

MINUTES OF BOARD OF DIRECTORS MEETING
APRIL 28, 2020

THE STATE OF TEXAS
COUNTY OF HARRIS
HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 109

§
§
§

The Board of Directors (the “Board”) of Harris County Municipal Utility District No. 109 (the “District”) convened in special session on Tuesday, April 28, 2020 at 2:15 p.m. via teleconference pursuant to Section 551.125, Texas Gov’t Code as modified by the temporary suspension of certain provisions thereof pursuant to guidelines issued by the Texas Attorney General and approved by the Governor for use during the COVID-19 statewide disaster. A roll call was taken of the persons present:

Owen H. Parker, President
Chris Green, Vice President
Cheryl Moore, Secretary
Robin Sulpizio, Assistant Secretary
Nancy Frank, Assistant Secretary

All members of the Board were present, thus constituting a quorum. Also attending all or parts of the meeting were Mr. Cory Burton of Municipal Accounts & Consulting, LP, bookkeeper for the District; Mr. Bill Kotlan of BGE, Inc. (“BGE”), engineer for the District; and Mr. Dimitri Millas and Ms. Jane Maher of Norton Rose Fulbright US LLP (“NRF”), attorneys for the District.

Pursuant to Section 551.054, Texas Gov’t Code, as modified by the temporary suspension of certain provisions thereof, notice of the meeting was posted on the District’s website within the time limits prescribed by law. The agenda packet was posted on the website as items became available. Certificates of such posting are attached hereto as *Exhibit A*.

Call to Order. The President called the meeting to order. He noted that the meeting was being held by teleconference in accordance with federal, state and county directives to slow the spread of COVID-19 by avoiding meetings that bring people together. He said the notice of the meeting included a toll-free dial-in number for members of the public to call so they can hear the meeting and address the Board. He noted that the meeting was being recorded and a recording would be available upon public request. The President then set out guidelines for the conduct of the meeting. He asked each speaker to identify themselves before speaking. He then proceeded with the meeting business:

1. **Consider and discuss Standard Utility Agreement and Advance Funding Agreement with Texas Department of Transportation for FM 1960 Widening, and such other matters as may properly come before it.** President Parker recognized Mr. Millas, who presented to and reviewed with the Board the draft Advanced Funding Agreement (“AFA”), a copy of which is attached hereto as *Exhibit B*. He stated that the AFA has not been finalized but that the Texas Department of Transportation (“TxDOT”) does not foresee any changes to the AFA. He stated that the District’s portion of the cost is \$1,273,282.00 and that the District has to pay 45 days prior to the construction bid, which would be sometime in May. Mr. Kotlan noted that under the AFA, the District would provide for the engineering, design, operating and easement services, while TxDOT would handle the relocation of the utilities. He noted that the District’s cost for construction, easements and engineering would be \$1,267,471.00. President Parker requested that the approval of the check be included on the next agenda.

Mr. Kotlan reviewed the Standard Utility Agreement (“SUA”), a copy of which is attached hereto as *Exhibit C*. He noted that the SUA is a standard agreement that TxDOT uses for utilities that need to be relocated.

Upon motion by Director Green, seconded by Director Sulpizio, after full discussion and the question being put to the Board, the Board voted unanimously to approve and authorize the execution of the SUA and AFA subject to the final review from TxDOT and NRF.

THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD, the meeting was adjourned.

* * *

The above and foregoing minutes were passed and approved by the Board of Directors on May 19, 2020.

President, Board of Directors

ATTEST:

Secretary, Board of Directors

(DISTRICT SEAL)