

MINUTES
WILLOW FORK DRAINAGE DISTRICT

October 11, 2012

The Board of Directors (the "Board") of Willow Fork Drainage District (the "District") met in regular session, open to the public, on October 11, 2012, at the Willow Fork Country Club, 21055 Westheimer Parkway, Katy, Texas, inside the boundaries of the District, and the roll was called of the members of the Board:

Richard Ward	President
Scott Lyons	Vice President
Joe Robinson	Secretary
Darrell Kainer	Assistant Vice President
April Renberg	Assistant Secretary

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

Also present at the meeting were Greg Nady and R. J. Linton, District residents; Julie Williams and Craig Rathmann of Rathmann & Associates; Rich Rankin of Severn Trent Services; Fran Matuska of F. Matuska, Inc.; Matt Klein of TBG Partners ("TBG"); Lou Triche and Dennis Tiff of Champions Hydro-Lawn, Inc. ("Champions"); Robert Wempe of AECOM Technical Services, Inc. ("AECOM"); and Stephen M. Robinson and Patti Porter Hopper of Allen Boone Humphries Robinson LLP.

APPROVE MINUTES

The Board reviewed the minutes of the September 13, 2012, meeting. After review and discussion, Director Renberg moved to approve the minutes. Director Lyons seconded the motion, which carried unanimously.

COMMENTS FROM DISTRICT RESIDENTS

Mr. Nady introduced himself to the Board and stated the Texas Department of Transportation is currently offering a grant for 80% of the cost of trails. He stated that if the Board is interested, he would be willing to prepare the application. He stated one of the requirements is to receive funds from the entity applying. He suggested a trail generally from La Centerra to the Katy Mills Mall. He stated he would be willing to request community support. After discussion, Director Renberg moved to authorize TBG to work with Mr. Nady to confirm that this trail is in the District's Master Park Plan and whether the District will be a good local matching entity. Director Lyons seconded the motion, which carried unanimously.



SECURITY SERVICES

Director Lyons reviewed the security report.

MAINTENANCE OF STORM SEWER LINES

Mr. Rankin distributed the storm sewer maintenance report, a copy of which is attached.

EXTENSION OF STORM WATER MANAGEMENT INTERLOCAL COOPERATION AGREEMENT

Mr. Robinson next reviewed a Renewal, Extension, and Amendment of the Storm Water Management Interlocal Cooperation Agreement by and among the District and Cinco Municipal Utility District Nos. 1, 2, 3, 5, 6, 7, 8, 9, 10, 12, and 14. He stated the amendment extends the agreement for another permit period. After review and discussion, and upon a motion by Director Renberg and a second by Director Robinson, the Board voted unanimously to authorize execution of the Renewal, Extension, and Amendment of the Storm Water Management Interlocal Cooperation Agreement.

BOOKKEEPER'S REPORT

Ms. Matuska reviewed the bookkeeper's report, a copy of which is attached, including the checks presented for payment. Ms. Matuska requested authorization to open a new account for Park operations. After review and discussion, Director Robinson moved to approve the bookkeeper's report, the investment report, and payment of the bills. Director Lyons seconded the motion, which passed by unanimous vote.

TAX ASSESSOR/COLLECTOR'S REPORT

Ms. Matuska distributed the tax report, a copy of which is attached. Director Robinson moved to approve the tax report. Director Renberg seconded the motion, which carried unanimously.

2012 TAX RATE

The Board next conducted a public hearing on the 2012 tax rate. Mr. Robinson then reviewed an Order Levying Taxes and Amendment to the Information Form. After review and discussion, Director Robinson moved that the Board adopt the Order Levying Taxes for the 2012 tax year, levying a debt service tax of \$0.11 and maintenance and operation tax of \$0.08 per \$100 assessed valuation for a total 2012 tax rate of \$0.19 per \$100 assessed valuation and authorize execution and filing of the Amended Information Form. Director Renberg seconded the motion, which passed by unanimous vote.



OPERATOR'S REPORT, INCLUDING AUTHORIZING DITCH MAINTENANCE

Mr. Tiff reviewed the operator's report with the Board, a copy of which is attached, and reviewed pictures of ditches.

Mr. Tiff updated the Board regarding the desilting of Ditch VA9.

After review and discussion, Director Renberg moved to approve the operator's report and the November mowing. Director Lyons seconded the motion, which carried unanimously.

ENGINEER'S REPORT

Mr. Wempe submitted to the Board the written engineer's report, a copy of which is attached.

Mr. Wempe reviewed and recommended approval of a drainage capacity reservation for La Centerra, Phase II.

Mr. Wempe stated she received a drainage study for a 116-acre Meritage Home Development located at Gaston Road and Roesner Road.

Mr. Wempe reviewed a proposal from AECOM for delineation of wetlands for the 32-acre tract leased from Katy Independent School District and other tracts. After review and discussion, Director Renberg moved to approve the proposal. Director Robinson seconded the motion, which passed by unanimous vote.

Mr. Wempe next updated the Board regarding MS-4 Year 5 implementation items and presented the Year 5 report. He requested authorization to file the report with the Texas Commission on Environmental Quality ("TCEQ").

Mr. Wempe updated the Board on the Grand Lakes development and stated he had no items for the Board's approval.

Mr. Wempe updated the Board on Meadowbrook Farms and stated he had no items for the Board's approval.

After review and discussion, Director Renberg moved to approve the engineer's report, filing the MS-4 Year 5 report with the TCEQ, and the drainage capacity reservation for La Centerra, Phase II. Director Robinson seconded the motion, which passed by unanimous vote.



FORT BEND FLOOD MANAGEMENT ASSOCIATION MEETINGS MATTERS

Director Robinson updated the Board regarding Fort Bend Flood Management Association matters. He stated he took a tour of the Fort Bend County levees on October 5, 2012.

PARK MATTERS, BOND APPLICATION, AND WEBSITE

Mr. Klein distributed an update of the Phase 1 Park projects, a copy of which is attached.

Mr. Klein requested authorization to advertise for bids for the irrigation system for Freedom Park. Mr. Robinson stated a letter agreement with Fort Bend County will be prepared regarding the expenditure of funds. After review and discussion, Director Renberg moved to authorize advertisement for bids. Director Lyons seconded the motion, which passed by unanimous vote.

Mr. Klein updated the Board regarding the school improvement projects located at Creech Elementary, Exley Elementary, Fielder Elementary, Kilpatrick Elementary, Williams Elementary, Beck Junior High, Beckendorff Junior High, McMeans Junior High, Cinco Junior High, and Cinco Ranch High School, and stated work is on schedule. Mr. Klein reviewed and recommended approval of Pay Estimate No. 5 in the amount of \$96,435.32, payable to Stewart Builders. Director Renberg then moved, based on Mr. Klein's recommendation, to approve the pay estimate. Director Lyons seconded the motion, which carried unanimously.

Director Renberg stated the Falcon Ranch community has requested a meeting to discuss moving up the construction of the trails (VA3 at Cinco High School and VA3 at Falcon Ranch) because Katy Independent School District has cut back bus service, and the kids are walking through the ditches and on the street. Director Renberg then moved to authorize design of this section of the trail. Director Robinson seconded the motion, which carried unanimously.

Mr. Klein updated the Board regarding the Community Green Project and stated he had no items for approval.

Discussion ensued regarding the Program Manager for the Central Green. Director Robinson moved to authorize ABHR to prepare an RFP for the position and appoint Director Renberg to work with ABHR. Director Lyons seconded the motion, which carried unanimously.

Ms. Robinson stated the TCEQ has issued the Staff Memorandum for the park bond application and the Order should be issued within the next month.



WATER QUALITY PROJECT (RECREATIONAL FACILITIES)

There was no discussion on this matter.

ORDER ADOPTING PROCEDURES FOR POST-ISSUANCE COMPLIANCE

Mr. Robinson discussed post-issuance compliance requirements set forth by the IRS for issuers of tax-exempt bonds. He stated that federal law has always governed certain procedures and practices after the issuance of tax-exempt bonds and recently the IRS began asking whether issuers had reduced those procedures and practices to writing. He said that ABHR recommends the District adopt and implement written procedures for post-issuance compliance. Following discussion, Director Robinson moved to adopt an Order Adopting Procedures for Post-Issuance Compliance. Director Lyons seconded the motion, which carried by unanimous vote.

ACTION ITEMS

The Board then reviewed and discussed the action items list.

REFUNDING BOND MATTERS

Mr. Robinson presented and reviewed the attached memorandum from ABHR regarding bond refunding transactions. Mr. Rathmann presented and reviewed the attached memorandum regarding market trends for municipal utility district bond underwriting and financial advisory services. He also discussed specific fees paid by the District and the savings achieved on the transactions completed from 2003 to date. He then responded to questions from the Board regarding refunding bond matters and fees. After review and discussion, the Board concurred no action or further discussion on these matters was necessary.

There being no other business to come before the Board, the meeting was adjourned.



(SEAL)

Amye Aubrey
Asst. Secretary, Board of Directors

