

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

October 29, 2009

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

A special meeting of the Board of Directors of Wells Branch Municipal Utility District was held on October 29, 2009, 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 |
| Janet Maxey | - | Secretary |
| Joy Smith | - | Treasurer |
| Tom Cheshire | - | Assistant Secretary-Treasurer |

and all of the Directors were present, thus constituting a quorum. Also present at the meeting were Jesse L. Kennis II, District Manager; and John Bartram of Armbrust & Brown, L.L.P.

Director Walters called the meeting to order at 6:35 p.m. and announced that the Board would convene in executive session to receive legal advice from the District's attorney regarding employee benefits and health insurance coverage, as permitted by Section 551.071 of the Texas Government Code. At 7:25 p.m., the Board reconvened in open session, and Director Walters stated that no action had been taken during executive session. Director Cheshire then moved that the Board delegate the authority to investigate and make a determination regarding a director's eligibility to participate in the District's health care plan to an ad hoc committee comprised of the disinterested Board members, namely Directors Walters and Maxey. Upon second by Director Maxey, the motion passed unanimously.

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

(SEAL)



Janet Maxey, Secretary
Board of Directors

Date: 11-3-09