

**KAREGNONDI WATER AUTHORITY
ACTION IN GENESEE COUNTY, MICHIGAN**

RESOLUTION NO. 2010-03

A RESOLUTION APPOINTING LEGAL COUNSEL TO ADVISE THE
KAREGNONDI WATER AUTHORITY BOARD IN THE PROPER
PERFORMANCE OF ITS DUTIES AND REPRESENT THE KAREGNONDI WATER
AUTHORITY IN ACTIONS BROUGHT BY OR AGAINST THE AUTHORITY

At a special meeting of the Karegnondi Water Authority Board, acting in
Genesee County, Michigan, held on October 26, 2010, at 3 p.m., local time.

PRESENT: Dayne Walling, Greg Alexander, John Cosens, Dale Kerbyson, Jeff Wright
ABSENT: None

The following preamble and resolution were offered by Jeff Wright and Seconded
by John Cosens:

PREAMBLE:

WHEREAS, ARTICLE XVII of the Articles of Incorporation of the Karegnondi
Water Authority authorize the Karegnondi Water Authority Board ("Board") to retain
legal counsel to advise the Board in the proper performance of its duties and represent
the Karegnondi Water Authority ("Authority") in actions brought by or against the
Authority.

WHEREAS, SECTION XIII of the Authority's Bylaws further allow the Board to
retain bond counsel.

NOW, THEREFORE, BE IT RESOLVED THAT:

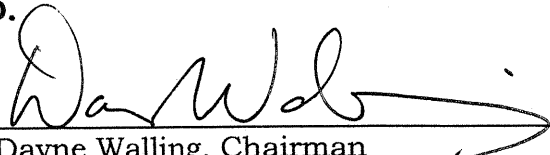
The Board hereby appoints Attorney Kevin Kilby of McGraw Morris as the legal
counsel to advise the Board in the proper performance of its duties and represent the
Karegnondi Water Authority ("Authority") in actions brought by or against the
Authority.


NOW, THEREFORE, BE IT RESOLVED THAT:

The Board hereby appoints Attorney Michael McGee of Miller, Canfield, Paddock, and Stone as bond counsel to perform legal services as directed by the Board.

VOICE VOTE: Motion carried on unanimous voice vote.

RESOLUTION 2010-03 DECLARED ADOPTED.

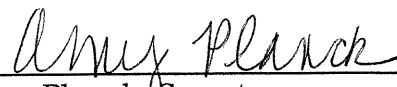

Dayne Walling, Chairman
Karegnondi Water Authority


Amy Planck, Secretary
Karegnondi Water Authority

STATE OF MICHIGAN)
) ss:
COUNTY OF GENESEE)

I, Amy Planck, Secretary of the Karegnondi Water Authority Board, do hereby certify the foregoing is a true and complete copy of Resolution 2010-03 adopted by the Karegnondi Water Authority Board, acting in Genesee County, at a special meeting held on October 26, 2010, and that public notice of said meeting was given pursuant to Act 267 of the Michigan Public Acts of 1976, as amended, including in the case of a special or rescheduled meeting, notice by publication or posting at least eighteen (18) hours prior to the time set for the meeting.

IN WITNESS WHEREOF, I have affixed my official signature on the 23rd day of November, 2010.


Amy Planck, Secretary
Karegnondi Water Authority

Prepared by Undersecretary
Janis M. Wells