

MINUTES
WILLOW FORK DRAINAGE DISTRICT

January 14, 2021

The Board of Directors (the "Board") of Willow Fork Drainage District (the "District") met in regular session by teleconference, with access by telephone available to the public, pursuant to Texas Government Code Section 551.125 and Governor Greg Abbott's emergency disaster declaration dated March 13, 2020, on the 14th day of January, 2021, and the roll was called of the members of the Board being present by telephone:

Wendy Duncan	President
Dan Smith	Vice President
John Poulter	Secretary
Gregg Nady	Assistant Vice President
Joe Robinson	Assistant Secretary

and all of the above were present, thus constituting a quorum.

Also attending the teleconference were: Robert Stowe, Diana Dobbs and Michael Willett, members of the public; Yvonne Arceneaux, Events Director; Matt Klein of TBG Partners; Katie May, Stacy Thibodeaux and Clay Brandenburg of Inframark Water & Infrastructure Services ("Inframark"); Jennifer Hanna of BKD, LLP; Jerry Schroeder of Champions Hydro-Lawn ("Champions"); David Drake, Director serving Cinco Municipal Utility District No. 7; Craig Kalkomey of LJA Engineering; Karen Kottke of AECOM; Fran Matuska of F. Matuska, Inc.; and Harry H. Thompson and Jane Miller of Allen Boone Humphries Robinson LLP ("ABHR").

Mr. Thompson reviewed certain recommended protocols for conducting the District's meeting via teleconference. He announced that the meeting was being recorded and that consultant reports presented at the meeting were posted online and available to the public in the form of an "agenda packet" prior to the start of the meeting at <https://www.districtdirectory.org/agendapackets/wfdd/>

COMMENTS FROM DISTRICT RESIDENTS

Director Duncan offered any members of the public attending the meeting by telephone the opportunity to make public comment. There being no members of the public requesting to make public comment, Director Duncan moved to the next agenda item.

APPROVE MINUTES

The Board reviewed the minutes of the December 10, 2020, meeting. Director Poulter moved to approve the minutes. Director Robinson seconded the motion, which carried unanimously.

UPDATE ON COVID 19 MATTERS

Mr. Thompson and Ms. Matuska stated no action was needed on this item.

UPDATE ON FEMA CLAIM

Ms. May reported that Federal Emergency Management Agency ("FEMA") reimbursement in the amount of \$1,871,721.19 has been received and that additional funds for two additional projects are expected within two weeks.

MAINTENANCE OF STORM SEWER LINES

Ms. May reviewed the storm sewer maintenance report, a copy of which is attached and announced that Inframark's equity interests were sold to a new private equity firm, New Mountain Capital, on December 18, 2020, but said there will be no change in management.

APPROVE AUDIT FOR FISCAL YEAR ENDING SEPTEMBER 30, 2020

Ms. Hanna reviewed a draft audit of the District's financial information for the fiscal year end September 30, 2020, a copy of which is attached to these minutes. After review and discussion, upon a motion made by Director Robinson, seconded by Director Nady, the Board voted unanimously to (1) approve the audit and management letter subject to final review and comments; and (2) authorize ABHR to file the audit and filing affidavit with the Texas Commission on Environmental Quality.

AMENDED ORDER ESTABLISHING A RECORDS MANAGEMENT PROGRAM AND DESIGNATING A RECORDS MANAGEMENT OFFICER

Mr. Thompson stated that the Texas Local Government Records Act provides that all local governments must establish an active and continuing records management program that contains policies and procedures that promote cost-effective and efficient recordkeeping. Mr. Thompson stated that the District's current records management program requires that all District records be retained permanently. Mr. Thompson reviewed with the Board an Amended Order Establishing a Records Management Program and Designating a Records Management Officer that amends the District's records management program to adopt the recommended retention schedules published by the Texas State Library and Archive Commission ("TSLAC"), which will allow the District to periodically dispose of records once the applicable retention period

for that specific information has expired. After review and discussion, Director Nady moved to adopt an Amended Order Establishing a Records Management Program and Designating a Records Management Officer, authorize submission of the Amended Order to TSLAC, and direct that the Amended Order be filed appropriately and retained in the District's official records. Director Smith seconded the motion, which passed by unanimous vote.

ANNUAL CYBERSECURITY TRAINING

Mr. Thompson presented a memorandum to the Board regarding annual cybersecurity training requirements for certain local government employees and elected officials pursuant to Chapter 2054, Texas Government Code, a copy of which is attached. Mr. Thompson stated that Board members must select a training program that is certified by the Texas Department of Information Resources. Mr. Thompson added that according to the Texas Department of Information Resources, the training deadline is June 14th of each year.

BOOKKEEPER'S REPORT

Ms. Matuska reviewed the bookkeeper's report and the quarterly investment report, copies of which are attached. She noted that a stop payment was issued for check no. 4471, which has not cleared the bank and was replaced with check no. 4485, payable to Houston Tents and Events.

After review and discussion, Director Poulter moved to approve the bookkeeper's report and payment of the bills. Director Smith seconded the motion, which passed unanimously.

Mr. Thompson presented the Board with the annual disclosure statement for the Investment Officer/bookkeeper. He stated that the disclosure must be filed with the Texas Ethics Commission.

Mr. Thompson stated the District must annually review its Investment Policy in accordance with the Public Funds Investment Act. The Board next conducted the annual review and concurred that no revisions to such policy are necessary at this time.

Mr. Thompson reviewed an updated list of banks and broker/dealers and a Resolution Adopting List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions.

After review and discussion, Director Poulter moved to (1) to approve the disclosure statements and to authorize filing of same with the Texas Ethics Commission; (2) adopt the Resolution Regarding Annual Review of Investment Policy; and (3) to adopt the Resolution Adopting List of Qualified Broker/Dealers with Whom

the District May Engage in Investment Transactions. Director Robinson seconded the motion, which passed by unanimous vote.

TAX ASSESSOR/COLLECTOR'S REPORT

Ms. Matuska presented the County tax collection report and a delinquent tax collection report. Copies of both reports are attached.

The Board next considered an appeal from Ernesto and Ileana Batista for tax account #2274-04-003-0190-914 requesting a waiver of penalty and interest. After discussion and considering the information provided by the taxpayer and Fort Bend County, Director Nady moved to concur with the Fort Bend County Tax Assessor Collector's recommendation to waive penalty and interest charges on tax account 2274-04-003-0190-914. Director Robinson seconded the motion, which passed unanimously.

OPERATOR'S REPORT, INCLUDING AUTHORIZING DITCH MAINTENANCE,

Mr. Schroeder reviewed the operator's report, a copy of which is attached, and reviewed the status of the ditches and channels, as well as certain trails. No action was taken for this agenda item.

ENGINEER'S REPORT

Mr. Kalkomey reviewed the engineer's report, a copy of which is attached.

Mr. Kalkomey updated the Board regarding preparation of an application to the United States Army Corps of Engineers ("USACE") for a real estate out-grant (the "USACE Application") as part of the District's effort to create additional storage in Barker Reservoir and recommended that the Board authorize the Board President to sign the USACE Application and authorize LJA to submit the application to the USACE.

Mr. Kalkomey updated the Board regarding related to the mid-block crossing project and the Board discussed relocation of signposts and lights because Kinder Morgan will not allow lights within its easements.

Mr. Kalkomey next discussed the status of the southern crossing and recommended approval of Change Order No. 1 to the contract for relocation of a school zone sign which will increase the contract by \$3,120. The Board determined that Change Order No. 1 is beneficial to the District.

Mr. Kalkomey next discussed a meeting among the Texas Department of Transportation ("TXDOT") and special districts located adjacent to Highway 99 in the Grand Lakes area. The Board discussed maintenance of parcels adjacent to the TXDOT sound wall constructed along Highway 99, both in and outside of TXDOT right-of-way. All

board members confirmed that no invitations to attend the meeting were received by any of the directors from TXDOT

Mr. Kalkomey stated that bids were received for construction of the Westheimer Parkway Underpass and recommended that the Board award the contract to the second lowest bidder, L.N. McKean, Inc. ("McKean") in the amount of \$381,064. Mr. Kalkomey said that Division III + Constructors, Inc. was the low bidder, but after review of pertinent factors impacting the project (including timing and efficiency of construction), as well as LJA's review of the bids and qualifications, recommended that the Board award the contract to McKean. The Board, based on the engineer's recommendation, concurred that, in its judgment, McKean was a responsible bidder who would be most advantageous to the District and would result in the best and most economical completion of the project.

Ms. Kottke stated she had no updates on the MS-4 program and said she is working on a draft of the annual report which is due in April 2021.

Following review and discussion and based upon LJA's recommendation, Director Nady moved to (1) approve the engineering report; (2) authorize the Board President to sign the USACE Application and authorize LJA to submit the application to the USACE; (3) approve Change Order No. 1 in the amount of \$3,120 as an increase to the contract for the Willow Fork Trail System Mid-Block Crossing, based upon the Board's finding that the Change Order No. 1 is beneficial to the District; and (4) award the contract for construction of the Westheimer Parkway Underpass to McKean in the amount of \$381,064, based upon the engineer's recommendation and subject to approval of the payment and performance bonds and review of the certificate(s) of insurance and endorsements, if any, provided by the contractor. Director Smith seconded the motion, which passed unanimously.

The Board next reviewed a Donation Deed wherein the District was proposed to convey 0.1710 acre (also known as Parcel 205) to the County. Following review and discussion, Director Poulter moved to table approval of the proposed Donation Deed. Director Nady seconded the motion.

PARK MATTERS

Mr. Klein gave a brief update regarding ongoing projects. He stated no action was necessary.

PARKS COMMITTEE MATTERS AND RECOMMENDATIONS

There was no discussion for this agenda item.

COMMUNITY COMMUNICATIONS

Director Poulter updated the Board regarding communication matters. No action was necessary.

CURRENT EVENTS AND ACTION ITEMS

Director Robinson and Ms. Arceneaux discussed current events, including start of the 87th Texas legislative session, and discussed developments related to the COVID-19 vaccine and recent Association of Water Board Directors' journal articles regarding the Barker Reservoir.

The Board concurred to hold the next drainage meeting on February 11, 2021.

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

John Poulter

Secretary, Board of Directors



(SEAL)



ACTION LIST

1. The Board will hold the next drainage meeting on February 11, 2021, at 11:30 a.m.

LIST OF ATTACHMENTS TO MINUTES

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