

MINUTES
BRAZORIA COUNTY MUNICIPAL UTILITY DISTRICT NO. 28

September 19, 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 19th day of September, 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:

Richard Escamilla	President
Nigel Brooks	Vice President
Linda Clem	Secretary
Ernest Hubert	Assistant Secretary
John Gordon	Assistant Vice President

and all of the above were present.

Also present at the meeting were Tracy Scott of Myrtle Cruz, Inc.; Rhonda Patterson of Assessments of the Southwest, Inc.; Chance Vinklerek of LJA Engineering, Inc. ("LJA"); Julie Williams of Rathmann & Associates, LP; Robert Upton, City of Pearland, Director of Engineering; Roger Williamson, a 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 August 15, 2018, regular meeting. Director Brooks noted a correction to the minutes. Following review and discussion, Director Gordon moved to approve the minutes of the meeting, as corrected. Director Clem seconded the motion, which passed by unanimous vote.

FINANCIAL AND BOOKKEEPING

Ms. Scott reviewed the bookkeeper's report, a copy of which is attached, and the proposed budget for the fiscal year end July 31, 2019. After review and discussion, Director Clem moved to approve the bookkeeper's report and the checks presented for payment. Director Gordon seconded the motion, which passed by unanimous vote.

REVIEW OF INVESTMENT POLICY AND ADOPT RESOLUTION REGARDING ANNUAL REVIEW OF INVESTMENT POLICY

Ms. Brook explained that the Texas Public Funds Investment Act requires the Board to annually review its Investment Policy and authorize any amendments. After discussion, Director Escamilla moved to make no changes to the Investment Policy,

adopt a Resolution Regarding Annual Review of Investment Policy and direct that the Resolution be filed appropriately and retained in the District's official records. Director Gordon seconded the motion, which passed by unanimous vote.

RESOLUTION ESTABLISHING THE AUTHORIZED DEPOSITORY INSTITUTIONS AND ADOPTING LIST OF QUALIFIED BROKER/DEALERS

The Board considered adopting a Resolution Establishing the Authorized Depository Institutions and Adopting a List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions incorporating an updated list of broker/dealers provided by the District's bookkeeper. After review and discussion, Director Escamilla moved to adopt the Resolution and direct that the Resolution be filed appropriately and retained in the District's official records. Director Gordon seconded the motion, which passed by unanimous vote.

TAX ASSESSMENT AND COLLECTIONS

Ms. Patterson reviewed the tax assessor/collector's report, a copy of which is attached. Ms. Patterson said she will investigate the RH of Texas delinquent accounts. After review and discussion, Director Gordon moved to approve the tax assessor/collector's report. Director Brooks seconded the motion, which passed by unanimous vote.

DISCUSS 2018 TAX RATE, SET PUBLIC HEARING DATE, AND AUTHORIZE NOTICE OF PUBLIC HEARING REGARDING ADOPTION OF TAX RATE

The Board considered the District's 2018 tax rate and authorizing publication of same. Ms. Williams reviewed the 2018 debt service tax rate recommendation, a copy of which is attached, of \$.50 per \$100 of assessed valuation. The Board also discussed a proposed maintenance and operations tax rate of \$0.32 per \$100 of assessed valuation. Following review and discussion, Director Escamilla moved to authorize publication of a proposed total tax rate of \$0.82 per \$100 of assessed valuation and the notice of public hearing to be held at the October 17, 2017, meeting. The motion was seconded by Director Brooks, and passed by unanimous vote.

Director Brooks suggested the Board consider allowing a homestead exemption next year. Ms. Williams discussed defeasance of callable bonds in September of 2020.

STORM WATER PERMITTING MATTERS

There was no discussion on this matter.

ENGINEERING MATTERS

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

CANTERBURY PARK, SECTION 6, WATER, SEWER AND DRAINAGE

Mr. Vinklarek reported on Canterbury Park, Section 6, water, sewer and drainage facilities. He had no pay estimates to present to the Board.

EXCAVATION OF DETENTION POND TO SERVE MIRROR LAKE

Mr. Vinklarek reported on excavation of the detention pond to serve Mirror Lake. He had no pay estimates to present to the Board.

MIRROR LAKE, WATER, SANITARY SEWER, DRAINAGE AND DETENTION FACILITIES

Mr. Vinklarek reported on Mirror Lake, water, sanitary sewer, drainage and detention facilities. He had no pay estimates to present to the Board.

STORM WATER PUMP STATION TO SERVE MIRROR LAKE

Mr. Vinklarek reported on the storm water pump station to serve Mirror Lake. He presented and recommended for approval Pay Estimate No. 3 in the amount of \$170,136.90, submitted by C4 Partners, LLC.

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

Mr. Vinklarek reported on Tranquility Lakes, Section 4, water, sanitary sewer and drainage facilities. He had no pay estimates to present to the Board.

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 had no pay estimates to present to the Board.

MAINTENANCE OF DETENTION PONDS

There was no report on the maintenance of detention ponds.

HOUSE COUNT REPORT

Mr. Vinklarek reported on the number of homes in the District. He said there are currently 2,146 lots in the District with 2,135 homes started or built.

After review and discussion, and based on the engineer's recommendation, Director Gordon moved to: (1) approve Pay Estimate No. 3 in the amount of \$170,136.90 for the Mirror Lake storm water pump station; and (2) accept the engineer's report. Director Hubert seconded the motion, which passed by unanimous vote.

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

Mr. Upton addressed the Board to discuss improvements to water circulation in Canterbury Park, Sections 3, 4, 5 and 6 by extending the water line from Eastbury Lane to the Bailey Water Plant. He requested the Board grant a blanket 15 foot to 16 foot easement to the City of Pearland (the "City") that will be specifically defined after the waterline is installed. After discussion, Director Brooks moved to authorize the easement, subject to final review. Director Escamilla seconded the motion, which passed by unanimous vote.

RESOLUTION AUTHORIZING TRANSACTION AND NAMING OFFICERS AUTHORIZED TO EXECUTE DOCUMENTS

Ms. Brook said the City requested a resolution authorizing the sale of a 0.0013 acre parcel of land to the City for the McHard Road extension and naming officers authorized to execute documents related to the transaction. After discussion, Director Escamilla moved to authorize the sale of the 0.0013 acre parcel of land to the City and authorize Directors Escamilla, Brooks, Clem and Hubert to sign documents relating to the sale. Director Gordon seconded the motion, which passed by unanimous vote.

WEBSITE

There was no discussion on this matter.

HOMEOWNER ASSOCIATION MATTERS

Ms. Brook said she was contacted by the new management company responsible for Highland Park requesting a further donation from the District for detention pond maintenance. After discussion, Director Escamilla moved to authorize Mr. Vinklarek to obtain proposals from maintenance companies for review at the next Board meeting. Director Clem seconded the motion, which passed by unanimous vote.

MAINTENANCE AGREEMENTS

There was no report on this matter.

COST SHARING AGREEMENTS

There was no further discussion on this matter.

ANNEXATION MATTERS

There was no report on this matter.

DEVELOPER FINANCING AGREEMENTS; AMENDMENTS AND ASSIGNMENTS

There was no discussion on this matter.

DEVELOPMENT IN THE DISTRICT

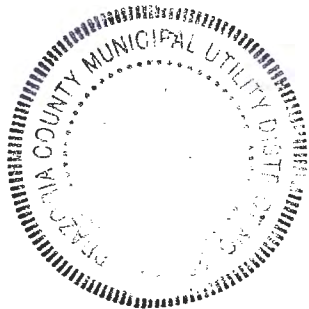
There was no report on development in the District.

MEETING SCHEDULE AND IN-DISTRICT MEETINGS

The Board discussed the next Board meeting on October 17, 2018. Director Brooks said he will contact Heritage Bank regarding availability of a meeting room.

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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