

MINUTES
WEST HARRIS COUNTY REGIONAL WATER AUTHORITY

July 31, 2019

The Board of Directors (the "Board") of the West Harris County Regional Water Authority (the "Authority") met in special session, open to the public, on the 31st day of July, 2019, at the Fry Road Municipal Utility District Administration Building, 20111 Saums Road, Katy, Texas 77449, inside the boundaries of the Authority, and the roll was called of the members of the Board:

Eric Hansen	President
Larry Weppler	Vice President
Douglas (Cam) Postle	Secretary
Gary Struzick	Assistant Vice President
Michael Thornhill	Assistant Secretary
Mark Janneck	Director
Michael Owens	Director
Dennis Gorden	Director
John "Jay" Wheeler	Director

and all of the above were present, except Directors Hansen and Struzick, thus constituting a quorum.

Also present at the meeting were Wayne Ahrens and Melinda Silva of Dannenbaum Engineering Corp.; Jan Bartholomew of Robert W. Baird & Co. Incorporated; Terrell Palmer of Post Oak Municipal Advisors LLC; and Alia Vinson and Sanjay Bapat of Allen Boone Humphries Robinson LLP ("ABHR"). Also present at the meeting were those persons included on the attached list.

WEST HARRIS COUNTY REGIONAL WATER AUTHORITY WATER SYSTEM
REVENUE AND REVENUE REFUNDING BONDS, SERIES 2019 ("SERIES 2019
BONDS")

Mr. Palmer discussed the proposed sale of the Series 2019 Bonds and presentations to potential buyers. Ms. Bartholomew discussed the potential savings from refunding bonds.

Mr. Palmer reviewed with the Board the Preliminary Official Statement for the Authority's Series 2019 Bonds. After review and discussion, Director Postle moved that the Preliminary Official Statement be deemed final and be authorized for release, subject to final review. Director Gorden seconded the motion, which was approved by unanimous vote.

Mr. Palmer requested that the Board authorize engaging Standard & Poor's Ratings Services to perform a credit rating analysis. Following discussion, Director Postle moved to engage Standard & Poor's Ratings Services to perform a credit rating analysis. Director Gorden seconded the motion, which passed unanimously.

The Board next considered the Resolution Authorizing the Issuance of the Authority's Series 2019 Bonds; Authorizing the Authorized Representative to Take Certain Actions on Behalf of the Authority; Authorizing the Form, Execution and Delivery of a Sixteenth Supplemental Indenture of Trust relating to such Bonds; Authorizing and Ratifying Other Actions of the Authority; Making Certain Findings and Containing Other Provisions Related to the Subject (the "Resolution"). Ms. Vinson then reviewed with the Board the Resolution and the various documents authorized and approved by the Resolution. After review and discussion, Director Postle moved that the Board adopt the Resolution, authorizing Director Hansen (or if he is unavailable, Director Wepler) to effect the sale of the Series 2019 Bonds, including the execution of the Bond Purchase Agreement and any other necessary documents, so long as with respect to the refunding portion of the Series 2019 Bonds there is a net present value savings in debt service payable by the Authority of at least 5.00% of the principal amount of the refunded bonds and so long as the total principal amount of the Series 2019 Bonds does not exceed \$150,000,000. Director Gorden seconded the motion, which was approved by unanimous vote.

Ms. Vinson next explained that there will be various documents related to delivery of the Series 2019 Bonds requiring execution by the directors prior to closing. Director Postle moved to authorize the President and Vice President and Secretary and Assistant Secretary to execute documents necessary in connection with the transaction and authorize the Authority's attorney and financial advisor to take all necessary action to deliver the Series 2019 Bonds to the purchaser. Director Gorden seconded the motion, which was approved by unanimous vote.

Ms. Vinson presented and reviewed with the Board a Certificate Regarding Provision of Financial Advice (the "Certificate"). After review and discussion, Director Postle moved to authorize execution of the Certificate and direct that it be filed appropriately and retained in the District's official records. Director Gorden seconded the motion, which passed by unanimous vote.

The Board considered approving the check to the Attorney General relating to bond issue transcript review. Upon a motion made by Director Postle and seconded by Director Gorden, the Board voted unanimously to approve the check to the Attorney General.

There being no further matters to come before the Authority, the meeting was adjourned.

(SEAL)

Secretary, Board of Directors

LIST OF ATTACHMENTS TO MINUTES

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list of persons present at the July 31, 2019, meeting.....1