

MINUTES OF MEETING OF THE
NORTH HARRIS COUNTY REGIONAL WATER AUTHORITY

June 7, 2021

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 June, 2021, 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 and via Zoom at <https://zoom.us/meeting/register/tJYtcuCsqDgpG9CEgg7D2EBfVhM8wy7ZeLh8> and/or telephone conference call at 346-248-7799, passcode 4403924, pursuant to the Texas Governor's suspension of certain Texas Open Meetings Act provisions due to COVID-19; 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, General Manager for the Authority; Mr. Jimmie Schindewolf, P.E., Senior Advisor to the General Manager for the Authority; Mr. Mark Evans, Director of Planning and Governmental Affairs for the Authority; Ms. Cynthia Plunkett, Finance Director for the Authority; Mr. Travis Jones, Accountant for the Authority; Ms. Barbara Payne of Payne Communications, Communications Coordinator for the Authority; Messrs. Philip Topek and Mike Baugher, P.E., of AECOM Technical Services, Inc., Program Manager for the Authority; Mr. Rafael Ortega, of Aurora Technical Services, LLC, on-call engineers for the Authority; Ms. Kate Hallaway, P.E., of Brown & Gay Engineers, Inc., on-call engineers for the Authority; Mr. Dennis Sander, P.E., of Sander Engineering Corporation, on-call engineers for the Authority; Mr. Lance McLeod, P.E., of Kimley-Horn and Associates Inc., on-call engineers for the Authority; Mr. Carlton McDevitt of Inframark, LLC ("Inframark"), operator for the Authority; Ms. Robin S. Bobbitt, attorney, and Ms. Alison Miller, paralegal, of Radcliffe Bobbitt Adams Polley PLLC ("RBAP"), 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. The conference call meeting was recorded and made available to the public in accordance with the provisions of Texas Government Code Sections 551.125 and 551.127.

WHEREUPON, the meeting was called to order by Director Rendl 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 thanked the meeting attendees for participating in tonight's Board meeting in person and via Zoom. Director Rendl stated that tonight's Board meeting is still being

streamed via Zoom, but that public comments can only be made by attendees present in person at tonight's meeting. Director Rendl then reported that there will be an open house next week at the Luce Bayou Interbasin Transfer Project (the "Luce Bayou Project") and that the facility is ready to be opened and operating. Director Rendl also reported that he and Mr. Evans testified against House Bill ("HB") 2525 (Lake Houston dredging district bill), and that Senator Bettencourt allowed HB 2525 to die in committee. Director Rendl stated that he is pleased with the outcome.

PUBLIC COMMENT

Director Rendl then recognized Mr. Jerry Homan, General Manager of Harris County Freshwater Supply District No. 61, to provide a public comment. Mr. Homan addressed the Board and thanked Director Rendl, Mr. Evans, Mr. Steve Bresnen and Mr. Jon Polley for their efforts regarding HB 2525. Mr. Homan noted that the Authority was the only water authority that actively fought against HB 2525. Mr. Homan then reported that the Association of Water Board Directors-Texas ("AWBD") is proposing to amend their Bylaws, and that a two-thirds majority vote is needed to approve the proposed changes. Mr. Homan encouraged AWBD members to vote in favor of the proposed Bylaw amendment.

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 reminded the Board and meeting attendees that the Authority's new "Water University North" online courses are now available on the Authority's website, and that articles, billing inserts and brochures are also available. Ms. Payne further reported that the updates and renovation of the "Water is Life" mobile teaching lab have been completed and the unit is now available for booking.

GENERAL MANAGER'S REPORT

Mr. Chang next called upon Mr. Topek to present the Program Manager's Report to the Board, a copy of which is included behind Tab 3 of the meeting packet and attached hereto.

PROGRAM MANAGER'S REPORT

UPDATE ON STATUS OF SURFACE WATER CONVERSION

Mr. Topek first reported that the Spears Road Regional Pump Station delivered a daily average rate of approximately 24.3 million gallons per day ("MGD") of surface water during May. Mr. Topek added that the alternative water used in April was approximately 31.8%, compared to approximately 31.9% in March.

MAJOR ACTIVITIES

Mr. Topek 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. Topek also reported that the Authority currently has 26 active projects, with nine (9) in or near construction, 14 in final design and right-of-way acquisition, two (2) undergoing a routing study and one (1) project on hold.

LUCE BAYOU PROJECT UPDATE

Concerning the Luce Bayou Project, Mr. Topek reported that the contractor has continued pavement installation, aboveground piping final paint coatings and pump and motor testing and operations at the Capers Ridge Pump Station.

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

Mr. Topek further reported on the status of the NEWPP Expansion Project, noting that construction of the Central Plant continues with concrete work and structural work at filter modules and masonry and roof placement at the Transfer Pump Station. Mr. Topek also reported that construction of the North Plant continues with ongoing structural work for all structures. Mr. Topek added that installation of the roof is ongoing. Mr. Topek further reported that installation of the HVAC at the administration building has been completed and installation of gypsum wall board has been initiated. Mr. Topek next reported that construction of the South Plant is continuing with installation of concrete domes and wall panels at the ground storage tank, as well as continuing work at the dewatering building. Mr. Topek also reported that punch list items are being addressed at the main switchgear building, with ongoing installation of fiber duct bank and feeder cabling. Mr. Topek further noted that the Houston Waterworks Team continues to progress on the procurement of various balance of plant packages and that the Project Advisor/Technical Consultant continues to provide construction oversight services on behalf of the City and the Authorities.

NORTHEAST TRANSMISSION LINE (THE "NETL") PROJECT UPDATE

Mr. Topek next reported that in connection with the NETL project, the contractors have continued with construction on six (6) sections of the 108-inch (108") line. Mr. Topek added that real estate acquisitions are proceeding on several additional sections of the NETL.

ATTORNEY'S REPORT

Ms. Bobbitt stated that she had nothing to report.

REGULAR AGENDA

APPROVAL OF MINUTES

The Board next considered approval of the minutes of the May 3, 2021 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 May 3, 2021 regular meeting, as written.

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

Director Rendl 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 April 30, 2021, a copy of which is included behind Tab 5 of the meeting packet and attached hereto.

Upon motion by Director Sigler, seconded by Director Pulliam, 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 ITEMS

APPROVE AND AUTHORIZE EXECUTION OF GROUNDWATER REDUCTION PLAN ("GRP") PARTICIPATION AGREEMENTS WITH HARRIS COUNTY MUNICIPAL UTILITY DISTRICT ("HCMUD") NO. 560 AND AQUA TEXAS, INC. ("AQUA TEXAS") (COLLECTIVELY, THE "AGREEMENTS")

Mr. Evans then presented and briefly reviewed the Agreements with the Board, copies of which are included behind Tab 6 of the meeting packet and attached hereto. Mr. Evans explained that HCMUD No. 560 and Aqua Texas are requesting to be included in the Authority's GRP, but that neither entity will be receiving surface water from the Authority.

Upon motion by Director Pulliam, seconded by Director Sigler, after full discussion and the question being put to the Board, the Board voted unanimously to approve and authorize execution of the Agreements with HCMUD No. 560 and Aqua Texas.

ADOPT RESOLUTION DECLARING THE EXISTENCE OF A PUBLIC NECESSITY FOR THE CONSTRUCTION OF FACILITIES FOR THE TRANSPORTATION, DISTRIBUTION, AND DELIVERY OF WATER, INCLUDING REASONABLE AND NECESSARY APPURTENANCES THERETO, AND AUTHORIZING THE ACQUISITION, BY DONATION, PURCHASE, OR EXERCISE OF THE POWER OF EMINENT DOMAIN, OF PROPERTY AND PROPERTY INTERESTS NECESSARY FOR SUCH FACILITIES, IN CONNECTION WITH PROJECT 1A-4 (THE "RESOLUTION DECLARING EXISTENCE OF PUBLIC NECESSITY")

Mr. Topek next presented for the Board's approval and adoption the Resolution Declaring Existence of Public Necessity, a copy of which is included behind Tab 7 of the meeting packet and attached hereto. Mr. Topek then briefly reviewed the Resolution with the Board, explaining that the Resolution pertains to Project 1A-4, part of the Authority's 2025 water distribution transmission system.

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 adopt and authorize execution of the Resolution Declaring Existence of Public Necessity.

AWARD OF CONTRACT FOR CONSTRUCTION OF PROJECT 25A AND AUTHORIZE EXECUTION OF SAME

Mr. Chang then recommended award of the contract for construction of Project 25A to the lowest qualified bidder, Harper Brothers Construction, LLC ("Harper Brothers"), in the amount of \$29,097,880.00. 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 authorize the award and execution of the contract for construction of Project 25A to Harper Brothers, in the amount of \$29,097,880.00.

AWARD OF CONTRACT FOR CONSTRUCTION OF PROJECT 28D AND AUTHORIZE EXECUTION OF SAME

Mr. Chang next recommended award of the contract for construction of Project 28D to the lowest qualified bidder, Reytec Construction Resources, Inc. ("Reytec"), in the amount of \$21,493,202.00. Upon motion by Director Pulliam, seconded by Director Sigler, after full discussion and the question being put to the Board, the Board voted unanimously to authorize the award and execution of the contract for construction of Project 28D to Reytec, in the amount of \$21,493,202.00.

AUTHORIZE GENERAL MANAGER TO NEGOTIATE, FINALIZE AND EXECUTE FIRST AMENDMENT TO AMENDED AND RESTATED JOINT FACILITIES AGREEMENT BETWEEN THE AUTHORITY AND THE CENTRAL HARRIS COUNTY REGIONAL WATER AUTHORITY (THE "CHCRWA") (THE "FIRST AMENDMENT")

Mr. Chang next presented the First Amendment to the Board, a copy of which is included behind Tab 10 of the meeting packet and attached hereto. Mr. Chang explained that the First Amendment will add additional facilities to the existing Amended and Restated Joint

Facilities Agreement by and between the Authority and the CHCRWA, including the Authority's 2025 water distribution transmission system.

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 authorize the General Manager to negotiate, finalize and execute the First Amendment between the Authority and the CHCRWA.

CONFIRM UPCOMING MEETING DATE

Director Rendl then informed the meeting attendees that the Authority's next regular meeting will be held on Monday, July 12, 2021, at 6:00 p.m. at the Authority's office and via Zoom. Director Rendl noted that additional information on how the Authority meetings will be conducted going forward will be sent out via e-blast and also posted on the Authority's website.

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

PASSED, APPROVED AND ADOPTED this 12th day of July, 2021.


Secretary, Board of Directors

