Exhibit B

RESOLUTION NO 03-003
LONE STAR GROUNDWATER CONSERVATION DISTRICT

RESOLUTION RELATING TO A 401(a) MONEY PURCHASE PLAN

ACCOUNT NUMBER: 108450

WHEREAS, the Lone Star Groundwater Conservation District has employees rendering valuable services; and

WHEREAS, the establishment of a money purchase retirement plan benefits employees by providing funds for retirement and funds for their beneficiaries in the event of death; and

WHEREAS, the Lone Star Groundwater Conservation District desires that its money purchase retirement plan be administered by the ICMA Retirement Corporation and that the funds held under such plan be invested in the ICMA Retirement Trust, a trust established by public employers for the collective investment of funds held under their retirement and deferred compensation plans:

NOW THEREFORE, BE IT RESOLVED that the Lone Star Groundwater Conservation District hereby establishes or has established a money purchase retirement plan (the "Plan") in the form of:

> The ICMA Retirement Corporation Governmental Money Purchase Plan & Trust, pursuant to the specific provisions of the Adoption Agreement (executed copy attached hereto).

The plan will be maintained for the exclusive benefit of eligible employees and their beneficiaries; and

BE IT FURTHER RESOLVED that the Lone Star Groundwater Conservation District hereby executes the Declaration of Trust of the ICMA Retirement Trust, attached hereto, intending this execution to be operative with respect to any retirement or deferred compensation plan subsequently established by the Employer, if the assets of the plan are to be invested in the ICMA Retirement Trust.

BE IT FURTHER RESOLVED that the Lone Star Groundwater Conservation District hereby agrees to serve as trustee under the Plan and to invest funds held under the Plan in the ICMA Retirement Trust;

BE IT FURTHER RESOLVED that the General Manager shall be the coordinator for the Plan; shall receive reports, notices, etc., from the ICMA Retirement Corporation or the ICMA Retirement Trust; shall cast, on behalf of the Employer, any required votes under the ICMA Retirement Trust, may delegate any administrative duties relating to the Plan to appropriate departments; and is authorized to execute all necessary agreements with the ICMA Retirement Corporation incidental to the administration of the Plan; and

Exhibit B

BE IT FURTHER RESOLVED that the provisions of this Resolution shall be effective as August 1, 2003 and shall remain in effect until modified by action of the Board of Directors, and all prior actions or resolutions in conflict with this resolution are hereby repealed.

AND IT IS SO ORDERED.
PASSED AND APPROVED THIS 17th day of September, 2003.

Richard J. Tramm, President,

I, the undersigned, Paula J. Hargis, Secretary of the Lone Star Groundwater Conservation District, a political subdivision of the State of Texas organized and existing under the laws of the State of Texas, do hereby certify that the following resolutions were duly adopted by the Board of Directors of said political subdivision on September 17, 2003 and are now in full force and effect:

IN WITNESS WHEREOF, I have hereunto set my hand and seal of said political subdivision the 17th day of September, 2003.

Paula J. Hargis, Secretary

THE STATE OF TEXAS §

COUNTY OF MONTGOMERY §

This instrument was acknowledged before me on the 17th day of September, 2003, by Paula J. Hargis, Secretary of the Lone Star Groundwater Conservation District, a political subdivision of the State of Texas, on behalf of said political subdivision.

MARLA E. BREWER NOTARY PUBLIC STATE OF TEXAS EXPIRES 05-20-2006

Marla E. Brewer, Notary Public
My commission expires: 5/20/06