

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 94

Minutes of Special Meeting of Board of Directors February 2, 2022

The Board of Directors ("Board") of Fort Bend County Municipal Utility District No. 94 ("District") met at the Board's regular meeting place on February 2, 2022, in accordance with the duly posted notice of special meeting, and the roll was called of the duly constituted officers and members of said Board of Directors, as follows:

Sean Gutierrez, President
Cleo Holguin, Vice President
Fred Maynard, Secretary
Ken Bartling, Assistant Secretary
JoAnn Hartfiel, Assistant Secretary

and all of said persons were present, except Director Bartling, thus constituting a quorum.

Also attending the meeting were Debbie Arellano of Bob Leared Interests ("BLI"); Diane Michaux of Municipal Accounts & Consulting, L.P. ("MAC"); Rebecca Watkins of Jones & Carter, Inc. ("J&C"); Monica Vaughn, a resident of the District; and Gina Free of Schwartz, Page & Harding, L.L.P. ("SPH").

Following the roll call, the President called the meeting to order and declared it open for such business as might regularly come before the Board.

PUBLIC COMMENTS

The Board began by opening the meeting for public comments. There being no comments from the public, the Board continued to the next item of business.

APPROVE MINUTES

The Board considered approval of the minutes of its Board of Directors meeting held on October 27, 2021. After discussion of the minutes presented, Director Gutierrez moved that same be approved, as presented. Director Maynard seconded said motion, which unanimously carried.

BOOKKEEPER'S REPORT

Ms. Michaux presented to and reviewed with the Board the Bookkeeper's Report dated February 2, 2022, a copy of which is attached hereto as **Exhibit A**. She then presented to and reviewed with the Board the Quarterly Investment Report for the period ended September 30, 2021, a copy of which is attached to the Bookkeeper's Report. After discussion, Director Gutierrez moved that (i) the Bookkeeper's Report be approved and that the disbursements identified therein be approved for payment, except check no. 3013, which was voided, and (ii)

the Quarterly Investment Report be approved and the District's Investment Officers be authorized to execute same on behalf of the Board and the District. Director Maynard seconded said motion, which unanimously carried.

ADOPTION OF RESOLUTION ADOPTING LIST OF QUALIFIED BROKERS

The Board next considered adopting a list of qualified brokers authorized to engage in investment transactions with the District. Ms. Free advised that pursuant to the Public Funds Investment Act, the Board is required to review such list at least annually. Ms. Free then presented and reviewed with the Board the attached Resolution Adopting List of Qualified Brokers Authorized to Engage in Investment Transactions with the District, and a list of financial institutions, brokers and dealers attached thereto, together with a comparison of the list submitted and the list previously adopted by the Board, copies of which are attached hereto as **Exhibit B**. Ms. Free further noted that the broker list presented is a list of potential institutions with which the District may engage in investment transactions compiled with the input of the District's Investment Officers, but it is ultimately the Board's decision as to where the District's funds are actually placed. After discussion, Director Gutierrez moved that: (i) the attached Resolution Adopting List of Qualified Brokers Authorized to Engage in Investment Transactions with the District be approved by the Board and the District, and (ii) that the President and Secretary be authorized to execute same. Director Maynard seconded said motion, which unanimously carried.

APPROVAL OF AUDIT REPORT FOR FISCAL YEAR ENDED DECEMBER 31, 2021

The Board deferred consideration of the District's audit report for its fiscal year ended December 31, 2021.

UNCLAIMED PROPERTY

The Board next considered authorizing the District's consultants to research unclaimed property and the District's Bookkeeper to prepare an Unclaimed Property Report as of March 1, 2022. After discussion, Director Gutierrez moved that the District's consultants be authorized to research their records to determine whether there is any unclaimed property for the stated period and that the District's Bookkeeper be authorized to prepare an Unclaimed Property Report, if necessary, for filing with the Texas Comptroller of Public Accounts (the "Comptroller") prior to July 1, 2022. Director Maynard seconded said motion, which unanimously carried.

TAX ASSESSOR-COLLECTOR'S REPORT

Ms. Arellano presented the Tax Assessor-Collector's Reports dated October 31, 2021, November 30, 2021, December 31, 2021 and January 31, 2022, copies of which are attached hereto as **Exhibit C**. After discussion, it was moved by Director Gutierrez, seconded by Director Maynard, and unanimously carried, that said Tax Assessor-Collector's Reports be approved as presented, and that the disbursements listed therein be approved for payment.

EXEMPTIONS FROM TAXATION FOR 2022

Ms. Free presented to and reviewed with the Board the Tax Exemption Analysis prepared by Masterson Advisors LLC, a copy of which is attached hereto as **Exhibit D**. After discussion of the matter, Director Gutierrez moved that the District (a) not grant a residential homestead exemption, and (b) grant an exemption for persons under a disability or sixty-five years of age or older in the amount of \$12,500 from ad valorem taxes levied by the District during the calendar year 2022, and that the Resolution attached hereto as **Exhibit E** relative to same be approved and adopted by the Board and the District. Director Maynard seconded said motion, which carried unanimously.

DELINQUENT TAX COLLECTIONS

The Board considered the delinquent tax report dated February 2, 2022, a copy of which is attached hereto as **Exhibit F**, received from Perdue, Brandon, Fielder, Collins & Mott L.L.P. ("Perdue"). It was noted that no Board action was required in connection with said report.

ADOPTION OF RESOLUTION AUTHORIZING AN ADDITIONAL PENALTY ON DELINQUENT PERSONAL PROPERTY TAXES

The Board next considered the adoption of a Resolution Authorizing an Additional Penalty on Delinquent Personal Property Taxes, a copy of which is attached hereto as **Exhibit G**. Ms. Free advised that the Board is authorized pursuant to Section 33.11 of the Texas Tax Code, as amended, to impose, under certain conditions on April 1, an additional penalty not to exceed twenty percent (20%) of the total taxes, penalty and interest due the District on personal property taxes that remain delinquent as of April 1 of the year in which they became delinquent. After discussion, it was moved by Director Gutierrez, seconded by Director Maynard and unanimously carried, that the Resolution Authorizing an Additional Penalty on Delinquent Personal Property Taxes be adopted by the Board and that Perdue be authorized to proceed with the collection of the District's delinquent personal property tax accounts on April 1, 2022, subject to proper notice having been given as provided in said Resolution, including the filing of lawsuits as necessary.

DEVELOPERS' REPORTS

The Board deferred consideration of Developers' Reports after noting that no developer representatives were in attendance.

ENGINEER'S REPORT AND UTILITY COMMITMENTS

Ms. Watkins presented to and reviewed with the Board the Engineer's Report dated February 2, 2022, a copy of which is attached hereto as **Exhibit H**. In connection therewith, Ms. Watkins reported that the Dollar General has started construction, but has not submitted plans to J&C for approval. After discussion, it was moved by Director Gutierrez, seconded by Director Maynard and unanimously carried, that SPH be authorized to prepare correspondence to the Dollar General advising that an applicant for a commercial connection located within the District

is required to (i) submit a request to the District for a Utility Commitment, and (ii) submit plans to J&C for approval, in order to receive water and sewer service.

ADOPTION OF RESOLUTION ADOPTING PREVAILING WAGE RATE SCALE FOR CONSTRUCTION PROJECTS

The Board considered the review of an annual survey of prevailing wage rates for construction projects and the adoption of a Resolution in connection therewith. In that regard, Ms. Free reported that SPH recommends that the District adopt the updated United States Department of Labor ("DOL") wage rate scales, as permitted under Section 2258.022 of the Government Code. After discussion on the matter, Director Gutierrez moved that the DOL wage rate scales for Fort Bend County, Texas be adopted as the District's prevailing wage rate scale for construction projects, and that the Resolution Adopting Prevailing Wage Rate Scale for Construction Projects attached hereto as **Exhibit I**, be adopted by the Board. Director Maynard seconded said motion, which unanimously carried.

ADOPTION OF RESOLUTION CONCERNING DEVELOPED DISTRICT STATUS FOR 2022 TAX YEAR

Ms. Free presented to and reviewed with the Board the Resolution Concerning Developed District Status for 2022 Tax Year. A copy of the Resolution is attached hereto as **Exhibit J**. Following discussion, upon motion made by Director Gutierrez, seconded by Director Maynard, and unanimously carried, the attached Resolution was adopted by the Board.

SOLICITATION OF PROPOSALS FOR RENEWAL OF DISTRICT INSURANCE COVERAGES

The Board considered authorizing the solicitation of proposals for renewal of District insurance coverages. Ms. Free reported that the District's current insurance coverages expire on March 31, 2022, and that the District's current policies were acquired through A.J. Gallagher & Company ("Gallagher"). There was next a discussion regarding obtaining insurance proposals for the 2022 to 2023 policy term. After discussion on the matter, Director Gutierrez moved to authorize SPH to request a renewal proposal for the District's insurance coverages from Gallagher for the term commencing April 1, 2022. Director Maynard seconded said motion, which unanimously carried.

SPECIAL PURPOSE DISTRICT PUBLIC INFORMATION DATABASE

Ms. Free next informed the Board that, pursuant to provisions of Chapter 403, Government Code, and Chapter 203, Local Government Code, the District is required to submit information to the Comptroller for inclusion in the Special Purpose District Public Information Database. Ms. Free recommended that, BKD, the District's auditor, be authorized to prepare and submit said information to the Comptroller on the Board's behalf. Following discussion, Director Gutierrez moved, Director Maynard seconded, and it was unanimously carried that BKD be authorized to prepare the required information and submit same to the Comptroller for inclusion in the Special Purpose District Public Information Database.

ATTORNEY'S REPORT

The Board considered the Attorney's Report. Ms. Free advised the Board that she had nothing further to discuss with the Board of a legal nature which was not covered under specific agenda items.

SUPPLEMENTAL AGENDA


The Board considered the calling of a Directors Election in accordance with the requirements of the Texas Water Code. Ms. Free noted that the terms of office of Directors Gutierrez and Bartling expire in May of this year, and presented the Order Calling Directors Election (the "Order") attached hereto as **Exhibit K** calling such election to be held on May 7, 2022. Ms. Free reviewed the Order with the Board and advised that the Order provides for Fort Bend County, Texas (the "County") to conduct the Directors Election jointly with elections of other political subdivision, using County election officials, voting equipment, and polling locations at a shared expense. Although the County will conduct the Directors Election, she advised that the Texas Water Code and the Texas Election Code authorize the Board to designate an agent to perform certain duties in connection with the Directors Election, and that the Order named Katherine Edwards as such agent (the "Election Agent"). Ms. Free further advised the Board that notice of the Directors Election must be given in accordance with the requirements of the Texas Election Code. Ms. Free advised the Board that notice of the Directors Election could be given by one or more of the following methods: (i) publishing the notice in a newspaper published in the territory of the District or of general circulation in the District at least ten (10) days before the election, but not more than thirty (30) days before the election; (ii) posting the notice at a public place in each County election precinct that overlaps the District at least twenty-one (21) days before the election; or (iii) mailing the notice to each registered voter in the District at least ten (10) days before the election. Following discussion of the options, the Board concurred that notice of the Directors Election be given by posting same at a public place in each County election precinct that overlaps the District. After discussion on the matter, it was moved by Director Gutierrez, seconded by Director Maynard, and unanimously carried that said Order be passed and adopted, that the President and Secretary be authorized to execute the Order, and that the Election Agent be authorized and directed to make necessary arrangements for the Directors Election in accordance with the Order. Ms. Free advised the Board that if each candidate whose name is to appear on the ballot is unopposed as of 5:00 p.m. on February 22, 2022, the Board may thereafter cancel the Directors Election in accordance with the Texas Election Code.

FUTURE AGENDA ITEMS

The Board considered items for placement on future agendas. After consideration on the matter, no specific items, other than routine and ongoing matters and those items previously discussed at today's meeting were requested.

ADJOURNMENT OF MEETING

There being no further business to come before the Board, Director Gutierrez moved that the meeting be adjourned. Director Maynard seconded said motion, which unanimously carried.


Secretary
Board of Directors

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LIST OF ATTACHMENTS TO MINUTES

Exhibit A	Bookkeeper's Report Tax Assessor-Collector Reports
Exhibit B	Resolution Adopting List of Qualified Brokers Authorized to Engage in Investment Transactions with the District
Exhibit C	Tax Assessor-Collector Reports
Exhibit D	2022 Homestead Exemption Analysis
Exhibit E	Exemptions From Taxation For 2022
Exhibit F	Delinquent Tax Report by Perdue
Exhibit G	Resolution Authorizing an Additional Penalty on Delinquent Personal Property Taxes
Exhibit H	Engineering Report
Exhibit I	Resolution Concerning Developed district Status for 2022 Tax Year
Exhibit J	Resolution Adopting Prevailing Wage Rate Scale for Construction Projects
Exhibit K	Order Calling Directors Election