

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

**JANUARY 21, 2010**

**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 **regular session**, open to the public, at the designated meeting place of the Board in the District on **January 21, 2010 at 6:00 p.m.**, 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 Jody Dellinger, Parks and Recreation Manager for the District; Deputy Constable George Beck with Harris County Precinct No. 4; Bob Sordahl and Emmett Poindexter, residents of the District; and Josh J. Kahn of Coats, Rose, Yale, Ryman & Lee, P.C. ("Coats|Rose"), Attorney for the District.

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

**HEAR FROM PUBLIC**

The Board noted that there were no members of the public who wished to address the Board.

**RESIGNATION/TERMINATION OF COATS|ROSE AS DISTRICT ATTORNEY**

The Board recognized Mr. Kugle, who noted that he, along with Maria Parker and Julianne Kugle, recently left the firm of Coats|Rose and have started the firm of Sanford Kuhl Kugle Parker Hagan, LLP ("SKKPH"). Mr. Kahn then presented to and reviewed with the Board a joint letter from SKKPH and Coats|Rose stating that (1) Ms. Parker and Mr. Kahn are no longer associated with Coats|Rose and are now with the firm of SKKPH, (2) that Coats|Rose recognizes that Ms. Parker and Mr. Kahn have been the primary Attorneys for the District for many years, and that Coats|Rose is willing to resign as legal counsel to the District, if the District so desires, and (3) that Coats|Rose is willing to waive the fourteen (14) day termination notice period.

Upon motion duly made by Director Strickland, seconded by Director Stevens, the Board unanimously voted to terminate the District's contract with Coats|Rose and to authorize the President to acknowledge the aforesaid letter.

**ENGAGE SANFORD KUHL KUGLE PARKER HAGAN, LLP**

The Board next considered engaging SKKPH as general counsel and bond counsel for the District. The Board recognized Mr. Kahn, who presented a legal fee agreement outlining the terms of such services. Mr. Kahn noted that the terms and rates were similar to the provisions contained in the District's prior agreement with Coats|Rose, including rates and termination clause.

Upon motion duly made by Director Strickland, seconded by Director Stevens, the Board unanimously voted to hire SKKPH as the District's general counsel and bond counsel.

**AMENDED AND RESTATED RESOLUTION REGARDING POSTING NOTICES OF MEETINGS**

Consideration was next given to a proposed Amended and Restated Resolution Regarding Posting Notice of Meetings.

Upon motion duly made by Director Strickland, seconded by Director Stevens, the Board voted unanimously to approve the Amended and Restated Resolution Regarding Posting Notice of Meetings, a copy of which is on file in the official records of the District.

**AMENDED AND RESTATED RESOLUTION ESTABLISHING ADMINISTRATIVE OFFICE AND MEETING PLACE OF THE DISTRICT**

Consideration was then given to a proposed Amended and Restated Resolution Establishing Administrative Office and Meeting Place of the District. Mr. Kahn explained that the meeting place designation would need to be published in a newspaper of general circulation in Harris County

Upon motion duly made by Director Strickland, seconded by Director Stevens, the Board voted unanimously to approve the Amended and Restated Resolution Establishing Administrative Office and Meeting Place of the District, a copy of which is on file in the official records of the District, and to authorize the District's Attorney to have a notice of such designation published in a newspaper of general circulation in Harris County.

**PARKS AND RECREATION MANAGER'S REPORT**

The Board recognized Mr. Dellinger, who presented the Parks and Recreation Manager's Report.

Mr. Dellinger discussed the continued problem with condensation in the attic of the District's fitness center.

The Board noted that no action is needed in connection with the Parks and Recreation Manager's Report.

**PEACE OFFICER'S REPORT**

The Board recognized Mr. Beck, who presented the Peace Officer's Report.

The Board noted that no action is needed in connection with the Peace Officer's Report.

**WATER AND SEWER OPERATION MANAGER'S REPORT**

No report was offered.

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

APPROVED THIS February 10, 2010

  
Secretary, Board of Directors