

HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 286

Minutes of Board of Directors Meeting
April 28, 2014

ACTIONS TAKEN

1. The Board of Directors ("Board") voted to approve the proposed First Amended and Restated Strategic Partnership Agreement between the City of Houston, Texas and the District..
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The Board of Harris County Municipal Utility District No. 286 ("District") met in regular session at the Board's regular meeting place, 14902 Jones Road, Houston, Harris, County, Texas on April 28, 2014, in accordance with the duly posted notice of meeting, and the roll was called of the duly constituted officers and members of said Board of Directors, as follows:

David Geaslen, President
Paul D. Nicosia, Vice-President
Michael Rhodes, Secretary
Steve Garner, Assistant Secretary
Rosalind Theriot, Assistant Secretary

All of said persons were present, therefore constituting a quorum.

Also present were Eric Thiry of Environmental Development Partners, L.L.C. ("EDP") and Kara Richardson of Marks Richardson PC ("MRPC").

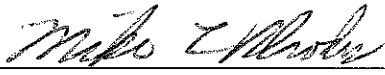
President Geaslen called the meeting to order at 6:00 p.m. and declared it open for such business as might properly come before it.

PUBLIC HEARING

The Board first considered conducting a public hearing on a proposed First Amended and Restated Strategic Partnership Agreement (the "Agreement") with the City of Houston, Texas and the District (**Exhibit A**). In connection therewith, the President Geaslen announced the hearing open and invited members of the public to address the Board on the proposed Agreement. After noting that no one present wished to speak, the President then announced that the hearing was closed. After discussion, Director Theriot made a motion to approve the First Amendment to Strategic Partnership Agreement with the City of Houston and that the President be authorized to execute and the Secretary to attest to same on behalf of the Board and District. Director Rhodes seconded said motion, which unanimously carried.

ADJOURNMENT OF BOARD MEETING

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


Secretary

LIST OF EXHIBITS

April 28, 2014

Exhibit A. First Amended and Restated Strategic Partnership Agreement