



## CLEAR LAKE CITY WATER AUTHORITY

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

November 6, 2017

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

An Amended 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 November 9, 2017 for the following purposes:

1. Approve or correct minutes of the October 9, 2017 Impact Fee Committee Meeting;
2. Approve or correct minutes of the October 12, 2017 Public Hearing for CLCWA 2017 Ad Valorem Tax Rate;
3. Approve or correct minutes of the October 12, 2017 Public Hearing for Grant Application to Texas Parks and Wildlife;
4. Approve or correct minutes of the October 12, 2017 Regular Meeting;
5. Comments from the floor (5 minute limitation);
6. Consider and act upon water, sewer and drainage service to IPS located at 4478 Genoa Red Bluff;
7. Consider and act upon engaging Dr. Philip Bedient for a flood study;
8. Consider and act upon reviewing bids and award sale of \$13,800,000 Series 2017A Waterworks and Sewer System Combination Unlimited Tax and Revenue Bonds (the "Bonds");
9. Approve and authorize execution of the following in connection with the issuance of the Bonds:
  - a. Order Authorizing Issuance of the Bonds;
  - b. Resolution Approving Official Statement;
  - c. General Certificate;
  - d. Signature Identification and No-Litigation Certificate;
  - e. Tax Exemption Certificate;
  - f. Closing Certificate of President;
  - g. Bond Registrar, Paying Agency and Transfer Agency Agreement;
  - h. 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;
  - i. Rule 15c2-12 Certificate;

- j. IRS Form 8038-G; and
  - l. Such other documents and certificates necessary to obtain approval of the Bonds by the Attorney General of Texas
10. Receive Tax Assessor/Collector Report ending October 31, 2017;
  11. Consider and act upon the Operating Disbursement's Report ending October 31, 2017;
  12. Review and approve Pay Application No. 3 for the 24-inch Water Line Replacement at Space Center Boulevard and Horsepen Bayou;
  13. Review and approve Change Order No. 1 for the 24-inch Water Line Replacement at Space Center Boulevard and Horsepen Bayou;
  14. Review and approve Pay Application No. 3 for Sanitary Sewer Phase 70 Rehabilitation;
  15. Review and approve Change Order No. 3 for Sanitary Sewer Phase 70 Rehabilitation;
  16. Review and approve Pay Application No. 11 & Final for Exploration Green Detention Pond Phase 1B;
  17. Review and approve Pay Application No. 7 for Exploration Green Detention Pond Phase 1C;
  18. Review and approve Change Order No. 3 for Exploration Green Detention Pond Phase 1C;
  19. Review and approve Change Order No. 4 for Exploration Green Detention Pond Phase 1C;
  20. Review and approve Pay Application No. 1 for Storm Sewer Phase 39 Rehabilitation;
  21. Review and act if necessary upon the Engineer's Report and any matters pertaining to construction contracts;
  22. Consider and act upon approval of the Capital Projects Disbursements;
  23. Receive and act if necessary upon Attorney's Report;
  24. Consider and act upon the Investment Summary ending September 30, 2017;
  25. Authorize Cash Redemption for Bonds and approve Notice of Cash Redemption of Bonds and Material Event Notice;
  26. Receive General Manager's Report;
  27. 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.

  
 Director of Utilities  
 Clear Lake City Water Authority  
 (SEAL)



## CLEAR LAKE CITY WATER AUTHORITY

Board of Directors'  
Regular Meeting Minutes  
November 9, 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 7:02 p.m. on November 9, 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.
- Also present were:
- Mr. Curtis Rodgers, Director of Utilities;  
Mr. Samuel Johnson, Attorney;  
Mr. Bill Rosenbaum, Engineer;  
Mr. Stephen Eustis, Financial Advisor, R.W. Baird;  
Mr. Julianne Kugle, Bond Counsel, SK Law;  
Ms. Mary Ann Schatz, Capital Projects Bookkeeper;  
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 the 10/9/17 Impact Fee Committee Meeting Approved  
Reading of the minutes of the October 9, 2017 Impact Fee Committee 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 Morrow, the Board voted unanimously to approve the minutes of the October 9, 2017 Impact Fee Committee Meeting.
  2. Minutes of the 10/12/17 Public Hearing for CLCWA 2017 Ad Valorem Tax Rate Approved  
Reading of the minutes of the October 12, 2017 Public Hearing for the CLCWA 2017 Ad Valorem Tax Rate 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 Morrow, the Board voted unanimously to approve the minutes of the October 12, 2017 Public Hearing for the CLCWA 2017 Ad Valorem Tax Rate.
  3. Minutes of the 10/12/17 Public Hearing for Grant Application to Texas Parks and Wildlife Approved  
Reading of the minutes of the October 12, 2017 Public Hearing for Grant Application to Texas Parks and Wildlife 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 October 12, 2017 Public Hearing for Grant Application to Texas Parks and Wildlife.

4. Minutes of the 10/12/2017 Regular Meeting Approved  
Reading of the minutes of the October 12, 2017 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 October 12, 2017 Regular Meeting.
5. Comments from the Floor  
Resident Fred Swerdlin discussed meeting with Harris County Flood Control District (HCFCD) regarding the flooding issues. All drainage ditches in Meadowgreen will be surveyed for dredging.  
Resident Alan Bitzer complimented Mr. Eloy Balboa and Mr. Curtis Rodgers for the work done at his address.
6. Water, Sewer and Drainage Service to IPS at 4478 Genoa Red Bluff. Approved  
A request for water, sewer and drainage service to IPS, located at 4478 Genoa Red Bluff, 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 B.)  
Thereupon, by motion duly made by Director Graf and seconded by Director Johnson, the Board voted unanimously to approve water, sewer and drainage service to IPS.
7. Flood Study by Dr. Philip Bedient  
A request was made by the Board for Dr. Philip Bedient to provide a proposal for a current flood study in the area. The new study to include storm surge and new development in the area that could cause an impact on the drainage system.
8. Review Bids and Award Sale of \$13,800,000 Series 2017A Waterworks and Sewer System Combination Unlimited Tax and Revenue Bonds Approved  
Stephen Eustis with Robert W. Baird & Co. gave a summary of the bid results for the sale of \$13,800,000 Series 2017A Waterworks and Sewer System Combination Unlimited Tax and Revenue Bonds. (A copy of which is on file in the official records of the Authority and identified as Exhibit C.)  
Thereupon, by motion duly made by Director Savely and seconded by Director Johnson, the Board voted unanimously to award the sale of Series 2017A Waterworks and Sewer System Combination Unlimited Tax and Revenue Bonds for \$13,800,000 to Bank of America Merrill Lynch at an interest rate of 3.0038%.
9. Authorize Execution of the Listed Items Approved  
The Board was presented with the following items for approval and authorize execution of the following in connection with the issuance of the Bonds;
- a. Order Authorizing Issuance of the Bonds;
  - b. Resolution Approving Official Statement;
  - c. General Certificate;
  - d. Signature Identification and No-Litigation Certificate;
  - e. Tax Exemption Certificate;
  - f. Closing Certificate of President;
  - g. Bond Registrar, Paying Agency and Transfer Agency Agreement;
  - h. 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;
  - i. Rule 15c2-12 Certificate;
  - j. IRS Form 8038-G; and
  - l. Such other documents and certificates necessary to obtain approval of the Bonds by the Attorney General of Texas
- Thereupon, by motion duly made by Director Savely and seconded by Director Morrow, the Board voted unanimously to approve the above listed items in connection with the \$13,800,000 Series 2017A Waterworks and Sewer System Combination Unlimited Tax And Revenue Bonds. (A copy of which is on file in the official records of the Authority and identified as Exhibit D.)

10. Tax Collector's Report

The Tax Collector's Report ending October 31, 2017 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 E.)
  
11. Operating Disbursements Report Approved

The Operating Disbursements Report for the period ending October 31, 2017 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 Johnson and seconded by Director Graf, the Board voted unanimously to approve the Operating Disbursements Report for the period ending October 31, 2017.
  
12. Pay Application No. 3 for the 24-inch Water Line Replacement at Space Center Blvd. and Horsepen Bayou Approved

Pay Application No. 3 for the 24-inch Water Line Replacement at Space Center Blvd. and Horsepen Bayou 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 G.)

Thereupon, by motion duly made by Director Morrow and seconded by Director Johnson, the Board voted unanimously to approve Pay Application No. 3 for the 24-inch Water Line Replacement at Space Center Blvd. and Horsepen Bayou for Huff & Mitchell, Inc. for \$237,614.40.
  
13. Change Order No. 1 for the 24-inch Water Line Replacement at Space Center Boulevard and Horsepen Bayou Approved

Change Order No. 1 for the 24-inch Water Line Replacement at Space Center Blvd. and Horsepen Bayou 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 H.)

Thereupon, by motion duly made by Director Savely and seconded by Director Johnson, the Board voted unanimously to approve Change Order No. 1 for the 24-inch Water Line Replacement at Space Center Blvd. and Horsepen Bayou for Huff & Mitchell, Inc. for \$6,801.03.
  
14. Pay Application No. 3 for Sanitary Sewer Phase 70 Rehabilitation Approved

Pay Application No. 3 for Sanitary Sewer Phase 70 Rehabilitation 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 I.)

Thereupon, by motion duly made by Director Savely and seconded by Director Graf, the Board voted unanimously to approve Pay Application No. 3 for Sanitary Sewer Phase 70 Rehabilitation for T Construction, LLC for \$6,890.00.
  
15. Change Order No. 3 for Sanitary Sewer Phase 70 Rehabilitation Approved

Change Order No. 3 for Sanitary Sewer Phase 70 Rehabilitation 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 J.)

Thereupon, by motion duly made by Director Graf and seconded by Director Johnson, the Board voted unanimously to approve Change Order No. 3 for Sanitary Sewer Phase 70 Rehabilitation for T Construction, LLC for \$7,560.00.
  
16. Pay Application No. 11 & Final for Exploration Green Detention Pond Phase 1B Approved

Pay Application No. 11 & Final for Exploration Green Detention Ponds Phase 1B 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 K.)

Thereupon, by motion duly made by Director Johnson and seconded by Director Graf, the Board voted unanimously to approve Pay Application No. 11 & Final for Exploration Green Detention Ponds Phase 1B for LECON, Inc. for \$84,250.08.

17. Pay Application No. 7 for Exploration Green Detention Ponds Phase 1C  
Approved
- Pay Application No. 7 for Exploration Green Detention Ponds Phase 1C 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 **L**.)
- Thereupon, by motion duly made by Director Johnson and seconded by Director Savely, the Board voted unanimously to approve Pay Application No. 7 for Exploration Green Detention Ponds Phase 1C for LECON, Inc. for \$152,820.00.
18. Change Order No. 3 for Exploration Green Detention Pond Phase 1C  
Approved
- Change Order No. 3 for Exploration Green Detention Pond Phase 1C 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 Graf, the Board voted unanimously to approve Change Order No. 3 for Exploration Green Detention Pond Phase 1C for LECON, Inc. for \$8,000.00.
19. Change Order No. 4 for Exploration Green Detention Pond Phase 1C  
Approved
- Change Order No. 4 for Exploration Green Detention Pond Phase 1C 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 Morrow and seconded by Director Savely, the Board voted unanimously to approve Change Order No. 4 for Exploration Green Detention Pond Phase 1C for LECON, Inc. for \$19,136.00 contingent upon review and approval by the General Manager or Director of Utilities of the explanation for the change in materials used.
20. Pay Application No. 1 for Storm Sewer Phase 39 Rehabilitation  
Approved
- Pay Application No. 1 for Storm Sewer Phase 39 Rehabilitation 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 **O**.)
- Thereupon, by motion duly made by Director Savely and seconded by Director Morrow, the Board voted unanimously to approve Pay Application No. 1 for Storm Sewer Phase 39 Rehabilitation for R.L. Utilities, LLC for \$59,545.35.
21. Engineers Report
- A written status of projects was presented 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 **P**.)
22. 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 **Q**.)
- Thereupon, by motion duly made by Director Graf and seconded by Director Morrow, the Board voted unanimously to approve the Capital Projects Report in the amount of \$815,001.70.
23. Attorney's Report
- Attorney Samuel Johnson requested an Executive Session.
24. Investment Summary  
Approved
- The Investment Summary for the period ending September 30, 2017 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 **R**.)
- Thereupon, by motion duly made by Director Morrow and seconded by Director Johnson, the Board voted unanimously to approve the Investment Summary for the period ending September 30, 2017.

25. Authorize Cash Redemption for Bonds and Approve Notice of Cash Redemption of Bonds and Material Event Notice Approved

Stephen Eustis presented a proposal to defease \$5,480,000 in principal amount of bonds from the Authority's Series 2011 and Series 2011A Bonds (the "Cash Defeasance") for review and approval. (A copy of which is on file in the official records of the Authority and identified as Exhibit S.)

Thereupon, by motion duly made by Director Savely and seconded by Director Morrow, the Board voted unanimously to approve to Authorize Cash Redemption for Bonds and authorize the Cash Defeasance, as presented, and authorize Julianne Kugle to take any and all actions necessary to complete the same.

26. General Manager's Report

Mr. Rodgers discussed the progress of the 24-inch water line replacement at Space Center Blvd. and Horsepen Bayou.

27. Old and New Business

None.

28. Meeting Adjourned

President Branch declared a recess of the open meeting adjourned at 8:51 pm.  
After a brief recess an Executive Session was held from 08:56 pm to 09:40 pm.  
After Executive Session the open meeting was reconvened at 09:40 pm.  
President Branch declared the open meeting adjourned at 10:15 pm.

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President, Board of Directors  
CLEAR LAKE CITY WATER AUTHORITY

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Secretary, Board of Directors  
CLEAR LAKE CITY WATER AUTHORITY

(SEAL)



DATE APPROVED: 12-14-17