

MINUTES  
BRAZORIA COUNTY MUNICIPAL UTILITY DISTRICT NO. 28

January 30, 2019

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 30th day of January, 2019, 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, thus constituting a quorum.

Also present at the meeting were Tracey Scott of Myrtle Cruz, Inc.; Brittini Silva of Assessments of the Southwest, Inc.; Chance Vinklerek of LJA Engineering, Inc. ("LJA"); Blake Kridel of Storm Water Solutions, LLC; Brenda Francois, Joseph Francois and Michael Sendelbach, residents of the District; and Hannah Brook and Sharon Covan of Allen Boone Humphries Robinson LLP.

MINUTES

The Board considered approving the minutes of the December 19, 2018, meeting. Following review and discussion, Director Gordon moved to approve the minutes of the meeting. Director Brooks seconded the motion, which passed by unanimous vote.

ARBITRAGE REBATE REPORT FOR SERIES 2013 REFUNDING BONDS

Ms. Brook reviewed an Interim Excess Earnings Report prepared by Omnicap, a copy of which is attached, for the District's Series 2013 Unlimited Tax Refunding Bonds. She said no arbitrage is owed to the Internal Revenue Service.

ASSOCIATION OF WATER BOARD DIRECTORS WINTER CONFERENCE;  
APPROVE REIMBURSEMENT OF ELIGIBLE EXPENSES; AUTHORIZE  
ATTENDANCE AT SUMMER CONFERENCE

Discussion ensued regarding the Association of Water Board Directors ("AWBD") winter conference. Ms. Scott said all Director expenses have been reviewed and comply with the District's Travel Reimbursement Guidelines for reimbursement. After review and discussion, Director Brooks moved to approve reimbursement of

eligible expenses and authorize Board members to attend the summer AWBD conference in Fort Worth, Texas. Director Gordon 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 budget for the fiscal year end July 31, 2019. She said a Certificate of Deposit was purchased from Heritage Bank. After review and discussion, Director Gordon moved to approve the bookkeeper's report and the checks presented for payment. Director Brooks seconded the motion, which passed by unanimous vote.

#### ANNUAL DISCLOSURE STATEMENTS FOR INVESTMENT OFFICER AND BOOKKEEPER

Ms. Brook said the annual disclosure statement discloses relationships of the bookkeeper and investment officer with entities or individuals who are offering, have offered, or may offer to engage in an investment transaction with the District. After review and discussion, Director Gordon moved to accept the disclosure statements from the District's bookkeeper, Tracey Scott and from the investment officer, Mary Jarmon, and authorize filing the disclosure statements with the Texas Ethics Commission and in the District's official records. Director Escamilla seconded the motion, which passed unanimously.

#### APPROVE ANNUAL REPORT AND AUTHORIZE FILING OF SAME IN ACCORDANCE WITH THE DISTRICT'S CONTINUING DISCLOSURE OF INFORMATION AGREEMENT

Ms. Brook reviewed the Annual Report. After review and discussion, Director Brooks moved to approve the Annual Report and authorize filing the Annual Report with the appropriate information depositories in accordance with the District's Continuing Disclosure of Information Agreement and as required by SEC Rule 15c2-12. Director Hubert seconded the motion, which passed by unanimous vote.

#### ANNUAL REVIEW OF PROCEDURES FOR CONTINUING DISCLOSURE COMPLIANCE

Ms. Brook reviewed procedures for continuing disclosure compliance. She said that no changes are recommended.

#### ANNUAL REPORT REGARDING POST-ISSUANCE COMPLIANCE

Ms. Brook reported on the District's Post-Issuance Compliance Policy. She said that no changes are recommended.

## INSURANCE

The Board reviewed a proposal from McDonald & Wessendorff Insurance, a copy of which is attached, for the District's general liability, pollution liability, umbrella liability, directors and officers, public employee blanket crime, director's bond and business travel accident insurance. Discussion ensued. After review and discussion, Director Escamilla moved to approve the insurance proposal. Director Gordon seconded the motion, which passed by unanimous vote.

## TAX ASSESSMENT AND COLLECTIONS

Ms. Silva reviewed the tax assessor/collector's report, a copy of which is attached. Director Brooks asked for a discussion on tax exemptions, including a general homestead exemption, at the next Board meeting. Ms. Brook said she will contact the District's financial advisor. After review and discussion, Director Gordon moved to approve the tax assessor/collector's report. Director Hubert seconded the motion, which passed by unanimous vote.

## 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 presented and recommended for approval Pay Estimate No. 3 and Final in the amount of \$120,458.24, submitted by R Construction Company.

Mr. Vinklarek presented and recommended approval of Change Order No. 4 and Change Order No. 5 to the contract with R Construction Company to increase the contract in the amount of \$21,000 and \$3,399.94, respectively, for City of Pearland requested changes and quantity adjustments. The Board determined that Change Order No. 4 and Change Order No. 5 are beneficial to the District.

## 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. 5 in the amount of \$18,711.00 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 presented and recommended for approval Pay Estimate No. 6, Pay Estimate No. 7, Pay Estimate No. 8, and Pay Estimate No. 9 in the amounts of \$68,888.07, \$56,902.50, \$4,644.00, and \$24,889.50, respectively.

HOUSE COUNT REPORT

Mr. Vinklarek reported on the number of homes in the District. He said there are currently 2,401 lots in the District with 2,171 homes started or built.

After review and discussion, and based on the engineer's recommendation, Director Brooks moved to: (1) approve Pay Estimate No. 3 and Final in the amount of \$120,458.24 for Canterbury Park, Section 6, water, sanitary sewer and drainage; (2) approve Change Order No. 4 in the amount of \$21,000 and Change Order No. 5 in the amount of \$3,399.94, as increases to the contract with R Construction Company for Canterbury Park, Section 6, 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. 5 in the amount of \$18,711.00 for the Mirror Lake Storm Water Pump Station; (4) approve Pay Estimate No. 6 in the amount of \$68,888.07, Pay Estimate No. 7 in the amount of \$56,902.50, Pay Estimate No. 8 in the amount of \$4,644.00; and Pay Estimate No. 9 in the amount of \$24,889.50 for Cypress Village, Section 3, water, sanitary sewer and drainage;

and (5) accept the engineer's report. Director Escamilla seconded the motion, which passed by unanimous vote.

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

There was no action on this matter.

MAINTENANCE OF DETENTION PONDS

Mr. Kridel distributed a maintenance schedule for rehabilitation of detention ponds, a copy of which is attached. He said work on the Stonebridge pond will begin February 25, 2019.

Director Gordon reported an incident involving a four-wheeled vehicle becoming stuck in the Creekside pond. He said the truck that came to remove the vehicle also became stuck and a third truck tore up the grass.

SIGNAGE FOR DETENTION PONDS AND STORM WATER FACILITIES

Discussion ensued regarding "No Unauthorized Motor Vehicles" signage for the detention ponds. After discussion, the Board authorized SWS to provide a cost estimate for said signs for the next Board meeting.

WEBSITE

There was no discussion on this matter.

HOMEOWNER ASSOCIATION MATTERS

There was no discussion on homeowner association matters.

MAINTENANCE AGREEMENTS

There was no report on this matter.

COST SHARING AGREEMENTS

There was no discussion on this matter.

ANNEXATION MATTERS

Director Brooks asked about the Gehan annexation. Ms. Brook said Gehan is no longer requesting to be annexed into the District.

DEVELOPER FINANCING AGREEMENTS; AMENDMENTS AND ASSIGNMENTS

There was no discussion on this matter.

DEVELOPMENT IN THE DISTRICT

There was no discussion on development in the District.

MEETING SCHEDULE AND IN-DISTRICT MEETINGS

The Board discussed the next Board meeting on February 20, 2019, and agreed to meet in the District at Heritage Bank at 5:00 p.m.

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

(SEAL)

  
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Secretary, Board of Directors



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