

**MINUTES OF REGULAR MEETING
OF
WINDFERN FOREST UTILITY DISTRICT**

November 17, 2015

The Board of Directors of Windfern Forest Utility District of Harris County, Texas, met in regular session, open to the public, at a regular meeting place inside the boundaries of the District, at the Windfern Forest Utility District Administration Building ("DAB"), 14410 Mauna Loa Drive, Houston, Texas, on November 17, 2015, and the roll was called of the duly constituted officers and members of the Board, to wit:

Eddie Mendel	President
Pat Going	Vice President
Kurt Schoelman	Secretary/Treasurer
Shari North	Assistant Secretary
Karen Hlavenka	Assistant Vice President

and all of said persons were present except Director Schoelman, thus constituting a quorum.

Also present Mary Lutz and Diane Doyle of McLennan & Associates; Ryan Fortner of Wheeler & Associates; Eric Martin and Deano Wright of TOPS; Shawn Sharkey of Jacobs Engineering Group, Inc.; Captain Schultz, Corporal Lopez, and Constable Stephanie Crystal Hall of the Harris County Constable's Office, Precinct 4; and Clark Lord and Debbie Russell of Bracewell & Giuliani LLP.

APPEARANCES BEFORE THE BOARD

There were no appearances before the Board.

SECURITY REPORT

Constable Hall reported on security matters within the District for the month of October 2015.

APPROVE MINUTES

The Board reviewed the minutes of October 20, 2015. Following discussion, upon a motion made by Director Going and seconded by Director North, the Board voted unanimously to approve the minutes of October 20, 2015, as submitted.

BOOKKEEPER'S REPORT, APPROVE PAYMENT OF BILLS AND REVIEW INVESTMENT OF DISTRICT FUNDS

Ms. Doyle presented the bookkeeper's report, a copy of which is attached to these minutes, for the period October 20, 2015 to November 17, 2015. She next reviewed the checks presented for payment, the District's investments and a comparison of actual versus budgeted revenues and expenses for the period ending October 31, 2015.

Following discussion on the bookkeeper's report, upon a motion made by Director North and seconded by Director Hlavenka, the Board voted unanimously to approve the bookkeeper's report, payment of the bills and investment of the District's funds.

TAX ASSESSOR/COLLECTOR'S REPORT AND APPROVE PAYMENT OF BILLS

Mr. Fortner next presented the tax assessor/collector's report for the month of October, a copy of which is attached. He reviewed the report, stating that as of October 2015, the District's 2014 taxes are 99.39% collected and the 2013 taxes are 99.71% collected. Mr. Fortner also presented checks nos. 2533-2540 for payment.

Following discussion on the tax assessor/collector's report, upon a motion made by Director North and seconded by Director Going, the Board voted unanimously to approve the tax assessor/collector's report and payment of the tax bills.

DELINQUENT TAX ATTORNEY REPORT

Mr. Fortner next presented the delinquent tax attorney report prepared by Perdue Brandon Fielder Collins and Mott. He stated that the Perdue Brandon recommended that the Board consider authorizing the termination of water service for delinquent tax accounts. The Board agreed to defer that action until January.

OPERATOR'S REPORT

Mr. Martin presented the operator's report for October 2015, a copy of which is attached to these minutes.

Mr. Martin then reviewed a joint water production and accountability report with the Board and reported that water accountability for the prior month was 95%.

Mr. Martin reported on repairs and maintenance at District facilities.

Mr. Martin next requested the Board's authorization to turn over six delinquent accounts totaling \$841.06 to collections.

Following discussion on the operator's report, upon a motion made by Director Going and seconded by Director North, the Board voted unanimously to approve the operator's report and authorize the operator to turn the six delinquent accounts over to a collection service as requested.

CONDUCT HEARING ON TERMINATION OF WATER SERVICE TO DELINQUENT WATER AND SEWER ACCOUNTS AND AUTHORIZE APPROPRIATE ACTION

The Board next considered termination of utility service to customers with delinquent accounts. Mr. Martin reported that the residents appearing on the termination list were given proper notice and the opportunity to be heard in order to explain, contest or correct the utility service bill and show reason why utility service should not be terminated for reason of nonpayment, all as required by the District's Rate Order and stated there were no appeals from residents.

Following discussion, a motion was made by Director Going to terminate utility service to customers with delinquent accounts. Director North seconded the motion, which carried by unanimous vote.

ENGINEER'S REPORT

The Board next reviewed the engineer's report, a copy of which is attached, including the following matters:

Emergency Generator at Water Plant No. 1

The Board next discussed installation of a generator at water plant no. 1. Mr. Sharkey reported that the electrical engineer who was working on the generator project has resigned. He stated that he would contact Acclaim Energy to determine whether they would take care of the electrical engineering for the project.

Water Well No. 3

Mr. Sharkey stated that he has been trying to reach Alsay regarding the bacteria issue at water well no. 3.

After discussion, Director Going moved that the Board accept the engineer's report. Director Hlavenka seconded the motion and it carried unanimously.

GENERATOR PROJECT

Resolution Approving Financing Terms for the Purchase of a Generator

The Board next considered adopting a Resolution Approving Financing Terms for the Purchase of a Generator. After discussion, Director Going moved that the Board adopt the Resolution as presented. Director Hlavenka seconded the motion and it carried by unanimous vote.

Lease Agreement for the Purchase of a Generator

Mr. Lord next presented a Lease Agreement with Branch Banking and Trust Company for the purchase of a generator. After discussion, Director Going moved that the Board approve

the Lease Agreement as presented. Director Hlavenka seconded the motion and it carried by unanimous vote.

Other Documentation to Complete the Purchase and Financing of the Generator

Upon a motion made by Director Going and seconded by Director Hlavenka, the Board voted unanimously to approve the Energy Management Services Agreement, the Contract for Operation and Maintenance of IDG System, the Use of Proceeds Certificate, the Contract for Purchase of IDG System and the Project Fund Agreement and authorize the District's attorney to take any necessary action to complete the purchase of the generator.

BUILDING OFFICE MANAGER'S REPORT

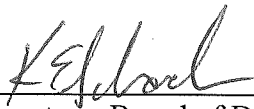
The Board authorized Ms. Lueb to purchase a new computer for the Building office.

REPORT ON MATTERS DISCUSSED AT THE MEETING OF THE WHITE OAK BAYOU JOINT POWERS BOARD

Director Mendel reported on matters discussed at the October meeting.

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





Secretary, Board of Directors

ATTACHMENTS

bookkeeper's report1
tax assessor/collector's report for the month of October2
operator's report for October 20152
engineer's report3