

MINUTES
NORTH FORT BEND WATER AUTHORITY

February 13, 2015

The Board of Directors (the "Board") of the North Fort Bend Water Authority (the "Authority") met in special session, open to the public, on the 13th day of February, 2015, at the offices of Brown & Gay Engineers, Inc., 10777 Westheimer, 3rd Floor, Houston, Texas, outside the boundaries of the Authority, and the roll was called of the members of the Board:

Peter Houghton	President
Robert Patton	Vice President
Melony Gay	Secretary
David Spell	Assistant Secretary
Robert Darden	Assistant Vice President
Bruce Fay	Director
Pat Hebert	Director

and all of the above were present, thus constituting a quorum.

Also present for all or part of the meeting were Charles "Chuck" Matheson of Grand Lakes M.U.D. No. 4; Dave Scholler and Charles Shumate of Brown & Gay Engineers, Inc. ("BGE"); Pamela Logsdon and Pam E. Lightbody of AVANTA Services; Dale Clayton of Severn Trent Services, Inc.; Renae Ely of Coats Rose PC; and David Oliver and Christina Miller of Allen Boone Humphries Robinson LLP.

DESIGNATION OF SELECTION REVIEWER AND AUTHORITY REPRESENTATIVE FOR THE NORTHEAST WATER PURIFICATION PLANT EXPANSION PROJECT

Mr. Scholler discussed the roles of the Authority's Selection Reviewer and Representative for the Northeast Water Purification Plant Expansion project (the "Project"). He requested that the Board designate him as the Authority's Selection Reviewer and BGE as the Representative. He stated that if he and BGE were designated by the Board to serve in those positions, BGE would withdraw from the project team pursuing a contract with the City of Houston for the Project. Following discussion, Director Hebert moved to designate Mr. Scholler as the Authority's Selection Reviewer and BGE as the Authority's Representative for the Project. Director Fay seconded the motion, which was approved by unanimous vote.

WATER SUPPLY CONTRACT WITH THE CITY OF HOUSTON, INCLUDING SECOND SUPPLEMENT THERETO FOR THE NORTHEAST WATER PURIFICATION PLANT EXPANSION PROJECT

Mr. Oliver and Mr. Scholler reviewed with the Board a Second Supplement to the Authority's Water Supply Contract with the City of Houston (the "Second Supplement")

for the Project. Mr. Oliver and Mr. Scholler responded to questions from the Board regarding the Second Supplement. Following review and discussion, Director Hebert moved to authorize execution of the Second Supplement. Director Fay seconded the motion, which was approved by unanimous vote.

CONVENE IN EXECUTIVE SESSION

The Board convened in executive session at 1:15 p.m., pursuant to Section 551.072, Texas Government Code, to deliberate the purchase, exchange, lease, or value of real property.

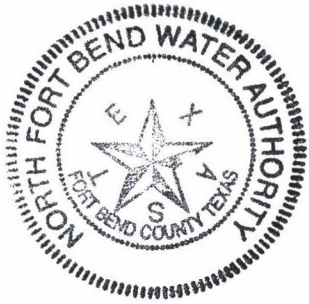
RECONVENE IN OPEN SESSION

At 1:30 p.m., the Board reconvened in open session. No action was taken.

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

[SIGNATURE PAGE FOR THE MINUTES OF THE FEBRUARY 13, 2015, BOARD MEETING]

(SEAL)



Melony Gay
Secretary, Board of Directors