

MINUTES OF MEETING OF THE
NORTH HARRIS COUNTY REGIONAL WATER AUTHORITY

November 1, 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 1st day of November, 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; 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, except Director Sigler, thus constituting a quorum. Also attending the meeting were: Mr. Jun Chang, P.E., D.WRE, 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; Ms. Barbara Payne of Payne Communications, Communications Coordinator for the Authority; Mr. Philip Topek, of AECOM Technical Services, Inc., Program Manager for the Authority; Mr. Carlton McDevitt of Inframark, LLC ("Inframark"), operator for the Authority; Mr. Jerry Kyle of Orrick, Herrington & Sutcliffe, LLP, co-bond counsel for the Authority; Mr. John Howell of The GMS Group, co-financial advisor to the Authority; Mr. Jon D. Polley, attorney, and Ms. Alison Miller, paralegal, of Radcliffe Bobbitt Adams Polley PLLC ("RBAP"), general counsel and co-bond counsel for the Authority. Other members of the public and consultants to the Authority were also present at the meeting. Copies of the public sign-in sheets 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 welcomed everyone to the Board meeting.

PUBLIC COMMENT

Mr. Nick Fava of Bammel Utility District addressed the Board and asked if the Authority ever plans to ask if the City of Houston (the "City") would consider waiving pumpage fees due to an unforeseen natural disaster event. Director Rendl stated that when the Authority uses water, the Authority must pay for the water. Mr. Chang further stated that the Authority has asked about a pumpage fee waiver in the event of an unforeseen natural disaster, but that the City declined because the cost of water does not change due to water loss.

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 also reminded the Board that the "Water is Life" mobile teaching lab is now available for booking and that the second grade and fourth grade elementary presentations have been recorded for online presentations.

Ms. Payne then reported that the Wunderlich Farms Market Days event will be held on December 4th.

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 24.7 MGD of surface water during October. Mr. Topek added that the alternative water used in September was approximately 30.3%, compared to approximately 30.2% in August.

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 15 active construction projects, with three (3) at or near construction, one (1) in final design and right-of-way acquisition, two (2) undergoing a routing study and one (1) project on hold.

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 electrical work at the Transfer Pump Station. Mr. Topek also reported that construction of the North Plant continues with ongoing structural, electrical and mechanical

work for all structures. Mr. Topek added that installation of mechanical and electrical equipment at the pump station is ongoing. Mr. Topek further reported that installation of doors and hardware, epoxy floor and lighting fixtures is ongoing at the administration and maintenance buildings. Mr. Topek next reported that construction of the South Plant is continuing with installation of shotcrete to wall panels at the ground storage tank and mechanical and electrical work at the dewatering building is ongoing. Mr. Topek further noted 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 five (5) sections of the 108-inch (108") line. Mr. Topek added that real estate acquisitions are proceeding on several additional sections of the NETL.

REGULAR AGENDA

APPROVAL OF MINUTES

The Board considered approval of the minutes of the October 4, 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 October 4, 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 September 30, 2021, a copy of which is included behind Tab 5 of the meeting packet and 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 ITEMS

CONSIDER APPROVAL OF A THIRTEENTH SUPPLEMENTAL RESOLUTION AUTHORIZING ISSUANCE OF NORTH HARRIS COUNTY REGIONAL WATER AUTHORITY SENIOR LIEN REVENUE BONDS, SERIES 2021 (THE "THIRTEENTH SUPPLEMENTAL RESOLUTION")

Mr. Chang next called on Mr. Jerry Kyle, Authority Co-Bond Counsel, to discuss the Thirteenth Supplemental Resolution. Mr. Kyle then briefly reviewed with the Board the Thirteenth Supplemental Resolution regarding the issuance of the Series 2021 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 Thirteenth Supplemental Resolution pertains to the

Authority bonds to be sold to the Texas Water Development Board through the State Water Implementation Fund for Texas program. Mr. Kyle further explained that the true interest cost for the Series 2021 Senior Lien Revenue Bonds is 2.45%. 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 and authorize execution of the Thirteenth Supplemental Resolution.

AUTHORIZE GENERAL MANAGER TO NEGOTIATE, FINALIZE AND EXECUTE AGREEMENTS FOR PROFESSIONAL ENGINEERING SERVICES WITH CP&Y, INC. ("CP&Y"), GUNDA CORPORATION ("GUNDA") AND KUO & ASSOCIATES ("KUO") (COLLECTIVELY, THE "AGREEMENTS")

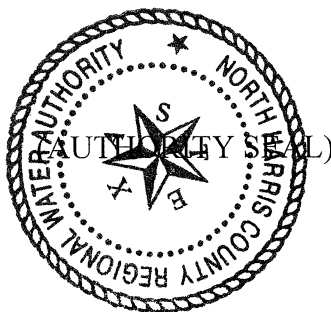
Mr. Chang next requested Board authorization to negotiate, finalize and execute the Agreements with CP&Y, Gunda and Kuo for professional on-call engineering services. Mr. Chang explained that by engaging with these engineering firms, the Authority will be expanding its base of consultants for engineering projects. 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 authorize the General Manager to negotiate, finalize and execute the Agreements with CP&Y, Gunda and Kuo, copies of which are included in the Authority's files.

CONFIRM UPCOMING MEETING DATE

Director Rendl then informed the meeting attendees that the Authority's budget workshop meeting will be held on Monday, November 15, 2021, at 6:00 p.m. and the next regular meeting will be held on Monday, December 6, 2021, at 6:00 p.m. at the Authority's office. Director Rendl noted a public hearing will not be required this year, as the surface water and pumpage fees will be unchanged in 2022..

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

PASSED, APPROVED AND ADOPTED this 6th day of December, 2021.




Secretary, Board of Directors