

**HARRIS COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NO. 110  
MINUTES OF MEETING OF BOARD OF DIRECTORS**

**January 28, 2008**

**THE STATE OF TEXAS  
COUNTY OF HARRIS  
HARRIS COUNTY WATER CONTROL AND  
IMPROVEMENT DISTRICT NO. 110**

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The Board of Directors (the "Board") of Harris County Water Control and Improvement District No. 110 (the "District") met in **special session**, open to the public, at the designated meeting place of the Board in the District on **January 28, 2008**, whereupon the roll was called of the duly constituted officers and members of the Board, to-wit:

James N. Williams	-	President
Jeannie Satterwhite	-	First Vice President
Jerry A. Strickland	-	Second Vice President
Texas H. Stevens	-	Secretary
Tom Dowdy	-	Treasurer/Investment Officer

All members of the Board were present, thus constituting a quorum.

Also attending the meeting were Kay Divin, candidate for general manager for the District; and Maria S. Parker and Josh J. Kahn of Coats, Rose, Yale, Ryman & Lee, P.C. ("Coats-Rose"), Attorneys for the District.

The meeting was called to order and the following business was conducted.

The Board opened the meeting to a discussion of hiring Ms. Divin to serve as the general manager for the District. Ms. Divin presented a proposal to the Board outlining the services she could provide the District.

Following the interview with Ms. Divin, after further discussion and upon motion duly made by Director Strickland and seconded by Director Dowdy, the Board voted unanimously to offer the position of general manager to Ms. Divin and to authorize Director Dowdy and/or the District's attorneys to negotiate a salary package with Ms. Divin.

**CLOSED SESSION**

Upon motion duly made by Director Strickland and seconded by Director Dowdy, the Board voted unanimously to convene in closed session at 10:25 a.m. to discuss personnel matters.

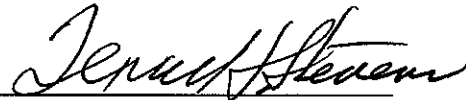
**OPEN SESSION**

Upon motion duly made by Director Satterwhite and seconded by Director Strickland, the Board voted unanimously to reconvene in open session at 11:00 a.m.

There being no further business to come before the Board, upon motion duly made and seconded, the meeting was adjourned.

APPROVED THIS

February 13, 2008.



Secretary, Board of Directors