

**MINUTES OF THE MEETING OF
FORT BEND COUNTY FRESH WATER SUPPLY DISTRICT NO. 1**

October 17, 2019

STATE OF TEXAS

COUNTY OF FORT BEND

The Board of Supervisors (the "Board") of Fort Bend County Fresh Water Supply District No. 1 of Fort Bend County, Texas (the "District"), met in special session, open to the public, on October 17, 2019, commencing at 6:00 p.m. at 4521 F.M. 521 North, Fresno, Fort Bend County, Texas, a designated meeting place inside the boundaries of the District, and the roll was called of the duly constituted officers and members of the Board, to wit:

Paul Hamilton	President
Greg Fleck	Vice President
Calvin Casher	Secretary
Rodrigo Carreon	Assistant Secretary
Rosa Linda Medina	Assistant Secretary

All members of the Board were present, thus constituting a quorum.

Also present at the meeting were: David Dybala with Jacobs Engineering Group, Inc. ("Jacobs"), the District's Engineer; Breah Campbell, Raquel Garcia and Luisa Conde with Environmental Development Partners ("EDP"), the District's Operator; members of the public, the names of whom are on file in the official records of the District; and Laura C. Davis and Michael R. Willis of Sanford Kuhl Hagan Kugle Parker Kahn LLP ("SK Law"), the District's Attorney.

The meeting was called to order and the following business was transacted.

1. SALE OF SERIES 2019 UNLIMITED TAX BONDS (the "Bonds")

The Board recognized Mr. Willis, who presented to the Board the following documents in connection with the sale of the Bonds:

- a. Texas Water Development Board ("TWDB") Resolution Approving Project and Purchase of Bonds.
- b. Order Authorizing Issuance of the Bonds;
- c. General Certificate;
- d. Signature Identification and NoLitigation Certificate;
- e. Tax Exemption Certificate;
- f. Form 8038-G;
- g. Bond Registrar, Paying Agency and Transfer Agency Agreement;
- h. Escrow Agreement
- i. Bond Review Board Form; and
- j. Other documents and certificates necessary to obtain approval of the Bonds by the Attorney General of Texas.

Mr. Willis explained that the Order Authorizing Issuance of the Bonds is the contract between the District and the bondholders and provides, among other things: (1) the legal authority for the District to issue the

Bonds, (2) the interest rates on the Bonds, (3) the District's obligation to levy ad valorem taxes to pay the principal and interest due on the Bonds, (4) the designation of the Paying Agent/Registrar for the Bonds and (5) the covenant by the Board to maintain the tax exempt status of the Bonds.

Mr. Willis then presented the General Certificate and explained that this Certificate provides information concerning the District, including the directors and terms of office, information on previous bond sales, current tax rate, and the District's current assessed valuation.

Mr. Willis presented the Signature Identification and No-Litigation Certificate, explaining that said Certificate represents that there is no litigation pending against the District affecting the Bonds and identifies the signatures of the President and Secretary of the Board.

Mr. Willis then presented the Tax Exemption Certificate. He explained that this Certificate will be drafted and dated the day of closing on the sale of the Bonds. Mr. Willis further stated that the Certificate states, in addition to other facts, that the District has met certain conditions pursuant to the Internal Revenue Code of 1986 which allows the Bonds to be qualified as tax exempt obligations.

Mr. Willis introduced a Bond Registrar Paying Agency Agreement with The Bank of New York Mellon Trust Company, N.A., Dallas, Texas as Paying Agent/Registrar for the Bonds. Mr. Willis explained that all tax exempt municipal bonds are required to be fully registered with registry books maintained by a registrar on behalf of the District. The books reflect the names, addresses and principal amounts of bonds registered in the name of the owner. Mr. Willis further explained that the Agreement sets forth the duties, responsibilities and fees involved for maintaining this information and transferring to owners.

Mr. Willis introduced (i) the letter to the Attorney General for the State of Texas which authorizes the execution of the General Certificate and the Signature Identification and NoLitigation Certificate as of the date of the Approving Opinion for the Bonds, (ii) the letter to the Comptroller of Public Accounts which authorizes the Comptroller of Public Accounts to deliver the bonds to Sanford Kuhl Hagan Kugle Parker Kahn LLP once they are approved by the Attorney General and registered and (iii) the letter to Sanford Kuhl Hagan Kugle Parker Kahn LLP which authorizes the dating of the General Certificate, the Signature Identification and NoLitigation Certificate and the Certificate as to Tax Exemption and provides that the District will immediately notify Sanford Kuhl Hagan Kugle Parker Kahn LLP if any of the facts contained in those documents change prior to the date of closing and delivery of the bonds.

The Board next considered authorizing the President to execute IRS Form 8038-G. Mr. Willis explained that this form provides information about the Bonds to the IRS for record keeping purposes.

The Escrow Agreement was presented. Such Agreement provides for the placement of the Bond proceeds (less the Costs of Issuance) in an escrow account with UMB Bank, N.A., with said funds to be released upon TWDB approval for the construction of the project.

Consideration was then given to authorizing additional action in connection with obtaining approval of the Attorney General of Texas of the Bonds. Mr. Willis informed the Board that once the Attorney General's office has received and reviewed the Transcript of Proceedings for the Bonds, it is likely they will request additional information and/or documents and requested the Board's authority to prepare and have executed any requested documents or amendments to the existing documents.

Upon motion duly made by Supervisor Medina, seconded by Supervisor Carreon, the board voted unanimously to approve the above-described documents, and to authorize any officer to execute on behalf the Board any other document or certification necessary to effect closing on the Bonds.

2. TOWN HALL MEETING/PUBLIC COMMENT

The Board then opening the town hall meeting, and received questions from the public regarding wastewater services to the Fresno Gardens North service area.

There being no further business to come before the Board, upon a motion duly made and seconded, the Board voted unanimously to adjourn.

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PASSED, ADOPTED, and APPROVED this April 24, 2019

Calvin Casper
Secretary

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