

V.A.H.B.

CONFLICT OF INTEREST QUESTIONNAIRE

FORM CIQ

For vendor or other person doing business with local governmental entity

This questionnaire is being filed in accordance with chapter 176 of the Local Government Code by a person doing business with the governmental entity.

By law this questionnaire must be filed with the records administrator of the local government not later than the 7th business day after the date the person becomes aware of facts that require the statement to be filed. See Section 176.006, Local Government Code.

A person commits an offense if the person violates Section 176.006, Local Government Code. An offense under this section is a Class C misdemeanor.

OFFICE USE ONLY

Date Received

Harris County
Municipal Utility
District No. 172

1 Name of person doing business with local governmental entity.

Smith, Murdaugh, Little & Bonham, L.L.P.

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Check this box if you are filing an update to a previously filed questionnaire.

(The law requires that you file an updated completed questionnaire with the appropriate filing authority not later than September 1 of the year for which an activity described in Section 176.006(a), Local Government Code, is pending and not later than the 7th business day after the date the originally filed questionnaire becomes incomplete or inaccurate.)

3 Describe each affiliation or business relationship with an employee or contractor of the local governmental entity who makes recommendations to a local government officer of the local governmental entity with respect to expenditure of money.

Smith, Murdaugh, Little & Bonham, L.L.P. (the "Firm") has been engaged to represent the governmental entity reflected in Question No. 1 of Form CIQ ~~to which this exhibit is attached~~ (the "Governmental Entity") to serve as general counsel and as bond counsel. The Governmental Entity has engaged a financial advisor, engineer, tax assessor, auditor, bookkeeper and operator and may from time to time engage other consultants or service providers. The Firm, through its individual attorneys, works closely with the Governmental Entity, consultants and service providers to assist in every aspect of the Governmental Entity's business, which often includes the expenditure of money. However, unless otherwise disclosed in the Form CIQ ~~to which this exhibit is attached~~, neither the Firm nor individual partners or associates of the Firm derives any pecuniary benefit from any relationship with a consultant or service provider other than payment by the Governmental Entity for legal services rendered.

4 Describe each affiliation or business relationship with a person who is a local government officer and who appoints or employs a local government officer of the local governmental entity that is the subject of this questionnaire.

None

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5 Name of local government officer with whom filer has affiliation or business relationship. (Complete this section only if the answer to A, B, or C is YES.)

None

This section, item 5 including subparts A, B, C & D, must be completed for each officer with whom the filer has affiliation or business relationship. Attach additional pages to this Form CIQ as necessary.

A. Is the local government officer named in this section receiving or likely to receive taxable income from the filer of the questionnaire?

Yes

No

B. Is the filer of the questionnaire receiving or likely to receive taxable income from or at the direction of the local government officer named in this section AND the taxable income is not from the local governmental entity?

Yes

No

C. Is the filer of this questionnaire affiliated with a corporation or other business entity that the local government officer serves as an officer or director, or holds an ownership of 10 percent or more?

Yes

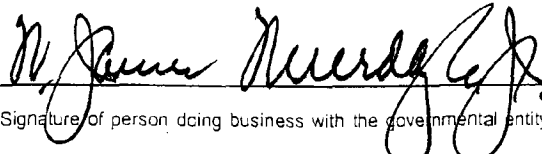
No

D. Describe each affiliation or business relationship.

6 Describe any other affiliation or business relationship that might cause a conflict of interest.

See attached, if applicable.

7


Signature of person doing business with the governmental entity


Date

Harris County Municipal Utility District No. 172

Answer No. 6

Notwithstanding the foregoing, the Firm represents Harris County Municipal Utility District No. 155 which has Agreements with the Governmental Entity for participation in and expansion of a regional sewage treatment plant and for the interim lease of sewage treatment capacity (the "Agreements"). The Firm assisted in drafting the Agreements and is available, if necessary, to advise both parties to the Agreements as to their respective rights and obligations under the Agreements. The potential conflict created by representation of both parties in this matter has been disclosed to the Governmental Entity.