

MINUTES
NORTH FORT BEND WATER AUTHORITY

April 6, 2009

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 6th day of April, 2009, at the offices of Brown & Gay Engineers, Inc., 10777 Westheimer, Bryan Conference Room, Third 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, thus constituting a quorum.

Also present for all or part of the meeting were: Terrell Palmer of First SouthWest Company; David C. Scholler, P.E. and Melinda Silva, P.E. of Brown & Gay Engineers, Inc. ("B&G"); Kevin Krahn, P.E. of AECOM; Pamela Logsdon and Pam E. Lightbody of AVANTA Services; David Oliver, Greer Pagan, and Justine M. Cherne of Allen Boone Humphries Robinson LLP ("ABHR");

FIRST BOND ISSUE

Mr. Palmer reviewed interest rates, costs, and procedures for various financing options. Mr. Palmer, Mr. Oliver, and Mr. Pagan responded to Board members' questions regarding various financing options. Mr. Palmer discussed potential cost savings and underwriting options for an open market bond issue. The Board next compared the schedules for issuing bonds on the open market to obtaining a loan from the Texas Water Development Board (the "TWDB").

Mr. Terrell next discussed the procedures and activities to be undertaken to issue bonds in the open market with a June 2009 sale date and a July 2009 closing date.

Following review and discussion, Director Gay moved to authorize the Authority's consultants to take any and all necessary actions to proceed with issuing bonds in the open market. Director Darden seconded the motion, which was approved by unanimous vote.

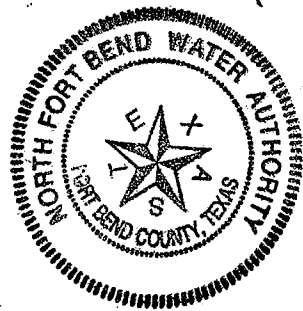
FINANCIAL AND BOOKKEEPING MATTERS

Ms. Lightbody next presented an invoice in the amount of \$1,374.95 for payment to The Texas Network for monthly operation and maintenance of the Authority's website. Following review and discussion, Director Gay moved to approve payment of the invoice as presented. Director Spell seconded the motion, which was approved by unanimous vote.

PUBLIC COMMUNICATION MATTERS

The Board next reviewed a proposal in the amount of \$750.00 from The Texas Network for updates to the Authority's online pumpage reporting system. A copy of the proposal is attached. Following review and discussion, Director Hebert moved to accept the proposal as presented. Director Spell seconded the motion, which was approved by unanimous vote.

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



(SEAL)


Secretary, Board of Directors

LIST OF ATTACHMENTS TO MINUTES

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