

**MINUTES OF MEETING OF  
BOARD OF DIRECTORS OF WELLS BRANCH  
MUNICIPAL UTILITY DISTRICT**

December 6, 2005

THE STATE OF TEXAS           §  
  §  
COUNTIES OF TRAVIS       §  
  §  
AND WILLIAMSON           §

A regular meeting of the Board of Directors of Wells Branch Municipal Utility District was held on December 6, 2005, at the Wells Branch Community Center, 2106 Klattenhoff Drive, Austin, Texas. The meeting was open to the public and notice was given as required by the Texas Open Meetings Act. A copy of the Certificate of Posting of the Notice is attached as Exhibit "A".

The roll was called of the members of the Board:

Charles R. Walters	-	President
Donna Howe	-	Vice President
Robert J. O'Donnell	-	Secretary
Joy Smith	-	Treasurer and Assistant Secretary
Janet Maxey	-	Assistant Secretary-Treasurer

and all of the Directors were present, except Director O'Donnell, thus constituting a quorum. Also present at the meeting were Don Williams, District Manager; Diane Johnson of the District Manager's office; Margret Wingrove of ECO Resources, Inc.; Robert Ferguson of Murfee Engineering; Richard Fadal of TexaScapes, Inc.; Mike Howe and Doug Maxey, residents of the District; John Bartram and Denise Motal of Armbrust & Brown, L.L.P.; and Rick Carter and Ashley Bartram, observers at the meeting.

Director Walters called the meeting to order at 6:02 p.m., and recognized Mr. Williams for purposes of receiving a report from the District's Manager. Mr. Williams stated that he had nothing to report.

Director Walters then recognized Mr. Bartram for purposes of receiving a report from the District's attorney. Mr. Bartram noted that the District's lease for the composting site was set to expire at the end of December. He stated that the landowner was willing to renew the lease, subject to a few modifications, including a five year term with no automatic renewal, an increase in rent from \$12,000 per year to \$15,000 per year, and the ability to relocate the composting site to another similar location in the event all or a portion of the leased premises are sold. Mr. Bartram presented the draft Composting Site Lease Agreement, noting that it was based on the form of lease currently in effect, but incorporated the modifications proposed by the landlord. After discussion, upon motion by Director Smith and second by Director Maxey, the Board voted unanimously to approve the renewed Composting Site Lease Agreement attached as Exhibit "B".

Director Walters then recognized Mr. Ferguson for purposes of receiving a report from the District's engineer. Mr. Ferguson presented and reviewed the engineering report attached as Exhibit "C". He concluded by noting that the \$45,000 park contribution from the developer of the Ponderosa development on Owen Tech (Lot 4, Block B, Wells Branch Phase U) had been received earlier that day.

Director Walters stated that the Board would next receive citizens' communications. There being none, Director Walters then questioned whether there was any further business to come before the Board. There being none, the meeting was adjourned at 6:08 p.m.

(SEAL)

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Joy Smith, Treasurer and Assistant Secretary  
Board of Directors

Date: 1-3-06