

MINUTES  
NORTH FORT BEND WATER AUTHORITY

February 21, 2013

The Board of Directors (the "Board") of the North Fort Bend Water Authority (the "Authority") met in special session, open to the public, on the 21st day of February, 2013, at the offices of Brown & Gay Engineers, Inc., 10777 Westheimer, Lubbock Conference Room, 3<sup>rd</sup> Floor, Houston, Texas, outside the boundaries of the Authority, and the roll was called of the members of the Board:

Peter Houghton	President
Robert Patton	Vice President
Melony Gay	Secretary
David Spell	Assistant Secretary
Robert Darden	Assistant Vice President
Bruce Fay	Director
Pat Hebert	Director

and all of the above were present, except Directors Houghton and Spell, thus constituting a quorum.

Also present for all or part of the meeting were Steve Talecki of Cornerstones M.U.D.; Melinda Silva, P.E. and Charles Shumate, P.E. of Brown & Gay Engineers, Inc.; Pam E. Lightbody of AVANTA Services; Tracy Butcher of SWWC Services, Inc. ("SWWC"); Brian Bare, Jeff Haley, Keith Swallers, and Larry Keller of Si Environmental, LLC; Bill Fry, Jim Gillam, Mark Yentzen, and David L. Walker of Severn Trent Services, Inc.; Gary Hastings, John T. Montgomery, Lonnie Wright, and Greg Dubiel of Municipal Operations & Consulting, Inc.; Todd Burrer and Eddie Trail of Pipeline Industries, Inc.; Travis Gay; and David Oliver and Christina Miller of Allen Boone Humphries Robinson LLP.

REVIEW STATEMENTS OF QUALIFICATIONS AND PROPOSALS FOR OPERATING SERVICES, INCLUDING RECEIVE PRESENTATIONS AND TERMINATE OR ASSIGN PROFESSIONAL SERVICE CONTRACT WITH SWWC

Ms. Silva reported that responses to the Authority's Request for Qualifications for Operating Services for the Authority's Facilities ("RFQ") were received from the following companies:

1. Si Environmental, LLC;
2. Severn Trent Services, Inc.;
3. Municipal Operations & Consulting, Inc.; and
4. Pipeline Industries, Inc.

Copies of the responses are attached. Representatives from each of the companies presented their responses to the RFQ and proposals to the Board during their allotted time slot and responded to various questions from Board members.

The Board and the Authority's consultants discussed the responses, proposals, and presentations, along with options for moving forward with the process of selecting a company to provide operating services for the Authority. Following discussion, the Board concurred to further review the responses and proposals and discuss them at the regular meeting scheduled on February 27, 2013.

Mr. Oliver reported that SWWC is requesting that the Board assign the Authority's current Professional Services Contract for operating services with SWWC to Severn Trent Services, Inc. He reviewed options with the Board related to the requested assignment and the assignment's impact on the process of selecting a company to provide operating services to the Authority. Following review and discussion, Director Darden moved to authorize execution of an Assignment and Assumption Agreement to assign SWWC's current Professional Services Contract for operating services with the Authority to Severn Trent Services, Inc. and to continue moving forward with the process of selecting a company to provide operating services to the Authority. Director Fay seconded the motion, which was approved by unanimous vote.

#### NEGOTIATION OF OPERATION AND MAINTENANCE SERVICE CONTRACT

The Board concurred to defer this item.

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

[SIGNATURE PAGE FOR THE MINUTES OF THE FEBRUARY 21, 2013, BOARD MEETING]

(SEAL)



*Melony Day*  
Secretary, Board of Directors

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