

MINUTES OF MEETING OF BOARD OF DIRECTORS
APRIL 21, 2020

THE STATE OF TEXAS
COUNTY OF HARRIS
ATASCOCITA JOINT OPERATIONS BOARD

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The Board of Directors (the “Board”) of Atascocita Joint Operations Board (the “District”) convened in regular session on Tuesday, April 21, 2020 at 7:00 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 Parker, Harris County Municipal Utility District No. 109 (“No. 109”), President
Vera Nykaza, Harris County Municipal Utility District No. 46 (“No. 46”), Vice President
Ernest Bezdek, Harris County Municipal Utility District No. 152 (“No. 152”), Assistant Secretary
Tim Stine, Harris County Municipal Utility District No. 132 (“No. 132”), Secretary
Edward Cocetti, Harris County Municipal Utility District No. 153 (“No. 153”), Director
Kent Spitzmiller, Harris County Municipal Utility District No. 151 (“No. 151”), Director
Neil McLeroy, Harris County Municipal Utility District No. 106 (“No. 106”), Director

All members of the Board were present. Also attending all or parts of the meeting were Mr. Michael Hamlin, Director of No. 106; Mr. Andrew Galeucia, Director of No. 152; Mr. Rick Soliz, Director of 153; Mr. Ralph Edgar, Director of No. 106; Ms. Deborah Malone, Director of No. 46; Mr. Bill Kotlan of BGE, Inc. (“BGE”), engineering firm for the Atascocita Central Sewage Treatment Plant (the “Plant”) and District Nos. 109, 132, and 153; Mr. Allen Jenkins of Inframark (“Inframark” or the “Operator”), operators for the Plant and District Nos. 132, 151, and 152; Mr. Dave Ciarella of Enhanced Energy Services of America, LLC; Ms. Cindy Craig; 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. **Public comments.** There were no public comments.

2. **Minutes.** The Board considered the proposed minutes of the meeting of March 17, 2020, previously distributed to the Board. Upon motion by Director Stine, seconded by Director Nykaza, after full discussion and the question being put to the Board, the Board voted unanimously to approve the minutes of the meeting of March 17, 2020, as presented.

3. **Consideration of electricity contract renewal.** President Parker recognized Mr. Ciarella, who presented to and reviewed with the Board information regarding the electricity contract renewal, a copy of which is attached hereto as *Exhibit B*. President Parker informed the Board that Acclaim Energy Services would also like to present pricing. Discussion ensued. Upon motion by Director Nykaza, seconded by Director Bezdek, after full discussion and the question being put to the Board, the Board, voted unanimously to authorize President Parker to execute a contract renewal at a price not to exceed 3.75 kWh and a term not to exceed seven years.

4. **Review Engineer's Report.** President Parker recognized Mr. Kotlan, who presented to and reviewed with the Board the Engineer's Report, a copy of which is attached hereto as *Exhibit C*.

Mr. Kotlan presented Pay Estimate No. 2 for the Non-Potable Hydropneumatic Tank Rehabilitation, to A&H Coating, LLC in the amount \$8,525.00.

Mr. Kotlan stated that BGE has completed the District's Capital Improvement Plan update. He stated that BGE plans to present this to the Board at a later date.

Upon motion by Director Spitzmiller, seconded by Director Nykaza, after full discussion and the question being put to the Board, the Board voted unanimously to accept the Engineer's Report and to approve Pay Estimate No. 2 for the Non-Potable Hydropneumatic Tank Rehabilitation to A&H Coating, LLC in the amount of \$8,525.00.

5. **Discuss and take necessary action in connection with capital improvement plan.** There was no report.

6. **Review Operations Report and authorize repairs.** President Parker recognized Mr. Jenkins, who presented and reviewed the Operations Report for the month of March 2020, a copy of which is attached hereto as *Exhibit D*.

Mr. Jenkins reviewed the Major Maintenance Summary for the month of March.

Upon motion by Director Nykaza, seconded by Director Bezdek, after full discussion and the question being put to the Board, the Board voted unanimously to approve the Operations Report.

7. **Consideration of Operations contract amendment.** President Parker recognized Mr. Jenkins, who presented proposed client fees for the Operations contract amendment, a copy of which is attached hereto as *Exhibit E*. Discussion ensued. It was the consensus of the Board to discuss the contract amendment at the next meeting.

8. **Approve Resolution Regarding Declaration of Authority due to an Emergency.** President Parker recognized Mr. Millas, who presented to and reviewed with the Board the Resolution Regarding Declaration of Authority due to an Emergency (the "Resolution"), a copy of which is attached hereto as *Exhibit F*. Mr. Millas stated that due to the COVID-19 emergency, the Resolution allows the Board different options for executing district checks. He stated that the Resolution provides the options to authorize the president and bookkeeper to execute board-approved checks, the bookkeeper to execute board-approved checks with the President's approval, or to continue to have three directors execute checks. Upon motion by Director Nykaza, seconded by Director Spitzmiller, after full discussion and the question being put to the Board, the Board voted unanimously to approve the Resolution.

9. **Review Financial Statements and authorize payment of bills.** President Parker recognized Ms. Craig, who presented to and reviewed with the Board the Bookkeeper's Report, a copy of which is attached hereto as *Exhibit G*. The Board discussed the payment of bills.

Upon motion by Director Stine, seconded by Director Nykaza after full discussion and the question being put to the Board, the Board voted unanimously to approve the Bookkeeper's Report, and to authorize the payment of check numbers 6269 through 6277 from the General Fund in the amounts, to the persons, and for the purposes listed in the Bookkeeper's Report and to authorize the President to coordinate their execution.

10. **Adopt budget for fiscal year ending May 31, 2020.** Ms. Craig stated that this item will be addressed at the next meeting.

11. **Discuss Insurance Policy renewal, and such other matters as may properly come before it.** President Parker reviewed with the Board the insurance proposal from Arthur J. Gallagher Waterworks Insurance Network, a copy of which is attached hereto as *Exhibit H*. Discussion ensued. Upon motion by Director Stine, seconded by Director Nykaza, after full discussion and the question being put to the Board, the Board voted unanimously to accept the proposal.

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

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The foregoing minutes were passed and approved by the Atascocita Joint Operations Board on May 19, 2020.

President, Board member

ATTEST:

Secretary, Board member

(AJOB SEAL)