

MINUTES
WEST HARRIS COUNTY REGIONAL WATER AUTHORITY

December 11, 2024

The Board of Directors (the "Board") of the West Harris County Regional Water Authority (the "Authority") met in regular session, open to the public, on the 11th day of December, 2024, 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
Karla Cannon	Director
Dennis Gorden	Director
John "Jay" Wheeler	Director

and all of the above were present except Directors Postle and Gorden, thus constituting a quorum.

Also attending the meeting were Bryan Thomas of Inframark Water Infrastructure Operations; Wayne Ahrens, Melinda Silva, and Chase Juhl of Gannett Fleming; Troy Anthony of Project Surveillance, Inc.; Frank Turner of EEPB; and Alia Vinson, Sandra Staine, and Cheryl Panozzo of Allen Boone Humphries Robinson LLP. Also present at the meeting were those persons included on the attached list.

PUBLIC COMMENT

Director Hansen offered any members of the public attending the meeting the opportunity to make public comment.

Dr. Winetta Billings stated she is a director of Chelford One Municipal Utility District of Harris County, Texas ("Chelford MUD") and thanked the Authority for bringing one of its Mobile Teaching Lab Trailers to a recent Chelford MUD event.

There being no additional members of the public requesting to make public comment, Director Hansen moved to the next agenda item.

MINUTES OF PREVIOUS MEETINGS

The Board reviewed the minutes of the November 13, 2024, regular Authority Board meeting. Following review and discussion, Director Struzick moved to approve the minutes of the November 13, 2024, regular Authority Board meeting, as submitted. The motion was seconded by Director Cannon, which passed unanimously.

TOWNHALL MEETINGS AND WORKSHOPS, WEBSITE, SOCIAL MEDIA, WATER CONSERVATION PROGRAM AND TRAILERS, ATTENDANCE AT CONFERENCES AND MEMBERSHIP IN ORGANIZATIONS, NEWSLETTERS AND MAILOUTS

Director Struzick provided an update from the Authority Communications Committee, and he encouraged attendees to submit communication suggestions to any Board member.

ENGINEERING MATTERS

Ms. Silva reviewed the engineer's report, a copy of which is attached.

Ms. Silva reported that for November, the Authority was 37.73% converted to surface water and for the 2024 calendar year, the Authority was 34.37% converted to surface water.

REQUESTS FOR SURFACE WATER CONVERSION

There was no discussion on this matter.

WATER TRUNKLINE FINANCING AGREEMENTS AND WATER SUPPLY COMMITMENT LETTER AGREEMENTS

There was no discussion on this matter.

JOINT WATER LINE PROJECTS

There was no discussion on this matter.

GROUNDWATER REDUCTION PLAN, SUBSIDENCE DISTRICT AND GROUNDWATER REDUCTION REGULATIONS, WELL PERMITS, PURCHASE AND SALE OF CONSERVATION/GROUNDWATER CREDITS, AUTHORITY REQUIREMENTS FOR CONVERSION TO SURFACE WATER AND CHLORAMINES DISINFECTION AND AGREEMENTS REGARDING CREDITS FOR ALTERNATIVE WATER SUPPLY USE

Ms. Silva reported that Harris County Water Control Improvement District No. 159 and Harris County Municipal Utility District No. 570D each have a new well.

AUTHORITY CONSTRUCTION PROJECTS AND CONTRACTS, AWARD CONSTRUCTION CONTRACTS, AUTHORIZE NEGOTIATION OF CONSTRUCTION CONTRACTS, PRE-QUALIFICATION OF CONTRACTS, APPROVE CHANGE ORDERS AND PAY ESTIMATES, ACCEPT PROJECTS, AND AUTHORIZE ANY NECESSARY TERMINATION

Ms. Silva reported on the status of construction for Surface Water Supply Project ("SWSP") Segments B1 and B2, SWSP Segment B3, SWSP Segments C1 and C2, SWSP Segments 3-A1 and 3-A3, SWSP Segments A1/A2, the SWSP Central Pump Station, the SWSP RePump Station, SWSP Kinder Morgan Segment 6, Contract 63, and the Northeast Meter Station.

Ms. Silva recommended approval of: (1) Pay Estimate No. 22 in the amount of \$3,603,960.75 to Reytec Construction Resources, Inc. for the Central Pump Station; (2) Pay Estimate No. 29 in the amount of \$5,335,560.68 to Harper Brothers Construction, LLC for SWSP Segments B1 and B2; (3) Pay Estimate No. 30 in the amount of \$1,879,681.55 to Jay Dee Contractors, Inc. for SWSP Segment B3; (4) Pay Estimate No. 41 in the amount of \$2,284,939.32 to Harper Brothers Construction, LLC for SWSP Segment C2; (5) Pay Estimate No. 21 in the amount of \$899,261.39 to MC2 Civil, LLC for SWSP Segment 3-A3; (6) Pay Estimate No. 19 in the amount of \$6,717,197.55 to Harper Brothers Construction, LLC for SWSP Segment A1/A2; (7) Pay Estimate No. 5 in the amount of \$3,408,122.51 to PLW Waterworks, LLC for the SWSP RePump Station; (8) Pay Estimate No. 1 in the amount of 248,355.90 to E.P. Brady, Ltd. for Contract 63; and (9) Pay Estimate No. 1 in the amount of \$1,032,128.10 to MC2 Civil, LLC for the Northeast Meter Station. Following review and discussion, Director Weppler made a motion to approve the above-described pay estimates, as recommended. Director Wheeler seconded the motion, which passed unanimously.

Ms. Silva recommended approval of Change Order No. 1 to the contract for construction of the SWSP Segments A1/A2 with Harper Brothers Construction, LLC, in the amount of \$380,263.83 and the addition of 15 days to the contract duration for impacts from Hurricane Beryl and costs associated with contaminated soils at the Homestead Road tunnel crossing. The Board determined that Change Order No. 1 is beneficial to the Authority.

Ms. Silva then recommended approval of Change Order No. 2 to the contract for construction of the SWSP Segments B1 and B2 with Harper Brothers Construction, LLC, in the amount of \$686,213.60 for costs associated with unanticipated fiber optic conduit at N. Rosslyn tunnel and unanticipated CenterPoint gas line at N. Rosslyn tunnel shaft and associated tunnel modifications and downtime. The Board determined that Change Order No. 2 is beneficial to the Authority.

Ms. Silva also recommended approval of Change Order No. 2 to the contract for construction of the SWSP Segment 3-A1 with R Construction Company, in the amount

of \$99,725.00 and the addition of 60 days to the contract duration to address a sanitary conflict at Brittmore Park. The Board determined that Change Order No. 2 is beneficial to the Authority.

After review and discussion, Director Wepler moved to approve (1) Change Order No. 1 to the contract for construction of the SWSP Segments A1/ A2 with Harper Brothers Construction, LLC; (2) Change Order No. 2 to the contract for construction of the SWSP Segments B1 and B2 with Harper Brothers Construction, LLC; and (3) Change Order No. 2 to the contract for construction of the SWSP Segment 3-A1 with R Construction Company, based upon the Board's finding that the Change Orders are beneficial to the Authority and the engineer's recommendations. Director Struzick seconded the motion, which passed unanimously.

Ms. Silva requested authorization to advertise for bids for SWSP Kinder Morgan Segment 5, subject to written authorization from the North Fort Bend Water Authority ("NFBWA") and the Texas Water Development Board ("TWDB"), and Contract 51, subject to receipt of all applicable regulatory approvals and authorization from TWDB. Following discussion, Director Struzick moved to authorize advertisement for bids for construction of the SWSP Kinder Morgan Segment 5, subject to written authorization from NFBWA and TWDB, and Contract 51, subject to receipt of all applicable regulatory approvals and authorization from TWDB. Director Thornhill seconded the motion, which carried by a vote of six for the motion, with Director Wepler abstaining.

Ms. Silva reported that the Authority received bids for Segment 65. She reviewed the attached letter from the Authority Program Manager and recommended that the Board award the contract to Harper Brothers Construction, LLC, in the amount of \$7,642,562.40, based on the Authority Program Manager's recommendation that awarding the contract to Harper Brothers Construction, LLC will be most advantageous to the Authority and result in the best and most economical completion of the project, subject to approval by TWDB. The Board concurred that, in its judgment, Harper Brothers Construction, LLC was a responsible bidder who would be most advantageous to the Authority and would result in the best and most economical completion of the project. Following review and discussion, Director Thornhill moved to award Segment 65 to Harper Brothers Construction, LLC in the amount of \$7,642,562.40, based on the Authority Program Manager's recommendation and on the basis that this award will be most advantageous to the Authority and result in the best and most economical completion of the project, subject to approval of payment and performance bonds and review of the certificate of insurance and endorsements, if any, provided by the contractor, and subject to approval by the TWDB. Director Wheeler seconded the motion, which passed unanimously.

CITY OF HOUSTON WATER SUPPLY CONTRACT AND SUPPLEMENTS THERETO, INCLUDING AMENDMENTS THERETO, CHARGES FOR OPERATION AND MAINTENANCE EXPENSES, AND CASH CALLS, NORTHEAST WATER PURIFICATION PLANT ("NEWPP") EXPANSION, LUCE BAYOU, AND NORTHEAST TRANSMISSION LINE

Ms. Silva reported that the next Water Supply Contract Advisory Committee meeting is scheduled for December 13, 2024.

AUTHORIZE ENGINEER TO NOTIFY CITY OF HOUSTON (THE "CITY") OF THE AUTHORITY'S ANTICIPATED DEMAND FOR UPCOMING FISCAL YEAR

The Board considered and concurred to authorize Gannett Fleming to notify the City of the Authority's anticipated demand for the upcoming fiscal year.

AUTHORITY CONSTRUCTION PROJECTS AND CONTRACTS, AWARD CONSTRUCTION CONTRACTS, AUTHORIZE NEGOTIATION OF CONSTRUCTION CONTRACTS, PRE-QUALIFICATION OF CONTRACTS, APPROVE CHANGE ORDERS AND PAY ESTIMATES, ACCEPT PROJECTS, AND AUTHORIZE ANY NECESSARY TERMINATION (Continued)

Ms. Silva requested authorization to advertise for bids for the I-10 Meter Station, subject to receipt of all applicable regulatory approvals and authorization from TWDB. Following discussion, Director Wepler moved to authorize advertisement for bids for construction of the I-10 Meter Station subject to receipt of all applicable regulatory approvals and authorization from TWDB. Director Thornhill seconded the motion, which passed unanimously.

CONTRACTS FOR SERVICES FOR ENGINEERING, ENGINEERING DESIGN, GEOTECHNICAL, ABSTRACTING, SURVEYING, LEGAL, RIGHT-OF-WAY ACQUISITION, COMMUNICATIONS, WEBSITE, CYBERSECURITY, ACCOUNTING/BOOKKEEPING AND SOFTWARE, INVESTMENT ADVISORY SERVICES, RATE ANALYSIS, OPERATING SERVICES, AND APPRAISAL SERVICES, INCLUDING APPROVAL OF CONTRACTS FOR SERVICES, WORK AUTHORIZATIONS, CHANGE ORDERS, AMENDMENTS TO AND ASSIGNMENTS OF CONTRACTS, TERMINATIONS, AND LEGAL CONFLICTS WAIVER

Ms. Silva reported that design plans for the Bellaire Meter Station were submitted for review.

Ms. Silva then reported that sealed design plans for the I-10 Meter Station were resubmitted for approval to Harris County on November 8, 2024, and the project manual is being worked on.

Ms. Silva also reported that design plans for SWSP Kinder Morgan Segment 1 were submitted to agencies for final approval.

Ms. Silva reported that design plans for SWSP Kinder Morgan Segment 3 were submitted to agencies for final review.

Regarding Segment 3-A5, Ms. Silva reported that CenterPoint is installing additional infrastructure in the corridor and Gannett Fleming is coordinating with CenterPoint to understand the impacts, if any, on Segment 3-A5 design.

Ms. Silva reported that BGE, the engineer for SWSP Segment 3-B1 is working on resubmittal of 95% design plans.

Ms. Silva then reported that design plans for the SWSP Kinder Morgan 7 sub-segment received from EHRA, the design engineer for the project, were submitted to agencies for final review.

Ms. Silva also reported a meeting with Arcadis to review comments on the design plans for Contract 52 has been scheduled for December 16, 2024.

Ms. Silva reported that IDS Engineering Group, Inc., the engineer for Contract 53, is working on submittal of 90% design plans.

Ms. Silva then reported that the project alignment related to right-of-way issues for Contract 54 is under review.

Regarding Contract 55, Ms. Silva reported that the project alignment needs to be assessed.

Ms. Silva reported that Gannett Fleming is waiting on Harris County Flood Control District regarding obtaining approval of the final design plans for Contract 64.

Ms. Silva then reported that Sander Engineering, the design engineer for Contract 25, is working on the 90% design plans.

Ms. Silva also reported that Huitt-Zollars, the design engineer for Contract 26, is working on the 60% design plans.

Ms. Silva reported that Vogler & Spencer, the design engineer for Contract 27, is working on the 90% design plans.

Ms. Silva then reported that 5Engineering, the design engineer for Contract 28, submitted 30% design plans.

Ms. Silva also reported that a proposal meeting with Kuo, the design engineer for Contract 29, was postponed.

ENVIRONMENTAL PERMITTING, COMPLIANCE, MITIGATION AND RELATED AGREEMENTS

There was no discussion on this matter.

REALTY INTEREST ACQUISITION AND CONVEYANCE, INCLUDING ACCEPT, CONVEY, AMEND, APPROVE OR RELEASE EASEMENTS, EASEMENT AGREEMENTS, ASSIGNMENTS OF EASEMENTS, DEEDS, PLATS, RIGHT OF ENTRY AGREEMENTS, RELOCATION AGREEMENTS, APPROVE PURCHASE AND SALE AGREEMENTS, AND APPROVE INTERLOCAL AGREEMENTS WITH HARRIS COUNTY AND HARRIS COUNTY FLOOD CONTROL DISTRICT

Ms. Silva noted that the Chief Administrative Official, Director Postle, has been designated to approve easements and the list of approved easements is reflected on the attached engineer's report.

ENCROACHMENTS OF EASEMENTS OR OTHER REALTY INTERESTS, INCLUDING ACCEPT, CONVEY, AMEND, OR RELEASE ENCROACHMENT AGREEMENTS

There was no discussion on this matter.

CONSTRUCTION UPDATES

Mr. Anthony presented the attached SWSP Monthly Construction Status Report dated December 10, 2024.

AUTHORIZE AUDITOR TO CONDUCT AUDIT FOR FISCAL YEAR END DECEMBER 31, 2024

Ms. Vinson stated that the Authority has engaged McCall Gibson Swedlund Barfoot PLLC ("MGSB") to provide auditing services to the Authority for each fiscal year and reviewed a letter from MGSB requesting authorization to conduct the audit for the fiscal year ending December 31, 2024, at a cost not to exceed \$78,000. Following discussion, Director Wheeler moved to authorize MGSB to conduct the audit for the fiscal year ending December 31, 2024. Director Struzick seconded the motion, which passed unanimously.

FINANCIAL AND BOOKKEEPING MATTERS, INCLUDING PAYMENT OF BILLS, REVIEW OF INVESTMENTS, AND AUTHORITY FEES AND CHARGES

Mr. Turner reviewed the bookkeeper's report, a copy of which is attached, and the disbursements in the bookkeeper's report submitted for the Authority's review. Following review and discussion, Director Wheeler moved to approve the bookkeeper's report and the disbursements reflected in the bookkeeper's report. Director Thornhill

seconded the motion, which carried by a vote of six for the motion, with Director Wepler abstaining.

Mr. Turner discussed payment to NFBWA in the amount of \$351,703.97, which is due January 5, 2025, related to the Agreed-Upon Procedures Report of Series 2012 Water Infrastructure Fund Bonds expenditures pursuant to the Amended and Restated Joint Facilities Agreement prepared by MGSB. Following discussion, Director Wheeler moved to approve the payment to NFBWA in the amount of \$351,703.97. Director Struzick seconded the motion, which passed unanimously.

BUDGET MATTERS

The Board reviewed a proposed amended joint facilities operating budget for fiscal year ending December 31, 2024.

The Board then reviewed the proposed operating budget and joint facilities operating budget for fiscal year ending December 31, 2025.

Following review and discussion, Director Wheeler moved to (1) approve the amended joint facilities operating budget for fiscal year ending December 31, 2024; and (2) approve the operating budget and joint facilities operating budget for fiscal year ending December 31, 2025. Director Cannon seconded the motion, which passed unanimously.

ANNUAL LETTER TO NFBWA REGARDING ANNUAL DEBT SERVICE PAYMENTS DUE UNDER THE JOINT FACILITIES AGREEMENT

The Board considered authorizing the bookkeeper to prepare the annual letter to the NFBWA regarding the NFBWA's share of the 2025 debt service payments for the Series 2012 Water Infrastructure Fund Bonds. Following discussion, Director Wheeler moved to authorize the bookkeeper to prepare the annual letter to the NFBWA regarding the NFBWA's share of the 2025 debt service payments for the Series 2012 Water Infrastructure Fund Bonds. Director Janneck seconded the motion, which passed unanimously.

DELINQUENT AMOUNTS DUE THE AUTHORITY AND VIOLATIONS OF AUTHORITY RULES OR ORDERS; IMPOSE CIVIL PENALTIES AND APPROVE PAYMENT PLAN OR SETTLEMENT AGREEMENTS; CONDUCT HEARING REGARDING SAME

There was no discussion on this matter.

OPERATION OF AUTHORITY FACILITIES, BILLINGS, AUTOMATIC METER READING, REQUESTS FOR REIMBURSEMENT, CREDITS, OR WAIVERS, REPAIRS, INSPECTIONS, MAINTENANCE, CATHODIC PROTECTION, RIGHT OF WAY MAINTENANCE, AND WATER SUPPLY ISSUES, APPROVAL OF CONTRACTS FOR RELATED WORK, CHANGE ORDERS, WORK AUTHORIZATIONS, AMENDMENTS TO AND ASSIGNMENTS OF CONTRACTS, AND TERMINATIONS

Mr. Thomas reviewed the operator's report, a copy of which is attached.

Mr. Thomas requested approval from the Board for payment in the amount of \$110,066.00 for annual renewal of repair and maintenance services for the Pump Station SCADA System. He noted that the services are being provided by Watlow (f/k/a Schneider Electric) as a subcontractor to Inframark.

Mr. Thomas then requested approval from the Board for payment in the amount of \$11,059.55 for annual alarm monitoring and maintenance service at Pump Station No. 1. He noted that the services are being provided by Today's Integration as a subcontractor to Inframark.

Mr. Thomas then presented a letter from Inframark stating that the annual CPI increase results in a 5.183% increase in Inframark's manual meter read fee and equipment rates for 2024. He noted that Inframark will increase the rates starting with the January 2025 billing period.

Mr. Thomas reported that Inframark will read all of the well meters at calendar year end, to comply with Harris Galveston Subsidence District rules.

Following discussion, Director Struzick made a motion to (1) approve the payment in the amount of \$110,066.00 for annual renewal of repair and maintenance services for the Pump Station SCADA System to Watlow, as a subcontractor of Inframark; (2) approve the payment in the amount of \$11,059.55 for annual alarm monitoring and maintenance service at Pump Station No. 1 to Today's Integration, as a subcontractor to Inframark and (3) authorize execution of the CPI Letter and direct that it be filed appropriately and retained in the Authority's official records. Director Wepler seconded the motion, which passed unanimously.

CONVENE IN EXECUTIVE SESSION TO CONSULT WITH ATTORNEY PURSUANT TO SECTION 551.071 AND 551.072, TEXAS GOVERNMENT CODE

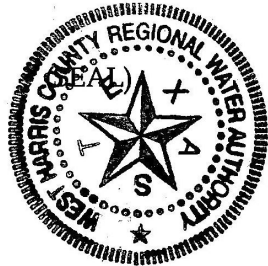
The Board did not convene in executive session.

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



Secretary, Board of Directors

(SEAL)



LIST OF ATTACHMENTS TO MINUTES

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