

MINUTES OF SPECIAL MEETING OF THE  
NORTH HARRIS COUNTY REGIONAL WATER AUTHORITY

November 18, 2024

The Board of Directors (the "Board") of the North Harris County Regional Water Authority (the "Authority") met in special session, open to the public, at 6:00 p.m. at the Authority's office located at 3648 Cypress Creek Parkway, Suite 110, Houston, Texas, a public meeting place within the boundaries of the Authority; whereupon, the roll was called of the duly constituted officers and members of the Board, to-wit:

Melissa Rowell	President
Kelly P. Fessler	Vice President
Ron Graham	Secretary
David Barker	Treasurer
Mark Ramsey	Director

All members of the Board were present, thus constituting a quorum. Also attending the meeting were: Mr. Jun Chang, P.E., D.WRE, General Manager for the Authority; Mr. Mark Evans, Director of Planning and Governmental Affairs for the Authority; Mr. Raj Singh, P.E., Engineering Manager for the Authority; Ms. Cynthia Plunkett, Finance Director for the Authority; Ms. Cassandra Medina, Administrative Assistant for the Authority; Paul Walker and Amber Batson of Carollo Engineers, Inc., Program Manager for the Authority; Mr. Carlton McDevitt of Inframark, LLC, Operator for the Authority; Mr. John Howell of The GMS Group, L.L.C., financial advisor to the Authority; and Mr. Andrew P. Johnson, III, attorney, and Ms. Monica Alvarado, paralegal, of Johnson Petrov LLP, general counsel for the Authority. Other members of the public and consultants to the Authority were also present at the meeting. Copies of the public sign-in sheets are attached hereto.

WHEREUPON, the meeting was called to order and evidence was presented that public notice of the meeting had been given in compliance with the law.

CALL TO ORDER

Director Rowell, Board President, called the meeting to order and Mr. Nicholas Fava led the meeting attendees in the recitation of Pledges of Allegiance to the United States and Texas flags.

PUBLIC COMMENT

Mr. Jerry Homan, Mr. Nicholas Fava, and Mr. Ron Chapman addressed the Board.

MESSAGE FROM PRESIDENT AND BOARD MEMBERS

Director Fessler inquired about the Board's general sense of direction with respect to the General Manager's employment agreement.

## BUDGET WORKSHOP

Mr. Chang recognized Ms. Batson, Authority's Deputy Program Manager, who presented to the Board a 2025-2029 Capital Improvement Plan ("CIP"). She then addressed questions from the Board.

Mr. Walker, Authority's Program Manager, then presented to the Board a 2025 Operations & Maintenance budget overview. He then addressed questions from the Board.

Mr. Howell, Authority's Financial Advisor, then discussed the financial impact of the CIP and the Operating Budget.

Ms. Plunkett then discussed the Operating Budget for the fiscal year ending December 31, 2025.

## AUTHORIZE THE GENERAL MANAGER TO ENGAGE INTERNAL CONTROL AUDIT FIRM

Mr. Chang advised the Board that an RFQ for an internal control audit firm was published, that two firms were selected to submit proposals and that Moss Adams was selected for negotiations of a contract. Director Rowell shared her thoughts as a member of the Selection Committee.

Director Fessler moved to authorize the General Manager to negotiate a contract with Moss Adams, and with Directors Fessler, Rowell, Barker, and Ramsey voting aye, and Director Graham voting nay, the motion passed.

## GENERAL MANAGER'S EMPLOYMENT AGREEMENT

Director Fessler inquired the Board about their intent to renew Mr. Chang's Employment Agreement.

Director Fessler moved to retain Mr. Chang as General Manager for the foreseeable future. Mr. Chang responded that he no longer wishes to negotiate his Employment Agreement. Director Fessler then withdrew from the committee that was formed to negotiate Mr. Chang's Employment Agreement.

Director Graham moved to amend Director Fessler's motion to renew Mr. Chang's Employment Agreement for the next three years. Director Graham's amendment passed 3-2 with Directors Graham, Fessler, and Rowell voting aye, and Directors Barker and Ramsey voting nay.

Director Rowell then called for a vote on Director Fessler's motion as amended, to renew Mr. Chang's Employment Agreement for the next three years "as it is." The motion passed 3-1-1 with Director's Fessler, Graham and Rowell voting aye, Director Ramsey voting no, and Director Barker abstaining.

## SUPPLEMENTAL NOTICE OF PUBLIC MEETING

Mr. Johnson discussed with the Board the November 5, 2024 Directors Election and the returns for single-member voting district numbers 4 and 5. He advised that Director Ramsey received the majority vote for district number 4, and Director Fessler received the majority vote for district number 5 with the votes being as follows:

Single – Member Voting District No. 4:  
Mark Ramsey           33,655 votes  
Alan Rendl             10,611 votes

Single – Member Voting District No. 5:  
Kelly Fessler          18,842 votes  
Roy Burroughs        14,633 votes

Director Graham moved to adopt the Order Canvassing Returns and Declaring the Results of the Authority’s November 5, 2024 Directors Election, and with all Directors voting aye, the motion passed.

ELECTION OF OFFICERS

Director Graham moved to keep the existing officers in their respective positions, and after discussion by the Board, with Directors Graham, Fessler, and Rowell voting aye, and Directors Barker and Ramsey voting nay, the motion passed.

NEXT REGULAR MEETING WILL BE MONDAY, DECEMBER 2, 2024.

There was no action taken.

ADJOURNMENT

With no additional matters to discuss, the meeting was adjourned at 8:02 p.m.

[EXECUTION PAGE FOLLOWS]

PASSED, APPROVED AND ADOPTED on the 2<sup>nd</sup> day of December, 2024.

  
Secretary, Board of Directors

