



CLEAR LAKE CITY WATER AUTHORITY

900 Bay Area Boulevard • Houston, Texas 77058 • 281/488-1164
• Fax 281/488-3400

January 9, 2017

To: All Persons Interested in the Meeting of the Clear Lake City Water Authority Board of Directors:

Notice is hereby given that the Board of the Clear Lake City Water Authority (The "Authority") will convene in Regular Session open to the public at 900 Bay Area Boulevard within such Authority at 7:00 p.m. on January 12, 2017 for the following purposes:

1. Approve or correct minutes of the November 10, 2016 Regular Meeting;
2. Approve or correct minutes of the December 15, 2016 Regular Meeting;
3. Comments from the floor (5 minute limitation);
4. Consider and act upon reviewing bids and award sale of Series 2017 \$11,545,000 Waterworks and Sewer System Combination Unlimited Tax and Revenue Bonds (the "Bonds");
 - A. Approve and authorize execution of the following in connection with the issuance of the Bonds:
 - B. Order Authorizing Issuance of the Bonds;
 - C. Resolution Approving Official Statement;
 - D. General Certificate;
 - E. Signature Identification and No-Litigation Certificate;
 - F. Tax Exemption Certificate;
 - G. Closing Certificate of President;
 - H. Bond Registrar, Paying Agency and Transfer Agency Agreement;
 - I. DTC Blanket Issue Letter of Representation;
 - J. Letters addressed to Attorney General of Texas and Sanford Kuhl Hagan Kugle Parker Kahn LLP regarding dating of the Signature Identification and No-Litigation Certificate and the General Certificate and Letter to the Comptroller regarding delivery of the Initial Bonds;
 - K. Rule 15c2-12 Certificate;
 - L. IRS Form 8038-G; and
 - M. Such other documents and certificates necessary to obtain approval of the Bonds by the Attorney General of Texas.
5. Consider and act upon Dr. John Jacobs presentation and proposal;
6. Consider and act upon opening a new TexPool bank account for Impact Fees;
7. Consider and act upon opening a new TexPool bank account for bond sale of \$11,545,000;
8. Consider and act upon opening a new Wells Fargo bank account for bond sale of \$11,545,000;

9. Receive Tax Assessor/Collector Report ending December 31, 2016;
10. Consider and act upon Financial Report ending October 31, 2016;
11. Consider and act upon Financial Report ending November 30, 2016;
12. Consider and act upon the Operating Disbursement's Report ending December 31, 2016;
13. Review and approve Pay Application No. 2 for Water System Phase 11 Slope Repair;
14. Review and approve Pay Application No. 3 for Storm Sewer Phase 32 Manhole Rehabilitation;
15. Review and approve Pay Application No. 2 for Storm Sewer Phase 33 Rehabilitation;
16. Review and approve Pay Application No. 7 for Exploration Green Detention Pond Phase 1B;
17. Review and approve Pay Application No. 2 & Final for the Administration Building Roof Replacement;
18. Review and act if necessary upon the Engineer's Report and any matters pertaining to construction contracts;
19. Consider and act upon approval of the Capital Projects Disbursements;
20. Receive and act if necessary upon Attorney's Report;
21. Consider and act upon the Investment Summary ending November 30, 2016;
22. Receive General Manager's Report;
23. Old and New Business.

Following the Board's consideration, and action if any, on the above items, the Board will adjourn from Regular Session and reconvene in Closed Session pursuant to §551.071 of the Government Code for the purpose of consulting with its attorney, pursuant to §551.072 of the Government Code to deliberate regarding real property and pursuant to §551.074 of the Government Code to discuss personnel matters.



Jennifer Morrow
General Manager
Clear Lake City Water Authority

(SEAL)



CLEAR LAKE CITY WATER AUTHORITY
Board of Directors'
Regular Meeting Minutes
January 12, 2017

Regular Meeting The Board of Directors of the Clear Lake City Water Authority (the "Authority") convened in regular session open to the public at the regular meeting place in its office at 7:00 p.m. on January 12, 2017. Roll was called of the members:

Quorum Present Mr. John Branch, President;
Mr. Robert T. Savely, Vice-President;
Mr. W. Thomas Morrow, Secretary;
Mr. Gordon Johnson, Director;
Mr. John Graf, Director.

All were present except Mr. Savely.

Also present were:

Ms. Jennifer Morrow, General Manager;
Mr. Bill Rosenbaum, Engineer;
Mr. Samuel Johnson, Attorney;
Ms. Julianne Kugle, Attorney;
Mr. Stephen Eustis, RW Baird;
Ms. Mary Ann Schatz, Capital Projects Bookkeeper;
Ms. Amy Suttle, Customer Service Supervisor;
Ms. Nikki Andrus, Recording Secretary.

(A visitor roster copy is on file in the official records of the Authority and identified as Exhibit A.)

1. Minutes of 11/10/2016 Regular Meeting Deferred
Reading of the minutes of the November 10, 2016 Regular Meeting was waived due to all Directors having received copies prior to the meeting.

Thereupon, by motion duly made by Director Graf and seconded by Director Johnson, the Board voted unanimously to approve the minutes of the November 10, 2016 Regular Meeting.
2. Minutes of 12/15/2016 Regular Meeting Approved
Reading of the minutes of the December 15, 2016 Regular Meeting was waived due to all Directors having received copies prior to the meeting.

Thereupon, by motion duly made by Director Graf and seconded by Director Johnson, the Board voted unanimously to approve the minutes of the December 15, 2016 Regular Meeting.
3. Comments from the Floor
There were no comments.
4. Review Bids & Award Sale of Series \$11.545 Waterworks and Sewer System Combination Unlimited Tax Revenue Bonds, Series 2017 Approved
Stephen Eustis with Robert W. Baird & Co. gave a summary of the bid results for the sale of the 2017 Waterworks and Sewer System Combination unlimited Tax Revenue Bonds for \$11,545,000, Series 2017. (A copy of which is on file in the official records of the Authority and identified as Exhibit B.)

Thereupon, by motion duly made by Director Morrow and seconded by Director Johnson, the Board voted unanimously to award the sale of Series 2017 Waterworks

and Sewer System Combination Unlimited Tax Revenue Bonds for \$11,545,000 to Fidelity Capital Markets at an interest rate of 3.16%, and to authorize execution of documents reflected on the agenda and to designate John Branch, Jennifer Morrow, Mary Ann Schatz and Stephen Eustis to act on behalf of the Authority for purposes of the Bond Registrar, Paying Agent and Transferring Agent Agreement.

5. Presentation and Proposal from Dr. John Jacobs

Dr. John Jacobs was present to give a presentation and proposal for using a different compost mix for Exploration Green. After a discussion it was discovered the compost mix was already in use.
6. TexPool Bank Account for Impact Fees Approved

A request was presented to the Board to open a new bank account at TexPool for Impact Fees.

Thereupon, by motion duly made by Director Morrow and seconded by Director Graf, the Board voted unanimously to approve the new TexPool account for Impact Fees.
7. TexPool Account for \$11.545 Bond Sale Approved

A request was presented to the Board to open a new bank account at TexPool for the \$11,545,000 Bond Sale.

Thereupon, a motion was duly made by Director Morrow and seconded by Director Graf, the Board voted unanimously to approve the new TexPool account for the \$11,545,000 Bond Sale.
8. Wells Fargo Bank Account for \$11.545 Bond Sale Approved

A request was presented to the Board to open a new bank account at Wells Fargo Bank for the \$11,545,000 Bond Sale.

Thereupon, by motion duly made by Director Morrow and seconded by Director Graf, the Board voted unanimously to approve the new Wells Fargo account for the \$11,545,000 Bond Sale.
9. Tax Assessor/Collector's Report

The Tax Assessor/Collector's Report ending December 31, 2016 was presented for the Board's review. (A copy of which is on file in the official records of the Authority and identified as Exhibit C.)
10. Financial Report Ending 10/31/16 Approved

The Financial Report ending October 31, 2016 was presented to the Board for review and approval. (A copy of which is on file in the official records of the Authority and identified as Exhibit D.)

Thereupon, by motion duly made by Director Johnson and seconded by Director Morrow, the Board voted unanimously to approve the Financial Report ending October 31, 2016.
11. Financial Report Ending 11/30/16 Approved

The Financial Report ending November 30, 2016 was presented to the Board for review and approval. (A copy of which is on file in the official records of the Authority and identified as Exhibit E.)

Thereupon, by motion duly made by Director Johnson and seconded by Director Morrow, the Board voted unanimously to approve the Financial Report ending November 30, 2016.
12. Operating Disbursements Report Approved

The Operating Disbursements Report for the period ending December 31, 2016 was presented for the Board's review and approval. (A copy of which is on file in the official records of the Authority and identified as Exhibit F.)

Thereupon, by motion duly made by Director Graf and seconded by Director Johnson, the Board voted unanimously to approve the Operating Disbursements Report for the

period ending December 31, 2016.

- 13. Pay Application No. 2 for Water Phase 11 Slope Repair
Approved

Mr. Rosenbaum presented Pay Application No. 2 for Water System Phase 11 Slope Repair for the Board's review and approval. (A copy of which is on file in the official records of the Authority and identified as Exhibit **G**.)

Thereupon, by motion duly made by Director Morrow and seconded by Director Johnson, the Board voted unanimously to approve Pay Application No. 2 for Water System Phase 11 Slope Repair for Urelift Gulf Coast, L.P. for \$120,817.98.

- 14. Pay Application No. 3 for Storm Sewer Phase 32 Manhole Rehabilitation
Approved

Mr. Rosenbaum presented Pay Application No. 3 for Storm Sewer Phase 32 Manhole Rehabilitation for the Board's review and approval. (A copy of which is on file in the official records of the Authority and identified as Exhibit **H**.)

Thereupon, by motion duly made by Director Graf and seconded by Director Johnson, the Board voted unanimously to approve Pay Application No. 3 for Storm Sewer Phase 32 Manhole Rehabilitation for Standard Cement Materials, Inc. for \$121,051.80.

- 15. Pay Application No. 2 for Storm Sewer Phase 33 Rehabilitation
Approved

Mr. Rosenbaum presented Pay Application No. 2 for Storm Sewer Phase 33 Rehabilitation for the Board's review and approval. (A copy of which is on file in the official records of the Authority and identified as Exhibit **I**.)

Thereupon, by motion duly made by Director Graf and seconded by Director Johnson, the Board voted unanimously to approve Pay Application No. 2 for Storm Sewer Phase 33 Rehabilitation for National Rodding Corp. for \$89,010.90.

- 16. Pay Application No. 7 for Exploration Green Detention Pond Phase 1B
Approved

Mr. Rosenbaum presented Pay Application No. 7 for Exploration Green Detention Pond Phase 1B for the Board's review and approval. (A copy of which is on file in the official records of the Authority and identified as Exhibit **J**.)

Thereupon, by motion duly made by Director Graf and seconded by Director Johnson, the Board voted unanimously to approve Pay Application No. 7 for Exploration Green Detention Pond Phase 1B for Lecon, Inc. for \$23,859.00.

- 17. Pay Application No. 2 & Final for Administration Building Roof Replacement
Approved

Mr. Rosenbaum presented Pay Application No. 2 & Final for the Administration Building Roof Replacement for the Board's review and approval. (A copy of which is on file in the official records of the Authority and identified as Exhibit **K**.)

Thereupon, by motion duly made by Director Johnson and seconded by Director Morrow, the Board voted unanimously to approve Pay Application No. 2 & Final for Administration Building Roof Replacement for Trumble Construction, Inc. for \$15,723.91.

- 18. Engineers Report

Mr. Rosenbaum presented a written status of projects for the Board's review and discussion. (A copy of which is on file in the official records of the Authority and identified as Exhibit **L**.)

- 19. Capital Projects Disbursement Report
Approved

The Capital Projects Disbursements Report was presented for the Board's review and approval. (A copy of which is on file in the official records of the Authority and identified as Exhibit **M**.)

Thereupon, by motion duly made by Director Morrow and seconded by Director Johnson, the Board voted unanimously to approve the Capital Projects Report in the amount of \$535,705.33.

- 20. Attorney's Report

Mr. Samuel Johnson discussed an amendment to the Earnest Money Contract for the Elevated Storage Tank No. 6.

Mr. Samuel Johnson reported on a Public Information Act request received regarding information requested from a third party. The request was sent to the Attorney General for review and notification was sent to the third party to inform them of the request. The Attorney General should have a decision by late March.

21. Investment Summary Approved

The Investment Summary for the period ending November 30, 2016 was presented for the Board's review and approval. (A copy of which is on file in the official records of the Authority and identified as Exhibit N.)

Thereupon, by motion duly made by Director Graf and seconded by Director Morrow, the Board voted unanimously to approve the Investment Summary for the period ending November 30, 2016.

22. General Manager's Report

Ms. Morrow reported on a repeat SSO in Clear Lake Forest within the past year because of heavy rainfall. The Authority is working with LAN on a solution.

Ms. Morrow discussed the three cell phone companies who have antennas on Elevated Storage Tank No. 1. Curtis Rodgers is coordinating with all three companies before and during the tank repainting. Legal is revising the contracts as they come up for renewal. When the contracts are renewed there will be changes before signing again.

Ms. Morrow discussed the reuse water line installation at Exploration Green. Reuse water signs are being ordered in English and Spanish and the meter boxes have been painted purple, according to TCEQ regulations.

23. Old and New Business

Nothing to discuss.

24. Meeting Adjourned

President Branch declared the regular open meeting adjourned at 8:15 pm.

After a brief recess an Executive Session was held from 8:24 pm to 9:23 pm to consult with Attorney regarding legal matters.

After Executive Session the open meeting was reconvened at 9:23 pm and adjourned at 9:24 pm

[Redacted signature]

President, Board of Directors
CLEAR LAKE CITY WATER AUTHORITY

[Redacted signature]

Secretary, Board of Directors
CLEAR LAKE CITY WATER AUTHORITY

(SEAL)



DATE APPROVED: 2-9-17