

**MINUTES OF MEETING
OF THE
BOARD OF DIRECTORS**

THE STATE OF TEXAS §
COUNTY OF GALVESTON §
GALVESTON COUNTY WATER CONTROL & IMPROVEMENT DISTRICT NO. 12 §

The Board of Directors of Galveston County Water Control & Improvement District No. 12 (the “District”) met in special session, open to the public, at its regular meeting place inside the boundaries of the District, on May 29, 2015; whereupon, the roll was called of the members of the Board of Directors, to-wit:

Ed Linck	President
Bill Kerber	Vice President
Nancy McDonald	Secretary
Terri Gale	Assistant Secretary
Linda Merryman	Assistant Secretary

All members of the Board of Directors were present.

Also present were Chris Richardson of Strawn & Richardson, P.C.; and Ed Holdgraf of Municipal District Services, LLC.

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

1. ACCEPT DIRECTOR’S RESIGNATION AND APPOINT SUCCESSOR.

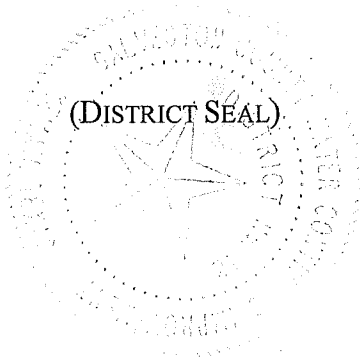
Director Kerber presented his resignation from the Board of Directors. He stated he has been appointed to the City Council of the City of Kemah. Director Linck accepted Director Kerber’s resignation and recommended Greg Collins be appointed to complete Director Kerber’s unexpired term of May 14, 2016. Director McDonald stated it would be nice if there were two

directors from Kemah, two directors from Clear Lake Shores and one director from Lazy Bend. Director Kerber stated he never said that and the Board should be above politics; he stated the Board should represent the whole District, and the area should have already reached a point where those dividing lines have no purpose. Director Merryman stated evenly representing the two cities and Lazy Bend is not necessarily political; there is good reason for all constituents to feel represented. Director Linck stated Mr. Collins will not run for re-election at the end of the term and the seat will be up for election next year; he has done the same at the City of Kemah, to fill a vacancy only until the expiration of the current term.

Following further discussion, a motion was made by Direct Linck, seconded by Director Gale to accept the resignation of Director Kerber, appoint Greg Collins to fill the unexpired term of Director Kerber and to approve the Order Appoint Resignation of a Director and Appointing a Successor, a copy of which is attached as Exhibit "A". Said motion carried with a vote of four in favor, none opposed and Director Merryman abstaining because a "walking quorum" has happened.

2. **ADJOURNMENT.** There being no further business, it was moved, seconded and unanimously carried that the meeting be adjourned.

PASSED, ADOPTED and APPROVED this 8th day of June, 2015.



Nancy McDonald
Secretary