

**MINUTES OF MEETING OF THE
BOARD OF DIRECTORS**

June 2, 2015

THE STATE OF TEXAS §
COUNTY OF FORT BEND §
FIRST COLONY LEVEE IMPROVEMENT DISTRICT NO. 2 §

The Board of Directors (the "Board") of First Colony Levee Improvement District No. 2 of Fort Bend County, Texas (the "District"), met in regular session, open to the public, at 12:00 p.m. on June 2, 2015 at The Commonwealth Recreation Center, 4330 Knightsbridge Blvd., Sugar Land, Fort Bend County, Texas 77478, a designated meeting place inside the boundaries of the District; whereupon, the roll was called of the members of the Board of Directors, to-wit:

Ron Frerich	-	President
Christine M. Lukin	-	Vice President
Carl Mazzo	-	Secretary

All members of the Board of Directors were present except Director Mazzo, thus constituting a quorum.

Also present at the meeting were Karrie Kay of Myrtle Cruz, Inc. ("MCI"), the District's Bookkeeper; Debbie Arellano of Bob Leared Interests, the District's tax assessor/collector ("TAC"); Les Griffith of Champions Hydro-Lawn, Inc. ("Champions"); Jason Klump of Stormwater Solutions ("SWS"), the District's Operator; Craig Kalkomey of Jones & Carter ("J&C"), the District's Engineer; John Cannon, attorney, Beth Van Doren, legal assistant and David Zolno of Coats, Rose, Yale, Ryman & Lee, P.C. ("Coats Rose"), legal counsel for the District.

Whereupon, the meeting was called to order and evidence was presented that public notice of the meeting had been given in compliance with the law. A copy of the posted agenda notice is attached hereto as Exhibit "A".

HEAR FROM THE PUBLIC

No one from the public spoke.

APPROVAL OF MINUTES

The Board considered approving the minutes of the Board meetings held May 5 and May 13, 2015. After consideration and upon a motion by Director Lukin, seconded by Director Frerich, the question was put to the Board, and the Board voted unanimously to approve the minutes of the meetings held May 5 and May 13, 2015.

TAX COLLECTOR'S REPORT

The Board recognized Ms. Arellano, who reported that 98.7% of the 2014 tax levy has been collected as of May 31, 2015. She also presented a current list of delinquent accounts to the Board for examination.

After discussion and upon motion by Director Lukin, seconded by Director Frerich, the Board voted unanimously to approve the tax collector's report, a copy of which is attached hereto as Exhibit "B".

CHAMPIONS HYDRO-LAWN REPORT

The Board recognized Mr. Griffith who stated that with the recent rains, the grass will need to be mowed once the water level goes down. He also noted that fertilizing will not take place until July.

After discussion, the Board instructed Champions to mow the levee and to perform handwork at the storage and maintenance building site

OPERATOR'S REPORT

The Board recognized Mr. Klump, who presented and reviewed the monthly management report, a copy of which is attached hereto as Exhibit "C".

During the past month the pumping station and related equipment were inspected on a daily basis to insure proper operation. All outfall structures have been inspected at least once a week. In addition, all drainage ditches, back slope drains, drainage swales, levees and easement have been inspected at least twice during the month. A constant weather watch has been maintained on a local and regional basis, as well as the Brazos River stages at Richmond, and river reports are attached to the operator's report.

At the pump station, SWS is continuing to test genset and load bank for one hour per week and is continuing debris removal and good housekeeping measures throughout the pump station and storage building. The next scheduled quarterly generator maintenance will take place in July.

Mr. Klump next reported on the recent rain events. He noted that one storm's lightning caused a power surge at the pump station which caused a loss of the camera feed. It was further noted that the camera was not plugged into a surge protector.

Early on Tuesday, May 26th, the Board president requested the pumps run to assist with the excessive water. Due to a transformer fire, electric power was lost. Next, the generator was engaged, but the pumps would not run. Worldwide Power was called and arrived promptly to repair the problem. The Operator was able to run one pump at a time on generator power, but it was apparent the generator could not run both pumps at the same time. The Operator continued to monitor levee and ditches in accordance with the district's EAP.

Finally, Mr. Klump reported that once the river level is down, the following items need attention:

- a.) The phasing monitor on the pump control panel is bypassed and it needs to be serviced;
- b.) The top hose of pump number one is leaking;
- c.) The sluice gates are taking in water from somewhere, the boxes will need to be inspected;
- d.) The generator will automatically switch on once the facility loses power, however once power is restored, the generator still runs;
- e.) Replacement of the interior staff gage and installation of a gage by the flap gates; and
- f.) Reshaping the back slope swales along the ditch.

No action was required on the Operator's report.

ENGINEER'S REPORT

The Board recognized Mr. Kalkomey who presented the engineer's report, attached hereto as Exhibit "D".

Review proposed Capital Improvements Plan ("CIP") Budget

Due to the events on the Brazos River, the annual pump test for 2015 has been delayed.

Project Reports, Change Orders, and Pay Estimates

- Additional Camera at Outfall – The additional camera is expected to be installed next week. Engineer is working on replacing the cameras damaged by the power surge and is obtaining a power surge protector.

MS4 Permitting

The District's waiver request is still awaiting review and approval from the TCEQ Team Leader of the Storm Water Division.

Additional Items – Recent Flooding

Next, Mr. Kalkomey reviewed the series of events that occurred as a result of the recent storms. He noted that the generator was designed to run one pump at a time. After further discussion, the Board requested Mr. Kalkomey to obtain prices on portable diesel pumps.

No action was taken on this agenda item.

BOOKKEEPER'S REPORT

The Board then recognized Ms. Kay of Myrtle Cruz, Inc., who presented for the Board's review and approval the bookkeeper's report. She reported on the status of the District's various accounts and reviewed the Operating Account checks prepared for the Board's review and approval. A copy of the bookkeeper's report is attached hereto as Exhibit "E".

Upon motion by Director Lukin, duly seconded by Director Frerich, after full discussion and the question being put to the Board, the Board voted unanimously to approve the bookkeeper's report and the checks presented for approval.

ATTORNEY'S REPORT

Discuss any landscape projects and act thereon

No action was taken.

Discuss status of efforts to acquire land from HOA

Director Lukin noted that she is continuing to pursue this matter.

Discuss "ring levee" issues and take any necessary actions

The Board noted that a meeting has been planned for July. No action was taken.

Discuss FBFMA issues and take any necessary actions

No action was taken.

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

PASSED, APPROVED and ADOPTED this 7th day of July, 2015.


Secretary, Board of Directors

(DISTRICT SEAL)

