

MINUTES
HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 415

October 24, 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, October 24, 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
Ms. Patricia Morlen	Secretary
James "Jim" Blankenship	Assistant Vice President
Fred Seidl	Assistant Secretary

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

Also present at the meeting were Trina Kilgore and Larry Jones of Inframark, LLC ("Inframark"); Michael Arterburn of Utility Tax Service, LLC ("UTS"); Stephanie Viator of District Data Services, Inc.; Adam Rinehart of Dannenbaum Engineering Corporation ("Dannenbaum"); Jeff Dewese of The Signorelli Company; Francine Stefan and Misael Flores of Post Oak Municipal Advisors LLC ("POMA"); and Robert A. Seale, Sandra Staine, and Alyssa Ollwerther of Allen Boone Humphries Robinson LLP ("ABHR").

APPROVE MINUTES

The Board considered approving the minutes of the meeting held September 26, 2018. After review and discussion, Director Goebel moved to approve the minutes as presented. Director Morlen seconded the motion, which carried by unanimous vote.

PUBLIC COMMENTS

There were no public comments.

\$1,020,000 UNLIMITED TAX BONDS, SERIES 2018

The Board considered matters pertaining to the District's issuance of its \$1,020,000 Unlimited Tax Bonds, Series 2018 (the "Bonds"), including the following items.

REVIEW BIDS AND AWARD SALE OF THE BONDS

Ms. Stefan reviewed with the Board the bids received for the Bonds, noting that one bid was submitted by The GMS Group, LLC ("GMS") with a net effective interest rate of 4.820449%.

Ms. Stefan stated that the bid had been verified and that the low bid was submitted by GMS, with a net effective interest rate 4.820449%. She recommended that the Board accept the bid of GMS as submitted. Based on Ms. Stefan's recommendation, Director Goebel then moved to award the sale of the Bonds to GMS, with a net effective interest rate of 4.820449%. Director Morlen seconded the motion, which was approved by unanimous vote.

ADOPT RESOLUTION AUTHORIZING THE ISSUANCE OF THE BONDS

The Board next considered adopting a Resolution Authorizing the Issuance of the Bonds (the "Resolution"). Mr. Seale reviewed the Resolution with the Board and explained that the document sets forth, among other items, the terms and provisions of issuance and delivery of the Bonds, the payment of principal and interest over the life of the Bonds, and certain District covenants regarding the tax-exempt status of the Bonds. After review, Director Maher moved to adopt the Resolution. Director Blankenship seconded the motion, which was approved by unanimous vote.

APPROVE PAYING AGENT/REGISTRAR AGREEMENT

Mr. Seale reviewed the Paying Agent/Registrar Agreement with the Board. After review, Director Maher moved to approve the Paying Agent/Registrar Agreement with The Bank of New York Mellon Trust Company, N.A. Director Blankenship seconded the motion, which passed unanimously.

APPROVE OFFICIAL STATEMENT

The Board next considered approving the Official Statement for the Bonds. Mr. Seale explained that the Preliminary Official Statement will be updated to reflect the terms of the sale, including the purchaser, interest rates, and debt service requirements. Director Maher then moved to approve the Official Statement. Director Blankenship seconded the motion, which passed by unanimous vote.

EXECUTION OF CERTIFICATE REGARDING PROVISION OF FINANCIAL ADVICE

Mr. Seale presented and reviewed with the Board a Certificate Regarding Provision of Financial Advice (the "Certificate"). After review and discussion,

Director Maher moved to authorize execution of the Certificate and direct that it be filed appropriately and retained in the District's official records. Director Blankenship seconded the motion, which passed by unanimous vote.

AUTHORIZE 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 PURCHASER

The Board next considered authorizing the Board of Directors to sign all documents relating to the sale of the Bonds and authorizing the attorney and the financial advisor to take all necessary steps to deliver the Bonds to the purchaser. After discussion, Director Maher moved to authorize the Board of Directors to sign all documents relating to the sale of the Bonds and authorize ABHR and POMA to take all necessary steps to deliver the Bonds to the purchaser. Director Blankenship seconded the motion, which was approved by unanimous vote.

APPROVE CHECK TO ATTORNEY GENERAL RELATING TO BOND ISSUE TRANSCRIPT REVIEW

Mr. Seale stated that it will be necessary for the District to submit a check to the Attorney General of Texas relating to the bond issue transcript review. Following review and discussion, Director Maher moved to approve the check to the Attorney General of Texas relating to the bond issue transcript review. Director Blankenship seconded the motion, which passed by unanimous vote.

AMENDMENT TO INFORMATION FORM

Mr. Seale stated that the District's Information Form must be amended to reflect the updated total amount of bonds sold by the District. He then reviewed the Amendment to Information Form with the Board. After review and discussion, Director Maher moved to authorize execution of the Amendment to Information Form and direct that the Amendment be filed appropriately and retained in the District's official records. Director Blankenship seconded the motion, which passed by unanimous vote.

UPDATE FROM DISTRICT ENGINEER ON TEXAS COMMISSION ON ENVIRONMENTAL QUALITY ("TCEQ") INSPECTION OF FACILITIES

Mr. Rinehart updated the Board on the status of the TCEQ pre-purchase inspection.

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, as amended, and payment of the bills listed in the report. Director Goebel seconded the motion, which carried by unanimous vote.

TAX ASSESSMENT AND COLLECTION MATTERS

Mr. Arterburn presented and reviewed the tax assessor/collector's report for September, a copy of which is attached. He reported that the District's 2017 taxes were 99.73% collected as of September 30, 2018. Following review and discussion, Director Maher moved to approve the tax assessor/collector's report and payment of the tax bills. Director Morlen seconded the motion, which passed by unanimous vote.

CONDUCT PUBLIC HEARING REGARDING DISTRICT'S TAX RATE, ADOPT ORDER LEVYING TAXES AND AUTHORIZE EXECUTION OF AMENDMENT TO INFORMATION FORM

Mr. Arterburn stated that UTS published a Notice of Public Hearing stating that the District anticipates levying a total tax rate of \$0.80 per \$100 of assessed valuation at this meeting.

Director Maher then opened the public hearing. No members of the public came forward to make comments. Director Maher then closed the public hearing.

Mr. Seale presented to the Board an Order Levying Taxes for 2018 reflecting a total tax rate of \$0.80 per \$100 of assessed valuation, comprised of \$0.47 for debt service and \$0.33 for operations and maintenance. He next presented to the Board an Amendment to Information Form reflecting the 2018 tax rate. After review and discussion, Director Maher moved to adopt the Order Levying Taxes as presented, approve and authorize execution of the Amendment to Information Form, and direct that the Order and the Amendment be filed appropriately and retained in the District's official records. Director Morlen seconded the motion, which passed unanimously. The Board confirmed its intention that the 2018 tax levy includes a maintenance tax component for the fiscal year ending December 31, 2019.

ENGINEERING MATTERS

Mr. Rinehart discussed engineering matters, and stated that Dannenbaum is continuing to work with the City of Houston (the "City") on the City's acceptance of lift station no. 1. He reported that the operator is nearly complete with the conversion of the water meter to a City provided and approved meter. He added that once that meter is installed, Dannenbaum will reschedule the functionality test and inspection with the City. Mr. Rinehart stated that following the City inspection, the facility will enter a

seven day test period, as required by the City, and if that passes, Dannenbaum will move to the next step of acceptance of the lift station by the City.

STORM WATER PERMITTING AND MAINTENANCE MATTERS

Mr. Rinehart updated the Board on communications with Storm Water Solutions regarding the Board's request for photos of the completed and cleaned storm sewer facilities in the District.

REPORT ON DEVELOPMENT IN THE DISTRICT

Mr. Dewese reported on development matters in the District.

OPERATION OF DISTRICT FACILITIES

Ms. Kilgore reviewed the September operator's report, a copy of which is attached. Following review and discussion, Director Morlen moved to approve the operator's report. Director Goebel seconded the motion, which passed unanimously.

DISTRICT WEBSITE MATTERS

The Board discussed the District website. No action was taken.

BOARD MEETING SCHEDULE

The Board agreed to hold its next regular meeting on November 28, 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