

MINUTES OF MEETING
OF THE
BOARD OF DIRECTORS

MARCH 26, 2019

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

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, March 26, 2019, at 20811 Normandy Forest Drive, Spring, Texas 77388, a designated meeting place located inside the boundaries of the District. Whereupon, at 6:30 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
Denean A. Bennett	-	Assistant Secretary
Harry B. "Hal" Walker	-	Assistant Secretary

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

Also present at the meeting were Vicki Busboom, Bookkeeper for the District; Austen Beck of Bleyl & Associates ("Bleyl"), Engineers for the District; David Ferrier of Equi-Tax, Inc, ("Equi-Tax"), Tax Assessor for the District; Rich Rankin of Hays Utility, Operators for the District ("Hays"); Corporal C. Guerra with Harris County Precinct No. 4; Ryan LaRue of Sanford Kuhl Hagan Kugle Parker Kahn LLP ("SK Law"), Attorneys for the District; and Members of the Public listed on the attached Attendance Sheet.

HEAR FROM PUBLIC

The Board recognized Ms. Muniz, who addressed the Board on behalf of the HOA regarding HOA concerns with the fence at the entrance of Falvel and Normandy Forest and the back gate of the Park.

The Board recognized Mr. Gabelsberg, who addressed the Board regarding open areas underneath the wall in his back yard.

The Board took no action in connection with resident comments.

WEBSITE REPORT

The Board recognized Director Bennett, who presented the Website Report for the period February 15, 2019 – March 14, 2019.

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.

CONSTABLE'S REPORT

The Board recognized Corporal Guerra, who updated the Board on calls/complaints originating in the District.

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

ENGINEER'S REPORT

The Board recognized Mr. Beck, 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.

Mr. Beck next presented Change Order No. 11 from Aber Fence, in the amount of (\$26,394.91), for wall changes at Normandy Forest and Falvel.

Upon motion by Director Doll, seconded by Director Walker, and after full discussion, the Board voted unanimously to approve Change Order No. 11, in the amount of (\$26,394.91), for wall changes at Normandy Forest and Falvel.

Mr. Beck also noted punch list items have not yet been completed, and that the final pay application from Aber Fence had not been timely submitted for approval and payment at this meeting.

Upon motion by Director Walker, seconded by Director Doll, and after full discussion, the Board voted unanimously to approve the Engineer's Report.

MEADOWHILL INTERCONNECT

The Board took no action.

TAX ASSESSOR-COLLECTOR'S REPORT

The Board recognized Mr. Ferrier, who presented to and reviewed with the Board the Tax Assessor-Collector's Report for February 2019, a copy of which is on file in the official records of the District.

Upon motion by Director Doll, seconded by Director Bennett, and after full discussion, the Board voted unanimously to approve the Tax Assessor-Collector's Report.

BOOKKEEPER'S REPORT

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

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

SECRETARY'S REPORT

The Board recognized Director Doll, who presented to and reviewed with the Board the Secretary's Report for March 2019. Mr. Doll reported on the Wall project, suggested maintenance policies, and proposed resolutions for resident complaints.

Mr. Doll next discussed with the Board a proposal for moving funds from the District's Capital Project Funds account to the District's Operating Account, and outlined various expenses

paid through the District's Operating Account which may be recoverable from the Capital Projects Fund account.

Upon motion by Director Doll, seconded by Director Bennett, and after full discussion, the Board voted unanimously to authorize the District's Bookkeeper, Engineer, and Attorney to investigate moving funds from the Capital Projects Fund to the Operating Account.

OPERATOR'S REPORT

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

Upon motion by Director Walker, seconded by Director Bennett, the Board voted unanimously to approve the Operator's Report.

RATE ORDER

Wall Policies

The Board took no action.

RWA Fees

The Board took no action.

Utility Deposit

Upon motion by Director Bennett, seconded by Director Doll, and after full discussion, the Board voted unanimously to amend Section 4.01 of the District's Rate Order to increase the additional deposit a customer pays to re-establish an account after termination of service by \$100.

CAPITAL IMPROVEMENT COMMITTEE'S REPORT

No report was offered.

APPROVAL OF MINUTES

The proposed Minutes of the meeting of the Board held February 26, 2019, previously distributed to the Board, were presented for consideration and approval. Director Walker noted that his name had been misspelled.

Upon motion by Director Walker, seconded by Director Doll, and after full discussion, the Board voted unanimously to approve the Minutes of the meeting held February 26, 2019, as amended.

ATTORNEY'S REPORT

Insurance Proposal for Perimeter Wall

Mr. LaRue presented to and reviewed with the proposal a proposal to insure the District's perimeter wall.

Upon motion by Director Doll, seconded by Director Bennett, and after full discussion, the Board voted unanimously to reject the insurance proposal.

Order Adopting Code of Ethics

The Board recognized Mr. LaRue, who presented to and reviewed with the Board an Order Adopting Code of Ethics, Establishing Policies Relating to Travel Expenditures, Fees of Office, Professional Services, Financial Accounting, Annual Operating Budget, Audit Committee, and Meeting Conduct, noting that this Order consolidates into one document various policies and procedures previously adopted by the Board.

Upon motion by Director Walker, seconded by Director Doll, and after full discussion, Directors Osteen, Doll, and Walker voted unanimously to approve the Order Adopting Code of Ethics, Establishing Policies Relating to Travel Expenditures, Fees of Office, Professional Services, Financial Accounting, Annual Operating Budget, Audit Committee, and Meeting Conduct. Direct Bennett abstained.

Order Adopting Post-Issuance Compliance Policies

Mr. LaRue presented to and reviewed with the Board an Order Adopting Post-Issuance Compliance and Continuing Disclosure Policies and Procedures, explaining that the Order is a restatement and codification of certain obligations set forth in the District's bond sale documents in a policy separate from the documents. Mr. LaRue noted that, if the District were to be audited by the IRS, the IRS would request to see written policies and procedures. Mr. LaRue further noted

that the Order also includes policies for the District to ensure compliance with the new continuing disclosure rules established by the SEC and adopted by the MSRB regarding material event notices and disclosure of the District's financial obligations which could affect bond holders. Mr. LaRue explained that the new rules were established because there is a secondary bond market which may own or look at purchasing bonds, which would have no access to the District's financial information, absent the disclosures, and that underwriters are now prohibited from purchasing securities from non-compliant districts.

Upon motion by Director Doll, seconded by Director Walker, and after full discussion, the Board voted unanimously to approve the Order Adopting Post-Issuance Compliance and Continuing Disclosure Policies and Procedures.

ADJOURNMENT

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 April, 2019.




Secretary, Board of Directors