

MINUTES OF MEETING OF BOARD OF DIRECTORS  
March 10, 2008

THE STATE OF TEXAS  
COUNTY OF FORT BEND  
FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 81

The Board of Directors (the "Board") of Fort Bend County Municipal Utility District No. 81 (the "District") met in special session, open to the public, at the offices of Fulbright & Jaworski L.L.P., Houston, Texas 77010, on March 10, 2008, at 9:30 a.m.; whereupon roll was called of the directors, to-wit:

President	-	J.B. DuBois, Jr.
Vice President	-	John A. Brinsko
Secretary	-	Victor J. Zdunkewicz
Assistant Secretary	-	Joseph Ray LeBlanc
Treasurer	-	Robert Machen

All members of the Board were present. Also attending all or part of the meeting were Mr. Matthew May of WCA Waste Corporation ("WCA"); and Mr. Adrian Patterson and Ms. Nancy Green of Fulbright & Jaworski L.L.P. ("F&J"), attorney for the District.

The meeting was called to order and, in accordance with notice posted pursuant to law, copies of certificates of posting of which are attached hereto as *Exhibit A*, the following business was transacted:

1. **Consider and approve WCA garbage contract.** The President reviewed with the Board the garbage contract update letter, a copy of which is attached hereto as *Exhibit B*. The Board discussed sending the letter to residents as notification of the garbage service change. The Board also reviewed the WCA proposal, a copy of which is attached hereto as *Exhibit C*. The Board stated that contract amount is \$21 per home per month. The President stated that the contract does not include recycling service. Extensive discussion ensued regarding the negotiation of terms, right of assignment, service schedules and verbiage in the contract with WCA. Upon motion by Director Brinsko, seconded by Director LeBlanc, after full discussion and the question being put to the Board, the Board voted unanimously to approve the WCA contract at \$21 per home per month and to amend the Rate Order at the April meeting.

The Board recognized Mr. May who reviewed the contract update letter. Mr. May stated that WCA could provide the Board a copy of the WCA welcome letter as notification to the District's residents of the garbage service change and contact numbers for customer complaints.

The Board requested that at the end of the contract term, the advance written notice of cancellation given to or by either party be changed from 60 days to 90 days.

The Board discussed WCA billing, District boundaries for service and WCA insurance coverage. Mr. May stated that he would contact the operator to determine the number of tap connections and the number of builder homes for billing the District. Mr. May also requested a copy of the District's maps and street names for WCA employees. Ms. Green stated that she would forward a District information sheet to Mr. May so that he could contact the operator and the engineer to obtain the proper information. Mr. May stated that he would send a copy of the WCA insurance coverage to the District.

The Board discussed the service schedule. In response to a question from Director Brinsko, Mr. May stated that the garbage schedule could be subject to change from Wednesday and Saturday service to Tuesday and Friday or Monday and Thursday service, contingent upon WCA's contract negotiations with other entities. It was the Board preference to change the service dates from Wednesday and Saturday to either Tuesday and Friday or Monday and Thursday, if given the opportunity. Mr. May stated that he would notify the District after Wednesday as to which dates the District would receive service.

The Board requested that Mr. Patterson revise the WCA contract according to the agreed-upon changes and forward the revised contract to the Board for review.

Upon motion by Director Brinsko, seconded by Director LeBlanc, after full discussion and the question being put to the Board, the Board voted unanimously to adjourn the meeting.

THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD, the meeting was adjourned.

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The above and forgoing minutes were passed and approved by the Board of Directors on \_\_\_\_\_.

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President, Board of Directors

ATTEST:

\_\_\_\_\_  
Secretary, Board of Directors