

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 94

Minutes of Special Meeting of Board of Directors February 13, 2024

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 13, 2024, 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 for Directors Gutierrez and Hartfiel, 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 Quiddity Engineering, LLC ("Quiddity"); 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 26, 2023. After discussion of the minutes presented, Director Bartling 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 13, 2024, 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 December 31, 2023, a copy of which is attached to the Bookkeeper's Report. After discussion, Director Bartling 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.

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 Bartling 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, 2023

The Board deferred consideration of the District's audit report for its fiscal year ended December 31, 2023.

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, 2024. After discussion, Director Bartling 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, 2024. 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 October 2023 through January 2024, copies of which are attached hereto as **Exhibit C**. After discussion, it was moved by Director Holguin, seconded by Director Maynard, and unanimously carried, that said Tax Assessor-Collector's Reports be approved as presented, and the disbursements listed therein be approved for payment.

RESOLUTION CONCERNING EXEMPTIONS FROM TAXATION

Ms. Free outlined for the Board the various tax exemptions that the District may grant, including the exemptions provided for by Article VIII, Section 1-b of the Texas Constitution, and Section 11.13 of the Tax Code, as amended. After discussion, the Board deferred action regarding the tax exemptions at this time.

DELINQUENT TAX COLLECTIONS

Ms. Free advised the Board that the District did not receive a Delinquent Tax Report this month from the District's delinquent tax collections attorneys, Perdue, Brandon, Fielder, Collins & Mott, L.L.P. ("Perdue") and reminded the Board that Perdue provides written reports on a quarterly basis.

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 D**. 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 Bartling, 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, 2024, subject to proper notice having been given as provided in said Resolution, including the filing of lawsuits as necessary.

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 Bartling 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 E**, be adopted by the Board. Director Maynard seconded said motion, which unanimously carried.

ENGINEER'S REPORT AND UTILITY COMMITMENTS

Ms. Watkins then presented to and reviewed with the Board the Engineer's Report dated February 13, 2024, a copy of which is attached hereto as **Exhibit F**. In connection therewith,

Ms. Watkins advised that Quiddity will approve the plans for an Office Warehouse Business Park development south of FM 1640 near Radio Lane. It was noted that no Board action was required at this time.

ADOPTION OF RESOLUTION CONCERNING DEVELOPED DISTRICT STATUS FOR 2024 TAX YEAR

Ms. Free presented to and reviewed with the Board the Resolution Concerning Developed District Status for 2024 Tax Year. A copy of the Resolution is attached hereto as **Exhibit G**. Following discussion, upon motion made by Director Bartling, seconded by Director Maynard, and unanimously carried, the attached Resolution was adopted by the Board.

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, 2024. 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 H**. After discussion on the matter, Director Holguin 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.

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, FORVIS, the District's auditor, be authorized to prepare and submit said information to the Comptroller on the Board's behalf. Following discussion, Director Holguin moved, Director Maynard seconded, and it was unanimously carried that FORVIS be authorized to prepare the required information and submit same to the Comptroller for inclusion in the Special Purpose District Public Information Database.

MATTERS RELATED TO MAY 4, 2024 DIRECTORS ELECTION

Ms. Free reported on issues related to the District's Directors Election (the "Election") to be held on May 4, 2024. In connection therewith, she presented to and discussed with the Board a memorandum prepared by SPH, a copy of which is attached hereto as **Exhibit I**, regarding participation in the joint election with Fort Bend County (the "County"). In connection therewith, Ms. Free advised that the County will administer the Election if the District participates in the County's joint election. Following discussion, it was moved by Director Bartling, seconded by Director Maynard and unanimously carried that SPH be authorized to notify the County of the District's intent to participate in the joint Election.

SUPPLEMENTAL AGENDA

The Board next considered calling the Election in accordance with the requirements of the Texas Water Code. In connection therewith, Ms. Free presented the Order Calling Directors Election (the "Order") attached hereto as **Exhibit J** calling the Election to be held on May 4, 2024. It was noted that the terms of office of Directors Hartfiel, Holguin and Maynard expire in May of this year. In reviewing the Order with the Board, Ms. Free advised that the Order provides for the conduct of the Election by the County, jointly with elections of other political subdivisions, using County election officials, voting equipment, and polling locations at a shared expense. She advised that, although the County will conduct the Election, the Texas Water Code and the Texas Election Code authorize the Board to designate an agent to perform certain duties in connection with the Election, and that the Order named Katherine Edwards as such agent (the "Election Agent"). Ms. Free further advised the Board that notice of the Election must be given in accordance with the requirements of the Texas Election Code. She advised the Board that notice of the 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 Election be given by posting same at a public place in each County election precinct that overlaps the District. Ms. Free also noted that the County will determine the compensation paid to the County election officials. After discussion on the matter, Director Bartling moved that said Order be passed and adopted, that the Vice President and Secretary be authorized to execute the Order, and that the Election Agent be authorized and directed to make necessary arrangements for the Election in accordance with the Order. Director Maynard seconded said motion, which unanimously carried. 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 20, 2024, the Board may thereafter cancel the Election in accordance with the Texas Election Code.

ATTORNEY'S REPORT

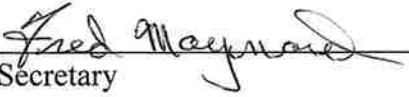
The Board considered the Attorney's Report. In connection therewith, Ms. Free presented and reviewed with the Board correspondence from Masterson Advisors, LLC relative to disclosure requirements imposed by the Municipal Securities Rulemaking Board's Rule G-10, a copy of which is attached hereto as **Exhibit K**. Ms. Free noted that the minutes will reflect the Board's receipt of said disclosure.

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 Bartling 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
Exhibit B	Resolution Adopting List of Qualified Brokers Authorized to Engage in Investment Transactions with the District
Exhibit C	Tax Assessor-Collector's Report
Exhibit D	Resolution Authorizing an Additional Penalty on Delinquent Personal Property Taxes
Exhibit E	Resolution Adopting Prevailing Wage Rate Scale for Construction Projects
Exhibit F	Engineering Report
Exhibit G	Resolution Concerning Developed District Status 2024 Tax Year
Exhibit H	Insurance Proposal for the term April 1, 2024 through March 31, 2025 with AJG
Exhibit I	Memorandum prepared by Schwartz, Page & Harding, L.L.P regarding joint elections with Montgomery County
Exhibit J	Order Calling Directors Election
Exhibit K	Correspondence from Masterson Advisors, LLC regarding Rule G-10 Disclosure