

MINUTES
HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 415

March 28, 2018

The Board of Directors (the "Board") of Harris County Municipal Utility District No. 415 (the "District") met in regular session, open to the public, on March 28, 2018, at the offices of The Signorelli Company, 1400 Woodloch Forest Drive, Suite 200, The Woodlands, Texas, outside the boundaries of the District, and the roll was called of the members of the Board:

Michael Maher	President
Jeff Goebel	Vice President
Christopher Chapman	Secretary
Blair Jackson	Assistant Secretary
Patricia Morlen	Director

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

Also present at the meeting were Terrell Palmer of Post Oak Municipal Advisors LLC ("POMA"); Fred Seidl, Rick Morlen, Carol Blankenship and Jim Blankenship, residents of the District; Trina Kilgore of Inframark, LLC ("Inframark"); Michael Arterburn of Utility Tax Service, LLC; Stephanie Viator of District Data Services, Inc.; Steve Sheldon of Dannenbaum Engineering Corporation ("Dannenbaum"); Will De La Rosa of The Signorelli Company; and Robert A. Seale and Alyssa Ollwerther of Allen Boone Humphries Robinson LLP ("ABHR").

APPROVE MINUTES

The Board considered approving the minutes of the meeting held January 24, 2018. After review and discussion, Director Morlen moved to approve the minutes as presented. Director Chapman seconded the motion, which carried by unanimous vote.

PUBLIC COMMENTS

Ms. Blankenship commented on the clearing of Commons Waterway, Section 6.

APPROVE SWORN STATEMENT, OFFICIAL BOND AND OATH OF OFFICE

The Board next considered approving the Sworn Statement, Oath of Office and Official Bond for Patricia Morlen. After discussion, Director Chapman moved to approve the Sworn Statement, Official Bond and Oath of Office for Director Morlen. Director Goebel seconded the motion, which was approved by unanimous vote.

REORGANIZE THE BOARD AND ELECT OFFICERS

The Board next considered reorganization of the Board. After discussion, Director Goebel moved to appoint Patricia Morlen to the position of Assistant Vice President. Director Chapman seconded the motion, which carried unanimously.

AUTHORIZE FILING OF DISTRICT REGISTRATION FORM

The Board next considered authorizing the filing of the District Registration Form with the Texas Commission on Environmental Quality. After discussion, Director Goebel moved to authorize filing of the District Registration Form. Director Chapman seconded the motion, which was approved by unanimous vote.

DISCUSS OPEN MEETINGS ACT AND PUBLIC INFORMATION ACT TRAINING REQUIREMENTS

Mr. Seale reviewed a Memorandum from ABHR regarding Open Meetings Act and Public Information Act Training Requirements. He reported that Texas law requires each elected or appointed public official to complete a course of training of not less than one and not more than two hours regarding the responsibilities of the governmental body and its members under the Texas Open Meetings Act, Chapter 551, Government Code.

CONFLICT OF INTEREST DISCLOSURE REQUIRED UNDER CHAPTER 176 OF THE TEXAS LOCAL GOVERNMENT CODE

Mr. Seale next reviewed Chapter 176 of the Texas Local Government Code, which requires directors and consultants to disclose certain conflicts of interest. He reviewed the forms adopted by the Texas Ethics Commission for making disclosures under Chapter 176 and noted that the forms are required to be filed with the records administrator for the District within seven days of a disclosable conflict arising. Mr. Seale explained that failure to make a disclosure required under Chapter 176 is a Class C misdemeanor. He encouraged Board members to contact ABHR if assistance is needed in determining whether a conflict requires disclosure or in making a required disclosure.

REVIEW LIST OF LOCAL GOVERNMENT OFFICIALS PURSUANT TO CHAPTER 176 OF THE TEXAS LOCAL GOVERNMENT CODE

Mr. Seale reviewed the List of Local Government Officers. After review and discussion, Director Goebel moved to approve and authorize execution of the List of Local Government Officers and direct that the List be filed appropriately and retained

in the District's official records. Director Chapman seconded the motion, which passed by unanimous vote.

2018 DIRECTORS ELECTION

Mr. Seale discussed procedures related to the 2018 Directors Election. He presented a Certificate Declaring Unopposed Status of Candidates for Election to the Board of Directors stating that the District received three candidate applications for the three director positions for the May 5, 2018, Directors Election. Mr. Seale presented an Order Cancelling Election and Declaring Unopposed Candidates Elected to Office stating that the May 5, 2018, Directors Election is cancelled and that the unopposed candidates, Michael Maher, Jim Blankenship, and Fred Seidl, are declared elected to office to serve from the May 5, 2018, election until the May 7, 2022, Directors Election.

Following review and discussion, Director Chapman moved to (1) accept the Certificate Declaring Unopposed Status of Candidates for Election to the Board of Directors and direct that the Certificate be filed appropriately and retained in the District's official records; and (2) adopt the Order Cancelling Election and Declaring Unopposed Candidates Elected to Office and direct that the Order be filed appropriately and retained in the District's official records. Director Goebel seconded the motion, which passed unanimously.

FINANCIAL AND BOOKKEEPING MATTERS

Ms. Viator distributed and reviewed the bookkeeper's report, including a list of checks presented for payment, a copy of which is attached. Following review and discussion, Director Morlen moved to approve the bookkeeper's report and payment of the bills listed in the report. Director Chapman seconded the motion, which carried by unanimous vote.

TAX ASSESSMENT AND COLLECTION MATTERS

Mr. Arterburn presented and reviewed the tax assessor/collector's reports for January and February, copies of which are attached. He reported that the District's 2017 taxes were 94.79% collected as of February 28, 2018. Following review and discussion, Director Goebel moved to approve the tax assessor/collector's reports and payment of the tax bills. Director Morlen seconded the motion, which passed by unanimous vote.

ENGINEERING MATTERS

Mr. Sheldon presented the engineer's report, a copy of which is attached, and updated the Board on engineering matters in the District.

Mr. Sheldon updated the Board on the clearing and grubbing of Commons Waterway, Section 6. He stated that K&K Earthworks, LLC, has completed the work. He added that Dannenbaum is waiting on a final pay estimate.

Mr. Sheldon updated the Board on the construction of water, sewer, and drainage facilities to serve Commons Waterway, Section 6. He reviewed and recommended approval of Pay Estimate Nos. 4 and 5, in the amounts of \$247,688.00, and \$181,577.15, respectively, payable to Big State Excavation, Inc.

Mr. Sheldon stated that Dannenbaum is continuing to work with the City of Houston (the "City") on the City's acceptance of lift station no. 1.

After review and discussion, Director Chapman moved to (1) approve the engineer's report; and (2) approve Pay Estimate Nos. 4 and 5, in the amounts of \$247,688.00, and \$181,577.15, respectively, payable to Big State Excavation, Inc., for the construction of water, sewer, and drainage facilities to serve Commons Waterway, Section 6. Director Morlen seconded the motion, which passed by unanimous vote.

DEVELOPER PARTICIPATION CONTRACT FOR COMMONS WATERWAY, SECTION 8

Mr. Sheldon stated that the District's Developer Participation Contract with the City for Commons Waterway, Section 8, has been extended until January of 2019.

REPORT ON DEVELOPMENT IN THE DISTRICT

Mr. Sheldon reported on development matters in the District.

OPERATION OF DISTRICT FACILITIES

Ms. Kilgore reviewed the January and February operator's reports, copies of which are attached. Following review and discussion, Director Goebel moved to approve the operator's reports. Director Chapman seconded the motion, which passed unanimously.

STORM WATER PERMITTING AND MAINTENANCE MATTERS

There was no discussion on this agenda item.

DISTRICT WEBSITE MATTERS

Mr. Seale updated the Board on the District's website. He stated that the website is currently live.

FINANCIAL ADVISOR SERVICES AGREEMENT MATTERS

The Board considered financial advisor services agreement matters. Mr. Seale presented and reviewed a resignation letter from Hilltop Securities, Inc. ("Hilltop"). Mr. Palmer presented and reviewed a Municipal Advisory Contract between POMA and the District. After discussion, Director Morlen moved to (1) accept the resignation of Hilltop, effective immediately; (2) engage POMA as the District's financial advisor; (3) approve and authorize execution of the Municipal Advisory Contract between the District and POMA, subject to final attorney review; and (4) direct that a copy of the Contract be filed appropriately and retained in the District's official records. Director Chapman seconded the motion, which carried unanimously.

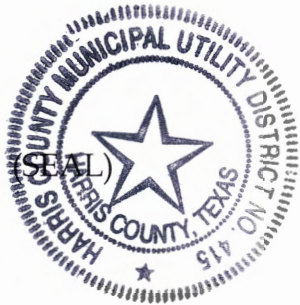
UPDATE OF STATUS OF BOND SALE

Mr. Palmer provided an update on the status of the pending bond sale.

BOARD MEETING SCHEDULE

The Board agreed to hold its next regular meeting on April 25, 2018, at 9:30 a.m. at the offices of The Signorelli Company.

There being no further business to come before the Board, the meeting was adjourned.



Secretary, Board of Directors

LIST OF ATTACHMENTS TO MINUTES

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