

MINUTES OF MEETING OF BOARD OF DIRECTORS
MAY 19, 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, May 19, 2020 at 7:00 p.m. via videoconference 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, except Director Spitzmiller, thus constituting a quorum. Also attending all or parts of the meeting were Ms. Roxanne Junor; Mr. David Feille, resident of Atascocita and a representative of the Lake Houston Long Term Recovery Task Force (“*LHLTR*”); Mr. Michael Hamlin, Director of No. 106; Ms. Deborah Malone, Director of No. 46; Mr. Bill Kotlan and Darrin Fentress 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 of Governmental Financial Reporting, LLC, bookkeeper for the Plant; and Mr. Dimitri Millas and Ms. Jane Maher of Norton Rose Fulbright US LLP (“*NRF*”), attorneys for the Plant.

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.** President Parker recognized Ms. Junor, who stated she is interested in buying a parcel of land off Atascocita Road to use for a potential used car business. Discussion ensued regarding the access to private parcel off of the plant road. President Parker requested that Mr. Junor coordinate with Mr. Millas.

President recognized Mr. Feille, who asked for the Board's consideration to help the LHLTR with projects to help mitigate flooding. Discussion ensued. President Parker requested that Mr. Feille send a formal letter request to the Board.

2. **Minutes.** The Board considered the proposed minutes of the meeting of April 21, 2020, previously distributed to the Board. Upon motion by Director Stine, seconded by Director Bezdek, after full discussion and the question being put to the Board, the Board voted unanimously to approve the minutes of the meeting of April 21, 2020, as presented.

3. **Discuss electrical contract terms.** 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*.

4. **Discuss access to private parcels off of the plant road, and take any necessary action.** The Board discussed the private parcel off of Atascocita Road that Ms. Junor is interested in, and the access to the parcel off of the plant road. It was the consensus of the Board to not take any action at this time.

5. **Appoint auditor for fiscal year ending May 31, 2020.** Mr. Millas reviewed with the Board the Auditor Engagement Continuance Letter, a copy of which is attached hereto as *Exhibit C*. He noted that the District currently has an evergreen contract with McCall Gibson Swedlund Barfoot PLLC to prepare the District's audit and stated that no action is needed.

6. **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 D*.

Mr. Kotlan presented to and reviewed with the Board the draft Capital Improvement Plan, a copy of which is attached to the Engineer Report. 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 Engineer's Report.

7. **Discuss and take necessary action in connection with capital improvement plan.** This item was addressed under the previous item.

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

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

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

9. **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 F*. Discussion ensued. It was the consensus of the Board to discuss the contract amendment at the next meeting.

10. **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*.

Ms. Craig presented to and reviewed with the Board the budget for the fiscal year ending May 31, 202, a copy of which is attached to the Bookkeeper Report. Discussion ensued.

Upon motion by Director Nykaza, seconded by Director Stine, after full discussion and the question being put to the Board, the Board voted unanimously to approve the Bookkeeper's Report, to authorize the payment of check numbers 6280 through 6288 from the General Fund in the amounts, to the persons, and for the purposes listed in the Bookkeeper's Report, to authorize President Parker to coordinate their execution and to approve the budget for the fiscal year ending May 31, 2021.

11. **Adopt budget for fiscal year ending May 31, 2021.** This item was addressed under the previous item.

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 June 16, 2020.

President, Board member

ATTEST:

Secretary, Board member

(AJOB SEAL)