

MINUTES
WILLOW FORK DRAINAGE DISTRICT

January 10, 2013

The Board of Directors (the "Board") of Willow Fork Drainage District (the "District") met in regular session, open to the public, on January 10, 2013, 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 Dan Smith, John Poulter, Mike Price, and R.J. Linton, District residents; Greg Sissel of BKD LLP; 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 December 13, 2012, meeting. After review and discussion, Director Robinson moved to approve the minutes. Director Renberg seconded the motion, which carried unanimously.

COMMENTS FROM DISTRICT RESIDENTS

No one from the public wished to address the Board.

SECURITY SERVICES

The Board did not receive a security report.

MAINTENANCE OF STORM SEWER LINES

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

APPROVE AUDIT

Mr. Sissel reviewed the audit for the fiscal year ended September 30, 2012. After review and discussion, and upon a motion by Director Robinson and a second by Director Lyons, the Board voted unanimously to approve the audit.

BOOKKEEPER'S REPORT

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

ANNUAL REVIEW OF INVESTMENT POLICY

Mr. Robinson stated the District must annually review its Investment Policy in accordance with the Public Funds Investment Act. The Board next conducted the annual review. After review and discussion, Director Robinson moved to adopt a Resolution Regarding Annual Review of Investment Policy and to not amend the District's Investment Policy. Director Renberg seconded the motion, which passed by unanimous vote.

ADOPT LIST OF QUALIFIED BROKER/DEALERS

Mr. Robinson 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 Robinson moved to adopt the Resolution Adopting List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions. Director Renberg seconded the motion, which passed by unanimous vote.

ANNUAL DISCLOSURE STATEMENTS

Mr. Robinson then presented the Board with the annual disclosure statements for the Investment Officer and bookkeeper. He stated that the disclosures must be filed with the Texas Ethics Commission. After review and discussion, Director Lyons moved to approve the disclosures and to authorize filing of same with the Texas Ethics Commission. Director Renberg 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 Lyons seconded the motion, which carried unanimously.

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 silt removal from VA9 (from VA9b to the end of VA9).

After review and discussion, Director Renberg moved to approve the operator's report and the February 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 updated the Board regarding the delineation of wetlands for the 32-acre tract leased from Katy Independent School District and other tracts.

Mr. Wempe next updated the Board regarding MS-4 Year 6 implementation items and distributed the Year 6 task list.

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.

Mr. Wempe stated the field work has been completed for the delineation of the 2.5-acre tract, and no evidence of wetlands was found. He stated the final report has been submitted to the USACE.

Mr. Wempe stated field work for the delineation of the 32-acre Katy Independent School District tract has been completed, and the report will be submitted to the USACE within the next several weeks.

Mr. Wempe stated one bid was received for the well work at Freedom Park in the amount of \$125,000 from W. W. Payton. The Board concurred, in its judgment, that W.W. Payton was a responsible bidder who would most economically and efficiently complete the project on behalf of the District.

After review and discussion, Director Lyons moved to approve the engineer's report, the MS-4 Year 6 action items, the Year 6 task list, and to award the contract for the

well work at Freedom Park to W. W. Payton. Director Renberg seconded the motion, which passed by unanimous vote.

FORT BEND FLOOD MANAGEMENT ASSOCIATION MEETINGS MATTERS

Director Robinson reported on Fort Bend Flood Management Association matters. He also reviewed information on a link to add to the District's website to provide information to property owners regarding flood risks. He also recommended adding language regarding improper disposal of material into the storm drains. Director Lyons stated he plans to attend the Fort Bend County evacuation seminar. After discussion, Director Lyons moved to approve updating the District website. The motion was seconded by Director Robinson and carried unanimously.

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 updated the Board regarding the field improvement for the Freedom Park Baseball Complex and reviewed and recommended approval of Pay Estimate Nos. 1 and 2 in the amount of \$22,590.00 and \$119,340.00, respectively, payable to Gulf Coast Landscape Services, Inc. Director Renberg then moved to approve the Pay Estimates. Director Robinson seconded the motion, which passed by unanimous vote.

Mr. Klein updated the Board regarding the Freedom Park irrigation contract and recommended approval of Pay Estimate No. 1 in the amount of \$25,200.00, payable to Gulf Coast Landscape Services, Inc. Director Renberg then moved to approve the change order. Director Robinson seconded the motion, which passed unanimously.

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. Mr. Odle reviewed and recommended approval of Pay Estimate No. 6 in the amount of \$10,584.35, payable to Stewart Builders, Inc. Director Renberg then moved, based on Mr. Klein's recommendation, to approve the change order. Director Robinson seconded the motion, which carried unanimously.

Mr. Klein updated the Board regarding design of the trails along VA3 at Cinco High School and VA3 at Falcon Ranch.

Mr. Klein updated the Board regarding the Community Green Project and reviewed and recommended approval of Pay Estimate Nos. 1 and 2 in the amounts of \$222,455.00 and \$228,216.00, payable to Tribble & Stevens and Pay Estimate No. 1 for lab testing in the amount of \$24,956.00, payable to HJV Associates. Director Renberg moved

to approve the pay estimates. Director Robinson seconded the motion, which carried unanimously.

Mr. Klein updated the Board regarding preparation of Park bond application no. 2.

Director Renberg then moved to approve the report and action items. Director Robinson seconded the motion, which carried unanimously.

WATER QUALITY PROJECT (RECREATIONAL FACILITIES)

Mr. Robinson stated AECOM has provided the plans to the U.S. Army Corps of Engineers.

RESIGNATION OF DIRECTOR LYONS

Director Ward stated Director Lyons is moving and has submitted his resignation. Mr. Smith then introduced himself and discussed his background. He stated he has lived in the District since 1999 and works at Mustang Engineering. He stated he is interested in being in serving on the Board of Directors.

Mr. Poulter then introduced himself and discussed his background. He stated he worked for 35 years at DuPont and is now retired. He stated he has lived in the District 13 years. He stated he lives in North Lake Village. He stated he is interested in serving on the Board of Directors.

The Board concurred to take action on Director Lyons' resignation and the appointment of a new director at the February meeting. The Board concurred Director Kainer should contact both gentlemen to discuss their qualifications.

Mr. Robinson reviewed a Resolution to the Texas Commission on Environmental Quality for Use of Surplus Funds for the trail to be constructed behind Cinco Ranch High School. After review and discussion, and upon a motion by Director Lyons and a second by Director Robinson, the Board voted unanimously to adopt the Resolution to the Texas Commission on Environmental Quality for Use of Surplus Funds.

ACTION ITEMS

The Board then reviewed and discussed the action items list.

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


Secretary, Board of Directors

(SEAL)

