

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 94

Minutes of Special Meeting of Board of Directors November 9, 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 November 9, 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"); Diane Michaux of Municipal Accounts & Consulting, L.P. ("MAC"); Lisa Bonham of Quiddity Engineering, LLC ("Quiddity"); Brian Krueger of FORVIS, LLP ("Forvis"); 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 August 30, 2022. After discussion of the minutes presented, Director Gutierrez moved that same be approved, as presented. Director Bartling seconded said motion, which unanimously carried.

BOOKKEEPER'S REPORT

Ms. Michaux presented to and reviewed with the Board the Bookkeeper's Report dated November 9, 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, 2022, 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.

OPERATING BUDGET FOR FISCAL YEAR ENDING DECEMBER 31, 2023

Ms. Michaux presented and reviewed with the Board the proposed annual budget for the District's fiscal year ending December 31, 2023, a copy of which is attached to the Bookkeeper's Report. A revisions was noted to the auditing fee. After discussion, Director Gutierrez moved that the Board approve and adopt the annual budget for the District's fiscal year ending December 31, 2023, as revised. Director Maynard seconded said motion, which unanimously carried.

ANNUAL REVIEW OF ORDER ESTABLISHING POLICY FOR INVESTMENT OF DISTRICT FUNDS AND APPOINTING INVESTMENT OFFICER; ADOPTION OF RESOLUTION AND AMENDED ORDER IN CONNECTION THEREWITH

The Board next considered the annual review of its Order Establishing Policy for Investment of District Funds and Appointing Investment Officer ("Investment Policy") and the adoption of a Resolution in connection therewith. In connection therewith, Ms. Free presented and reviewed with the Board an amended Investment Policy and a Resolution Regarding Review of Order Establishing Policy for Investment of District Funds and Appointing Investment Officer ("Resolution"), copies of which are attached hereto as **Exhibit B**. After discussion on the matter, Director Gutierrez moved that the amended Investment Policy be approved to reflect the proposed changes, the Board adopt the Resolution, and the President and Secretary be authorized to execute the amended Investment Policy and the Resolution on behalf of the Board and the District. Director Maynard seconded said motion, which unanimously carried.

TAX ASSESSOR-COLLECTOR'S REPORT

Ms. Arellano presented the Tax Assessor-Collector's Reports for the months of August, September, and October 2022, copies of which are attached hereto as **Exhibit C**. After discussion, it was moved by Director Holguin, seconded by Director Bartling, and unanimously carried, that said Tax Assessor-Collector's Reports be approved as presented, and that the disbursements listed therein be approved for payment.

PUBLIC HEARING REGARDING ADOPTION OF THE DISTRICT'S 2022 TAX RATE

The Board next conducted a public hearing regarding the imposition of a proposed debt service tax rate and a maintenance tax rate for 2022. There being no members of the public present, Director Gutierrez motioned that such hearing be closed. Director Maynard seconded said motion, which unanimously carried.

LEVY OF THE DISTRICT'S 2022 TAX RATE

The Board discussed the levy of the 2022 taxes. Ms. Arellano confirmed that the notice of the District's intention to adopt a tax rate had been published in the *Fort Bend Herald*

newspaper in accordance with all legal requirements and as directed at the previous meeting. After discussion on the matter, Director Gutierrez moved that: (i) the Board adopt the tax rates as proposed at the District's August 30, 2022 meeting, being a 2022 debt service tax rate of \$0.30 per \$100 of assessed valuation and a 2022 maintenance tax rate of \$0.075 per \$100 of assessed valuation, resulting in a total 2022 tax rate of \$0.375 per \$100 of assessed valuation, and (ii) the Order Levying Taxes, attached hereto as **Exhibit D**, be adopted in connection therewith, and the President be authorized to execute and the Secretary to attest same on behalf of the Board and the District. Director Maynard seconded said motion, which carried unanimously.

APPROVE AMENDMENT TO DISTRICT INFORMATION FORM

Ms. Free presented to and discussed with the Board an Amendment to the Amended and Restated District Information Form ("Amendment") relative to the District's 2022 tax rate. After discussion regarding the Amendment, Director Gutierrez moved that the Amendment be approved and that the Board members present be authorized to execute same on behalf of the Board and the District. Director Maynard seconded said motion, which carried unanimously.

DELINQUENT TAX COLLECTIONS

Ms. Free advised the Board that a Delinquent Tax Attorneys Report was not provided this month from Perdue, Brandon, Fielder, Collins & Mott, L.L.P., the District's delinquent tax collections attorneys.

ENGAGEMENT OF AUDITOR

The Board next considered the engagement of an auditor to prepare the District's audit report for its fiscal year ending December 31, 2022. In connection therewith, Mr. Krueger presented an engagement letter relative to same and advised that Forvis' fees for the preparation of said audit report will be \$16,500, plus an administrative fee of \$1,000 to cover items such as report production, copies, postage and other delivery charges, and technology related expenses. After discussion on the matter, Director Gutierrez moved that (i) Forvis be engaged to prepare the District's audit report for its fiscal year ending December 31, 2022, in accordance with the terms of the engagement letter attached hereto as **Exhibit E**, subject to review by SPH, (ii) the President be authorized to execute same on behalf of the Board and District, and (iii) Texas Ethics Commission ("TEC") Form 1295 from Forvis be accepted and SPH be authorized to acknowledge receipt of same with the TEC. Director Maynard seconded said motion, which unanimously carried.

EMINENT DOMAIN FILING

Ms. Free advised the Board that all political subdivisions with the power of eminent domain, including the District, are required to file an annual eminent domain report by February 1 of each year with the Texas Comptroller of Public Accounts ("Comptroller"). After discussion, it was moved by Director Gutierrez, seconded by Director Maynard and unanimously carried, that the Board authorize SPH to file the annual eminent domain report with the Comptroller on behalf of the District prior to February 1, 2023.

DEVELOPER'S REPORTS

The Board deferred consideration of the Developer's Reports.

ENGINEER'S REPORT AND UTILITY COMMITMENTS

Ms. Bonham then presented to and reviewed with the Board the Engineer's Report dated November 9, 2022, a copy of which is attached hereto as **Exhibit F**.

Ms. Bonham next presented a request from Homes at Town Center LLC for a Utility Commitment for a twenty-two (22) townhome/duplex development on a 5.2 acre tract located at the southeast corner of Town Center Boulevard and Radio Lane. In connection therewith, Ms. Free presented and discussed with the Board the proposed Utility Commitment, a copy of which is attached hereto as **Exhibit G**. Following discussion, Director Gutierrez moved that (i) the Board approve the Utility Commitment, subject to receipt of TEC Form 1295, and (ii) the President be authorized to execute the Utility Commitment Letter upon receipt of said TEC Form 1295. Director Maynard seconded said motion, which carried unanimously.

DISCUSSION REGARDING 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, 2023, 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 2023 through 2024 policy term. After discussion on the matter, the Board authorized SPH to request a renewal proposal for the District's insurance coverages from Gallagher for the term commencing April 1, 2023.

ATTORNEY'S REPORT

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


A discussion ensued regarding the landscape maintenance at the intersection of Town Center Boulevard and Reading Road. Following discussion, it was moved by Director Holguin, seconded by Director Hartfiel, and unanimously carried that SPH be authorized and directed to send correspondence to the Villages of Town Center Homeowners Association ("HOA"), requesting the HOA to send letters to the individual property owners requesting that the owners properly maintain the landscaping on their individual tracts.

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 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

649397

LIST OF ATTACHMENTS TO MINUTES

Exhibit A	Bookkeeper's Report; Quarterly Investment Report (September 30, 2022); and Operating Budget for Fiscal Year Ending December 31, 2023
Exhibit B	Resolution Regarding Review of Order Establishing Policy for Investment of District Funds and Appointing Investment Officer
Exhibit C	Tax Assessor-Collector's Reports (August, September, and October 2022)
Exhibit D	Order Levying Taxes
Exhibit E	Engagement Letter from FORVIS, LLP
Exhibit F	Engineering Report
Exhibit G	Utility Commitment with Homes of Town Center LLC