

MINUTES OF MEETING OF THE
NORTH HARRIS COUNTY REGIONAL WATER AUTHORITY

October 7, 2019

The Board of Directors (the "Board") of the North Harris County Regional Water Authority (the "Authority") met in regular session, open to the public, at 6:00 p.m. on Monday, the 7th day of October, 2019, at the Authority's office located at 3648 Cypress Creek Parkway, Suite 110, Houston, Texas, a public meeting place within the boundaries of the Authority; whereupon, the roll was called of the duly constituted officers and members of the Board, to-wit:

Alan J. Rendl	President
Kelly P. Fessler	Vice President
Lenox A. Sigler	Secretary
Ron Graham	Assistant Secretary
Jim Pulliam	Treasurer/Investment Officer

All members of the Board were present, thus constituting a quorum. Also attending the meeting were: Mr. Jun Chang, P. E., D.WRE, Deputy General Manager for the Authority; Mr. Mark Evans, Director of Planning and Governmental Affairs for the Authority; Ms. Cynthia Plunkett, Financial Assistant for the Authority; Ms. Barbara Payne of Payne Communications, Communications Coordinator for the Authority; Messrs. Stephen Berckenhoff, P.E., of AECOM Technical Services, Inc., Program Managers for the Authority; Mr. Buddy Barnes, P.E., FASME, of ARCADIS US, Inc., on-call engineers for the Authority; Mr. Rafael Ortega, P.E., of Aurora Technical Services, LLC, on-call engineers for the Authority; Mr. John Lacy, P.E., of Costello, Inc., on-call engineers for the Authority; Ms. Katherine Mears, P.E., of RPS Klotz Associates, on-call engineers for the Authority; Mr. Mike Reedy, P.E., of Freese and Nichols, Inc., on-call engineers for the Authority; Mr. David Warner, P.E., of Jones|Carter, Inc., on-call engineers for the Authority; Mr. Charles Shumate, P.E., of Lockwood Andrews and Newnam, Inc.; Mr. Lance McLeod, P.E., of Kimley-Horn and Associates Inc., on-call engineers for the Authority; Mr. Chris Campbell, P.E., of Binkley & Barfield, on-call engineers for the Authority; Mr. Carlton McDewitt of Inframark, LLC ("Inframark"), operator for the Authority; Mr. John Howell of The GMS Group, co-financial advisor to the Authority; and Ms. Robin S. Bobbitt, attorney, of Radcliffe Bobbitt Adams Polley PLLC ("Radcliffe Bobbitt"), general counsel and co-bond counsel for the Authority. Numerous members of the public and other consultants to the Authority were also present at the meeting. Copies of the sign-in sheets for those in attendance at the meeting are attached hereto.

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. The posted notices of the meeting are attached hereto.

PRESIDENT'S MESSAGE

Director Rendl first greeted the meeting attendees and then recognized Mr. Daniel Akroyd, aide to State Representative Valorie Swanson. Director Rendl then noted that Mr. Bob Koperwhats has been in the hospital and that Mr. Clint Moore had passed away last week.

PUBLIC COMMENTS

Director Rendl next stated that no public comment cards had been received.

REPORTS

STATUS OF ACTIVITIES BY COMMUNICATIONS / PUBLIC INFORMATION COORDINATOR

A copy of Ms. Payne's PowerPoint presentation is attached as an exhibit to these minutes.

Ms. Payne first reported that scheduling is continuing for the Authority's elementary school assembly program for the 2019-2020 school year. Ms. Payne next reported that notice went out last week for the Harris County Municipal Utility District No. 230's National Night Out where the Mobil Teaching Lab will be onsite.

GENERAL MANAGER'S REPORT

Mr. Chang first extended condolences on behalf of Mr. Jimmie Schindewolf and the Authority to the family of Mr. Clint Moore and stated that the Authority appreciates all of Mr. Moore's past contributions to the Authority.

PROGRAM MANAGER'S REPORT

UPDATE ON STATUS OF SURFACE WATER CONVERSION

Mr. Berckenhoff first reported that the Spears Road Regional Pump Station delivered a daily average rate of approximately 31.0 million gallons per day ("MGD") of surface water during September. Mr. Berckenhoff added that the alternative water used in August was approximately 28.6%, compared to approximately 31.7% in July. Mr. Berckenhoff further explained that during August, approximately 68.0% of the water used by the Public Water Systems (the "PWSs") in the Authority's 2010 service area was alternative water.

MAJOR ACTIVITIES

Mr. Berckenhoff went on to report that during the prior month, AECOM had performed other activities for the Authority as follows: 1) implemented and performed tasks regarding the Authority's aggregate water well permit (the "Permit"); 2) assisted the Authority in a variety of activities involving the City of Houston (the "City"); 3) continued oversight of engineering and acquisition related efforts; 4) provided oversight of Inframark's activities and its contract to operate the Authority's system; and 5) monitored, tabulated and analyzed amounts of water used by the PWSs covered by the Authority's Permit and, where necessary and practical, in consort with Inframark and the respective PWS operators, took appropriate actions to optimize the use of surface water.

Mr. Berckenhoff next reported on the Authority's current projects are on schedule and a more detailed report of the activities will be provided at the November meeting.

LUCE BAYOU INTERBASIN TRANSFER PROJECT (THE "LUCE BAYOU PROJECT")
UPDATE

Concerning the Luce Bayou Project, Mr. Berckenhoff reported the status of the following items: 1) the contractor completed the pump station wall pours to the elevation of +45' and continued backfill and compaction at the Capers Ridge Pump Station, and the installation of steel framing for the maintenance building and concrete masonry unit ("CMU") walls at the electrical building has been completed; 2) continued construction of the Air Vac Vaults and ARV manholes and offsite fabrication of fittings on the south 96-inch diameter pipeline, and the off-site fabrication of the pig retrieval facility piping has been completed; 3) completed the siphon pipe installation at FM 2100 and continued construction of the headwall for Canal Segment No. 1; 4) Canal Segments Nos. 2 and 3 projects are both complete; and 5) contractor is working on punch list items for Canal Segments Nos. 4 and 5.

Mr. Berckenhoff next showed a drone video of the 26 miles of the Luce Bayou canal. In response to a question regarding what impact Tropical Storm Imelda had on the construction work, Mr. Berckenhoff responded that there was no impact since most of the rain went well south of the construction areas. Mr. Chang then responded to a question as to whether the drone video can be uploaded onto the Authority's website and stated that he would have to check with the Coastal Water Authority for permission to use the drone footage on the Authority's website.

Director Sigler next inquired how the water control gates operate. Mr. Berckenhoff responded that the purpose of such gates is to keep the canal wet and the control gates allow a minimal amount of water flow in order to maintain moisture in the canals. Mr. Berckenhoff added that the gates are strictly manual, not electric, and are driven by headwater and tailwater in the canal segments.

NORTHEAST WATER PURIFICATION PLANT (THE "NEWPP") EXPANSION PROJECT
UPDATE

Mr. Berckenhoff reported that site work for the administration building has been initiated and that construction of Early Work Package ("EWP") 1 Site Development is nearing completion, including grading, yard piping and site work; work to complete punch list items is ongoing. Mr. Berckenhoff further reported that construction of EWP 2 Transfer Pump Station and West Filter Facility structures is proceeding ahead of schedule and that the 84-inch combined filter effluent piping to the pump station is complete. Mr. Berckenhoff went on to report that construction of EWP 4 Dual 108-inch (108") Raw Water Pipeline work continues, including raw water pipeline installation. Mr. Berckenhoff further reported that construction of EWP 6 North Plant foundation and Intake Pump Station bridge and platform piling continues. Mr. Berckenhoff added that the HWT continues to progress on the procurement of various BOP packages and that the PATC continues to provide construction oversight services on behalf of the City and the authorities.

NORTHEAST TRANSMISSION LINE (THE "NETL") PROJECT UPDATE

Mr. Berckenhoff next reported that in connection with the NETL project, the contractors have continued with construction on two (2) sections of the 108-inch (108") line and that one (1) section of the 108-inch (108") line and the 54-inch (54") interconnect line are in the hydrostatic

testing/disinfection phase. Mr. Berckenhoff next noted that construction of the 120-inch (120") section of line is underway and pipe delivery is expected later this month. Mr. Berckenhoff further noted that construction of three (3) additional sections of the 108-inch (108") line is underway. Mr. Berckenhoff added that real estate acquisitions are proceeding on several additional sections of the NETL, and that design is progressing on the remaining five (5) sections of the 108-inch (108") line and the 66-inch (66") interconnect line.

ATTORNEY'S REPORT

Ms. Bobbitt stated that she had nothing to report at this time.

REGULAR AGENDA

APPROVAL OF MINUTES

The Board next considered approval of the minutes of the September 9, 2019 regular meeting. Upon motion by Director Fessler, seconded by Director Graham, after full discussion and the question being put to the Board, the Board voted unanimously to approve the minutes of the September 9, 2019 regular meeting, as written.

FINANCIAL ASSISTANT'S REPORT, INCLUDING APPROVE PAYMENT OF BILLS, ISSUANCE OF CHECKS, REVIEW BUDGET COMPARISON, AND REPORT ON STATUS OF PAYMENTS OF QUARTERLY PUMPAGE FEES

Mr. Chang then recognized Ms. Plunkett, who reviewed the Authority's Financial Report with the Board, including the monthly investment report, the checks being presented for payment, and the budget comparison for the month ended August 31, 2019, a copy of which is included behind Tab 5 of the meeting packet and is attached hereto.

Upon motion by Director Pulliam, seconded by Director Graham, after full discussion and the question being put to the Board, the Board voted unanimously to approve the Financial Report, the monthly investment report, and the checks being presented for payment.

GENERAL MANAGER'S ACTION ITEM

CONSIDER APPROVAL OF AN ELEVENTH SUPPLEMENTAL RESOLUTION AUTHORIZING ISSUANCE OF NORTH HARRIS COUNTY REGIONAL WATER AUTHORITY SENIOR LIEN REVENUE BONDS, SERIES 2019 (THE "RESOLUTION")

Mr. Chang next called on Mr. Jerry Kyle, Authority Co-Bond Counsel, to discuss the Resolution. Mr. Kyle then briefly reviewed with the Board the Resolution regarding the issuance of the Series 2019 Senior Lien Revenue Bonds, a copy of which is included behind Tab 6 of the meeting packet and attached hereto. Mr. Kyle explained that the Resolution pertains to the Authority bonds to be sold to the Texas Water Development Board through the SWIRFT program.

Upon motion by Director Graham, seconded by Director Fessler, after full discussion and the question being put to the Board, the Board voted unanimously to approve and authorize

execution of the Resolution.

CONFIRM UPCOMING MEETING DATE

Director Rendl then informed the meeting attendees that the Authority's next regular meeting will be held on Monday, November 4, 2019, at 6:00 p.m. at the Authority's office.

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

PASSED, APPROVED AND ADOPTED this 4th day of November, 2019.



Leny A Sigb
Secretary, Board of Directors