

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 94

Minutes of Special Meeting of Board of Directors March 29, 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 March 29, 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, thus constituting a quorum.

Also attending the meeting were Debbie Arellano of Bob Leared Interests ("BLI"); Cory Burton of Municipal Accounts & Consulting, L.P. ("MAC"); Rebecca Watkins of Quiddity Engineering, LLC ("Quiddity"); Brian Krueger of BKD, LLP ("BKD"); 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 February 2, 2022. 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

Mr. Burton presented to and reviewed with the Board the Bookkeeper's Report dated March 29, 2022, a copy of which is attached hereto as **Exhibit A**. He then presented to and reviewed with the Board the Quarterly Investment Report for the period ended December 31, 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, 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.

APPROVAL OF SECOND AMENDED AND RESTATED AGREEMENT FOR BOOKKEEPING SERVICES

Mr. Burton next requested the Board's approval of the Second Amended and Restated Agreement for Bookkeeping Services (the "Amended Agreement"), a copy of which is attached hereto as **Exhibit B**. In connection therewith, Mr. Burton presented to and reviewed with the Board a summary of the Amended Agreement. A copy of the summary is included as part of **Exhibit B**. After discussion, Director Gutierrez moved to (i) approve the Amended Agreement and authorize the President to execute same, and (ii) approve MAC's Texas Ethics Commission ("TEC") Form 1295 and authorize SPH to acknowledge receipt of same with the TEC. Director Maynard seconded said motion, which unanimously carried.

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

The Board next considered the District's audit report for its fiscal year ended December 31, 2021. In connection therewith, Mr. Krueger reviewed with the Board a draft of the District's audit report, a copy of which report is attached hereto as **Exhibit C**. After discussion concerning the audit presented, Director Gutierrez moved that (i) the audit report for the District's fiscal year ended December 31, 2021, be approved, subject to final review and comment by SPH, (ii) the President be authorized to execute the Annual Filing Affidavit on behalf of the Board and the District, and (iii) the audit report and Annual Filing Affidavit be filed with the Texas Commission on Environmental Quality. Director Maynard seconded said motion, which unanimously carried.

In connection with the District's audit, Mr. Krueger next presented to and reviewed with the Board a draft Management Letter prepared by BKD, concerning the Board's internal controls over financial reporting (the "Management Letter") and the response on behalf of the Board and the District ("Management Response"), which is included in the Management Letter. A copy of the Management Letter is included as part of **Exhibit C**. After discussion, it was moved by Director Gutierrez, seconded by Director Maynard and unanimously carried, that the draft Management Response be approved, as presented, and that the same be included in the final Management Letter.

AUTHORIZE PREPARATION AND FILING OF CONTINUING DISCLOSURE REPORT

The Board next considered approval of the Annual Financial and Operating Report ("Continuing Disclosure Report") in connection with the District's outstanding bonds. In connection therewith, Ms. Free requested the Board's authorization for McCall Parkhurst & Horton ("MPH"), the District's continuing disclosure counsel, to prepare and submit said Continuing Disclosure Report to the appropriate repository on behalf of the District. After discussion, Director Gutierrez moved that the Board authorize MPH to prepare said Continuing Disclosure Report and file same with the appropriate repository on behalf of the District. Director Maynard seconded the motion, which carried unanimously.

TAX ASSESSOR-COLLECTOR'S REPORT

Ms. Arellano presented the Tax Assessor-Collector's Report dated February 28, 2022, a copy of which is attached hereto as **Exhibit D**. After discussion, it was moved by Director Gutierrez, seconded by Director Maynard, and unanimously carried, that said Tax Assessor-Collector's Report be approved as presented, and that the disbursements listed therein be approved for payment.

RESOLUTION AUTHORIZING ADDITIONAL PENALTY ON DELINQUENT REAL PROPERTY TAXES AND AUTHORIZING DELINQUENT TAX ATTORNEYS TO COLLECT SUCH TAXES

The Board next considered the adoption of a Resolution Authorizing an Additional Penalty on Delinquent Real Property Taxes. In connection therewith, Ms. Free advised that the Board is authorized pursuant to Section 33.07 of the Texas Tax Code, as amended, to impose, under certain conditions on July 1, an additional penalty not to exceed twenty percent (20%) of the total taxes, penalty and interest due the District on taxes that remain delinquent as of July 1 of the year in which they became delinquent. She noted that the additional penalty to be imposed will not apply to delinquent personal property taxes which have already incurred an additional penalty pursuant to that certain Resolution Authorizing an Additional Penalty on Delinquent Personal Property Taxes. After further discussion, it was moved by Director Gutierrez, seconded by Director Maynard, and unanimously carried, that the Resolution Authorizing an Additional Penalty on Delinquent Real Property Taxes, which is attached hereto as **Exhibit E**, be adopted by the District, and that Perdue, Brandon, Fielder, Collins & Mott L.L.P. ("Perdue") be authorized to proceed with the collection of all of the District's delinquent real property tax accounts on July 1, 2022, subject to proper notice having been given as provided in said Resolution, including the filing of lawsuits as necessary.

DELINQUENT TAX COLLECTIONS

The Board considered the delinquent tax report dated March 29, 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.

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 March 29, 2022, a copy of which is attached hereto as **Exhibit G**. In connection therewith, Ms. Watkins reported that the Dollar General has submitted plans to Quiddity for approval. She advised that the development would require (3) equivalent single family connections (ESFCs) of water and sewer capacity. She further advised that the District had sufficient capacity from the City of Rosenberg, Texas, to accommodate said request. In connection therewith, Ms. Free

presented to and reviewed with the Board a proposed utility commitment between the District and The Overland Group, a copy of which is attached hereto as **Exhibit H**. Following discussion, Director Gutierrez moved to approve the utility commitment, as discussed. Director Maynard seconded said motion, which unanimously carried.

VOTING SYSTEM ANNUAL FILING FORM

Ms. Free requested that the Board authorize SPH to complete a Voting System Annual Filing Form ("Voting Form"). She advised that, pursuant to provisions of the Texas Election Code, each political subdivision in the State of Texas is required to complete and file said Voting Form with the Secretary of State's Office on an annual basis. After discussion on the Voting Form, Director Gutierrez moved that SPH be authorized to complete said Voting Form and file same with the Secretary of State's Office, as required by law. Director Maynard seconded said motion, which unanimously carried.

RENEWAL OF DISTRICT INSURANCE COVERAGES

The Board considered the review of proposals for renewal of the District's insurance coverages for the term expiring March 31, 2022. In that regard, Ms. Free reviewed with the Board a renewed proposal received from the District's current insurance broker, Arthur J. Gallagher & Co., a copy of which is attached hereto as **Exhibit I**. After discussion on the matter, Director Gutierrez moved that the proposal be accepted by the Board and that the President be authorized to execute such proposal on behalf of the Board and the District. Director Maynard seconded said motion, which unanimously carried.

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

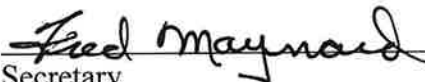
The Board considered cancellation of the Directors Election called for May 7, 2022. Ms. Free advised that, in accordance with Subchapter C, Chapter 2 of the Texas Election Code, the District may cancel the Directors Election if each candidate whose name is to appear on the ballot and/or has registered as a write-in candidate is unopposed as of 5:00 p.m. on February 25, 2022. In such case, the Board may declare the unopposed candidates to be elected. In that regard, there was presented to the Board a certificate of the Secretary declaring all candidates unopposed. Ms. Free then presented and reviewed the Order Declaring Candidates Elected, a copy of which is attached hereto as **Exhibit J**. After discussion, Director Gutierrez moved that the Order be adopted by the Board declaring Sean Gutierrez and Ken Bartling elected Directors of the District, each to serve a term of four years or until a successor is duly elected or appointed, that the President be authorized to execute and the Secretary to attest same on behalf of the Board and the District, and that the Directors Election called for May 7, 2022 be cancelled. Director Maynard seconded said motion, which unanimously carried.

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	Second Amended and Restated Agreement for Bookkeeping Services
Exhibit C	Draft Audit Report and Management Letter and Management Response
Exhibit D	Tax Assessor-Collector Reports
Exhibit E	Resolution Authorizing an Additional Penalty on Delinquent Real Property Taxes
Exhibit F	Delinquent Tax Report by Perdue
Exhibit G	Engineering Report
Exhibit H	Utility Commitment Letter with Overland Group
Exhibit I	Insurance Proposal for the term 2022 through 2023 (AJG)
Exhibit J	Order Declaring Candidates Elected for the May 7, 2022 Directors Election