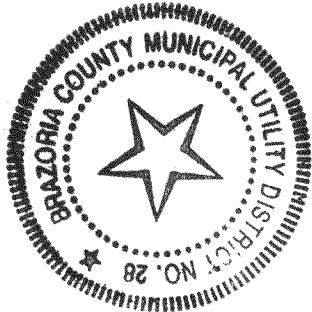
There was no discussion on this matter.

DEVELOPMENT IN THE DISTRICT

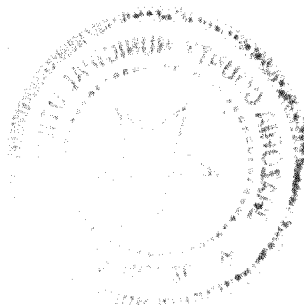
There was no further discussion on development in the District.

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

(SEAL)




Secretary, Board of Directors



ATTACHMENTS TO MINUTES

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