

**MINUTES OF MEETING
OF
BOARD OF DIRECTORS**

THE STATE OF TEXAS §

COUNTY OF WILLIAMSON §

WILLIAMSON COUNTY MUNICIPAL UTILITY DISTRICT NO. 9 §

The Board of Directors (the "Board") of Williamson County Municipal Utility District No. 9 (the "District") met in regular session, open to the public at 8217 Shoal Creek Boulevard, Suite 200, Austin, Texas, its office outside the boundaries of the District on August 9, 2010; whereupon the roll was called of the Board of Directors, to-wit:

| | |
|----------------|-------------------------------|
| Douglas Mink | President |
| Allen Douthitt | Vice President |
| Mike Asbury | Secretary |
| Leslie Alger | Assistant Secretary/Treasurer |
| Keith E. Young | Assistant Secretary |

All members of the Board of Directors were present at the commencement of the meeting. All members present voted on all items that came before the Board. Also present were Andrew Hunt of SouthWest Water Company ("SWC"), general manager of the District; David Gray and John Hines of Gray Jansing & Associates, Inc. ("GJA"), engineers of the District; Lisa Adkins with Municipal Accounts & Consulting, LP ("MAC"), bookkeeper of the District; Tammy Kasper, legal assistant of Shackelford, Melton & McKinley, LLP ("SMM"), attorneys for the District; and Chris Lane with SAMCO Capital Markets, Inc.

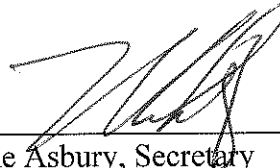
WHEREUPON, the meeting was called to order and evidence was presented that public notice of the meeting had been given in compliance with the law.

1. The Board recognized Chris Lane with SAMCO who passed out the Tax Rate Summary containing tax calculations for setting the District's tax rate for fiscal year 2011. Ms. Lane went over the calculations in great detail and stated that the District could lower its debt service rate by five cents. Ms. Adkins with MAC advised the Board that that they might want to move the five cents to the District's maintenance and operations tax rate due to the projects that the District was considering in the upcoming future. Mr. Hunt with SWC stated that the City of Round Rock would be increasing water and sewer rates charged to the City's customers by 9.7% in water and 11% in sewer, and that the District's rate order would need to be amended accordingly in the future.

The Board reviewed the budget items in detail, however no action was taken. Ms. Adkins stated there would be an item on the August 16 agenda regarding amending the 2009-2010 Budget.

There being no further business to come before the Board of Directors, upon motion by Director Asbury, seconded by Director Young and unanimously carried, the meeting was adjourned.

PASSED, APPROVED AND ADOPTED this 16th day of August, 2010.



Mike Asbury, Secretary

[District Seal]