MINUTES OF MEETING OF THE BOARD OF DIRECTORS

JUNE 27, 2017

STATE OF TEXAS	8
COUNTY OF HARRIS	83
NORTHWEST HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 28	8

The Board of Directors (the "Board") of Northwest Harris County Municipal Utility District No. 28 (the "District"), noticed a regular session, open to the public, to be held at 6:30 p.m., on Tuesday, June 27, 2017, at 20811 Normandy Forest Drive, Spring, Texas 77388, a designated meeting place located inside the boundaries of the District. Whereupon, at 6:33 p.m., the roll was called of the members of the Board, to-wit:

E. Dwight Osteen, II - President
Thomas Pratt - Vice President
Richard C. Doll - Secretary

Denenan A. Bennett - Assistant Secretary
Troy Zuckero - Assistant Secretary

All members of the Board were present, thus constituting a quorum. Copies of the notices are attached hereto.

Also present at the meeting were Vicki Busboom of VLB Bookkeeping Services ("VLB"), Bookkeeper for the District; Mark Adams of Bleyl & Associates ("Bleyl"), Engineers for the District; David Ferrier of Equi-Tax,Inc. ("Equi-Tax"), Tax Assessor for the District; and Robb Clark of Hays Utility South ("Hays"), Operator for the District. The following persons attended a portion of the meeting: Dimitri Millas of Norton Rose Fulbright; Howard Cohen of Schwartz Page & Harding; and Maria S. Parker, Joshua J. Kahn, Ryan LaRue, and Deidra Daniels (paralegal) of Sanford Kuhl Hagan Kugle Parker Kahn LLP.

MINUTES

The Minutes of the Meetings of May 23, 2017, and May 31, 2017, were not presented for approval.

CONSTABLE'S REPORT

No report was offered.

WEBSITE REPORT

The Board recognized Director Bennett who, on behalf of Off Cinco, presented the Website Report.

The Board noted that no action was necessary in connection with the Website Report. A copy of the Report is on file in the official records of the District.

ENGINEER'S REPORT

The Board recognized Mr. Adam, who presented to and reviewed with the Board the Engineer's Report, a copy of which is on file in the official records of the District.

Upon motion duly made and seconded, and after full discussion, the Board voted unanimously to approve the Engineer's Report, as submitted.

TAX ASSESSOR-COLLECTOR'S REPORT

The Board recognized Mr. Ferrier, who presented to and reviewed with the Board the Tax Assessor-Collector's Report, a copy of which is on file in the official records of the District.

Upon motion duly made and seconded, and after full discussion, the Board voted unanimously to approve the Tax Assessor-Collector's Report, as submitted.

BOOKKEEPER'S REPORT

The Board recognized Ms. Busboom, who presented to and reviewed with the Board the Bookkeeper's Report, invoices submitted for payment, and the Quarterly Investment Report, copies of which are on file in the official records of the District.

Upon motion duly made and seconded, and after full discussion, the Board voted unanimously to approve the (1) Bookkeeper's Report; (2) payment of invoices; and (3) Quarterly Investment Report.

"GIVE BACK" INITIATIVE

The Board recognized Director Zukero, who recommended that, after discussions regarding District finances, the "Give Back" initiative be tabled.

Upon motion duly made and seconded, and after full discussion, the Board voted unanimously to table the "Give Back to the Community Initiative."

Upon motion duly made and seconded, and after full discussion, the Board voted unanimously to table discussion and action on an Amendment to the Water Production Facilities Agreement with Meadowhill MUD, until such time as the District's legal counsel recommended further action.

Upon motion duly made and seconded, and after full discussion, the Board voted unanimously to table the e-meter pilot program.

OPERATOR'S REPORT

The Board recognized Mr. Clark, who presented the Operator's Report, a copy of which is on file in the official records of the District.

Upon motion duly made and seconded, and after full discussion, the Board voted unanimously to approve the Operator's Report, and authorize termination of delinquent accounts.

ATTORNEY'S REPORT

No report was offered.

SECURITY COMMITTEE'S REPORT

The Board recognized Director Pratt, who presented to and reviewed with the Board the Security Committee's Report, noting that there are issues with all cameras and locations. Director Pratt recommended resetting login/passwords and setting up secure individual access for Security Committee members, and creating "read-only" accounts for all other Directors.

The Board noted that no action was necessary in connection with the Security Committee's Report.

TCEQ WALL APPLICATION

The Board noted that no further action was needed at this time.

BOND ISSUE

The Board deferred action on this item.

AGREEMENT WITH LEGAL COUNSEL

The Board next considered termination of the District's Agreement with Coats Rose as the District's legal counsel. Discussion was had between and among the Board members regarding grounds for said termination.

Upon motion duly made and seconded, and after full discussion, Directors Osteen, Doll, Bennett, and Pratt voted to terminate the District's Agreement with Coats Rose; Director Zuckero abstained.

NEW LEGAL COUNSEL

Norton Rose Fulbright

The Board recognized Mr. Millas, who introduced himself and provided an overview of what Norton Rose Fulbright could provide if engaged as the District's general and bond counsel. Directors presented several questions regarding billing procedures and services which could provided by Norton Rose Fulbright.

Schwartz Page & Harding, L.L.P.

The Board recognized Mr. Cohen, who introduced himself and provided an overview of what Schwartz, Page & Harding could provide if engaged as the District's general and bond counsel. Directors presented several questions regarding billing procedures and services which could be provided by Schwartz, Page & Harding.

Sanford Kuhl Hagan Kugle Parker Kahn LLP

The Board recognized Mr. Kahn, who introduced himself, Ms. Parker, Mr. LaRue, and Ms. Daniels and provided an overview of what SK Law could provide if engaged as the District's general and bond counsel. Directors presented several questions regarding billing procedures and services which could be provided by SK Law.

<u>ADJOURNMENT</u>

There being no further business to come before the Board, upon motion made, seconded, and approved unanimously, the meeting was adjourned.

PASSED, APPROVED, AND ADOPTED, this 23rd day of January, 2018.



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