

MINUTES  
HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 383

October 22, 2024

The Board of Directors (the "Board") of Harris County Municipal Utility District No. 383 (the "District") met in special session, open to the public, on the 22<sup>nd</sup> day of October, 2024, at Municipal Accounts & Consulting, L.P., 1281 Brittmoore Road, Houston, Texas 77043, outside the boundaries of the District, and the roll was called of the members of the Board:

John Porea	President
John J. Ryan	Vice President
Jeffrey Peters	Secretary
Jean M. Casagrande	Assistant Secretary
Jody Chouinard	Assistant Vice President

and all of the above were present, thus constituting a quorum.

Also present at the meeting were: Cindy Grimes and Tyler Leggett of Municipal Accounts & Consulting, L.P. ("MAC"); James Parker, Margaret Dvoracek and John Lacy of Pape-Dawson Engineers, Inc. ("Pape-Dawson"); Scott Shelnett of Municipal Operations & Consulting, Inc. ("MOC"); Christine Crotwell of Masterson Advisors LLC ("Masterson"); Kathryn Foss of Municipal Financial Services ("MFS"); and Adisa Harrington and Whitney Lington of Allen Boone Humphries Robinson LLP.

RECEIVE AND REVIEW ANNUAL EVO PRESENTATION AND UPDATE ON 10-YEAR BUDGET FORECAST FROM MUNICIPAL FINANCIAL SERVICES AND, IF APPROPRIATE, AMEND THE DISTRICT'S RATE ORDER

Ms. Foss reviewed the EVO Dashboard report prepared by MFS, a copy of which is attached.

The Board inquired about water and wastewater connections in the District.

PUBLIC COMMENTS

There were no comments from the public.

UNLIMITED TAX BONDS, SERIES 2024

REVIEW BIDS AND AWARD SALE OF THE DISTRICT'S \$3,830,000 UNLIMITED TAX BONDS, SERIES 2024

Ms. Crotwell stated that the Board received six bids for the District's \$3,830,000 Unlimited Tax Bonds, Series 2024 (the "Series 2024 Bonds"). Ms. Crotwell reviewed the bid results, a copy of which is attached. The Board

considered awarding the sale of the Series 2024 Bonds. Ms. Crotwell stated she verified the accuracy of the bids and recommended that the Board accept the bid with the lowest net effective interest rate submitted by The Baker Group.

ADOPT RESOLUTION AUTHORIZING THE ISSUANCE OF THE DISTRICT'S \$3,830,000 UNLIMITED TAX BONDS, SERIES 2024

The Board considered adopting a Resolution Authorizing the Issuance of the District's Series 2024 Bonds (the "Resolution").

APPROVE PAYING AGENT/REGISTRAR AGREEMENT

The Board next considered execution of a Paying Agent/Registrar Agreement with The Bank of New York Mellon Trust Company, N.A. ("BONY").

APPROVE OFFICIAL STATEMENT

The Board next considered approving the Official Statement for the Series 2024 Bonds. Ms. Crotwell explained that the Preliminary Official will be updated to include information regarding the bond sale.

EXECUTION OF CERTIFICATE REGARDING PROVISION OF FINANCIAL ADVICE

Ms. Harrington presented and reviewed the Certificate Regarding Provision of Financial Advice reflecting that ABHR has not provided financial advice to the Board concerning the issuance of the Series 2024 Bonds and that the Board has relied on the Financial Advisor for financial advice.

AUTHORIZE THE BOARD OF DIRECTORS TO SIGN ALL DOCUMENTS RELATING TO THE BOND SALE AND AUTHORIZE ATTORNEY AND FINANCIAL ADVISOR TO TAKE ALL NECESSARY ACTION TO DELIVER BONDS TO THE PURCHASER

Ms. Harrington next explained that there will be various documents related to delivery of the Series 2024 Bonds requiring execution by the directors prior to closing. She requested authorization for the Board of Directors to execute documents necessary in connection with the transaction and authorization for the District's attorney and financial advisor to take all necessary action to deliver the Series 2024 Bonds to the purchaser.

APPROVE PAYMENT TO ATTORNEY GENERAL RELATING TO BOND ISSUE  
TRANSCRIPT REVIEW

The Board considered authorizing payment to the Attorney General of the State of Texas (the "Attorney General") of \$3,830.00 relating to the transcript review for the Series 2024 Bonds.

EXECUTION OF AMENDMENT TO INFORMATION FORM

Ms. Harrington stated that the Texas Water Code requires the District to file an Amendment to the Information Form with Harris County and the Texas Commission on Environmental Quality ("TCEQ") in order to reflect the bonds issued by the District. She then reviewed the Amendment to the Information Form with the Board.

Following review and discussion, Director Peters moved to: (1) award the sale of the Series 2024 Bonds to The Baker Group with a net effective interest rate of 3.948611%; (2) adopt the Resolution; (3) approve the Paying Agent/Registrar Agreement; (4) approve the Official Statement; (5) authorize execution of the Certificate Regarding Provision of Financial Advice; (6) authorize the Board to sign all documents related to the sale and delivery of the Series 2024 Bonds and authorize the District's attorney and financial advisor to take all necessary action to deliver the Series 2024 Bonds; (7) approve payment to the Attorney General relating to the transcript review for the Series 2024 Bonds; and (8) authorize execution of the Amendment to the Information Form and direct that it be filed with the TCEQ and the official property records of the Harris County Clerk. Director Casagrande seconded the motion, which carried unanimously.

The Board inquired about interest rates on previously issued bonds.

FINANCIAL AND BOOKKEEPING MATTERS, INCLUDING AMEND BUDGET FOR  
FISCAL YEAR MARCH 31, 2025, IF APPROPRIATE

Ms. Grimes and Mr. Leggett distributed and reviewed the bookkeeper's report from the October 2, 2024 Board meeting, along with the budget for Fiscal Year 2025, copies of which are attached.

Ms. Grimes discussed the 2024 operations and maintenance tax and the impact on the budget for Fiscal Year 2025.

The Board reviewed capital outlay projects listed in the budget for Fiscal Year 2025.

The Board discussed listed expenditures in the budget and amendments needed to certain budget line items.

Ms. Grimes stated an amended budget for Fiscal Year 2025 will be presented at the November Board meeting.

ENGINEERING MATTERS, INCLUDING CAPITAL IMPROVEMENT PLAN AND PROJECT FUNDING

Mr. Parker reviewed the joint Capital Improvement Plan ("CIP") with Harris County Municipal Utility District No. 367 ("MUD 367").

The Board inquired about projects listed in the CIP. Discussion ensued regarding the anticipated timelines and costs for certain projects. The Board then discussed the status of generators at District lift stations.

Mr. Parker updated the Board on a request from NewQuest for the District to accept and maintain the detention pond located at Boudreaux Road and the Grand Parkway. Discussion ensued regarding associated costs and maintenance of the detention pond. The Board concurred to discuss the matter further at the October Operations Subcommittee meeting.

REPORTS FROM DIRECTORS AND DISTRICT CONSULTANTS ON DISTRICT MATTERS

The Board discussed Acclaim Energy's generator microgrid program. Following discussion, the Board concurred not to receive a presentation from Acclaim Energy at this time.

The Board inquired about the status of repairs at Dove Manor pond, Northlake pond and Crescent Clover pond. Discussion ensued regarding water levels of the ponds and potentially using the District's make-up well to add water to the ponds. The Board requested for MOC to conduct a site visit of the ponds and address any water level issues at the ponds.

Director Chouinard updated the Board on District information to be shared in the Stable Magazine.

The Board discussed the headwall repair for the detention pond located in The Grove. The Board requested for Pape-Dawson to present a quote for the repair at the next Board meeting.

Ms. Harrington updated the Board on the four pending easements in connection to NewQuest's retail tract: (i) Sanitary Sewer Easement for 0.1167 acres; (ii) Sanitary Sewer Easement for 0.0263 acres; (iii) Water Line Easement for 0.2289 acres; and (iv) Waterline Easement for 0.0811 acres. Ms. Harrington stated the easements were approved at the October Board meeting and are now ready for signature.

CONSIDER REQUEST FOR DISTRICT CONSENT TO ASSIGNMENT OF DEVELOPMENT FINANCING AGREEMENT BETWEEN THE DISTRICT AND BOUDREAUX TEXAS INVESTMENT, LP AND, IF APPROPRIATE, AUTHORIZE EXECUTION OF RELATED CONSENT DOCUMENTATION

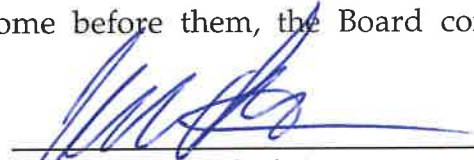
Ms. Harrington reported that Boudreaux Texas Investment, LP (“Boudreaux”) is seeking the District’s consent to Boudreaux’s assignment of its reimbursement rights under the Development Financing Agreement with the District to First Horizon Bank. She then presented a Consent to Assignment of Development Financing Agreement. Following review and discussion, Director Porea moved to approve the Consent to Assignment and direct it be filed appropriately and retained in the District’s official records. Director Casagrande seconded the motion, which passed unanimously.

The Board discussed the UCL deposit for Boudreaux Business Park. The Board concurred for MAC to request an additional \$25,000.00 deposit from Boudreaux to cover District engineering expenses associated with construction of the Boudreaux Business Park detention pond.

There being no further business to come before them, the Board concurred to adjourn the meeting.

(SEAL)



  
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Secretary, Board of Directors

LIST OF ATTACHMENTS TO MINUTES

	Minutes
	<u>Page</u>
EVO report .....	1
Bid results for Series 2021A Bonds .....	1
Bookkeeper's report.....	3
Budget for Fiscal Year March 31,2025 .....	3