

HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 432

Minutes of Meeting of Board of Directors

February 15, 2022

The Board of Directors (“Board”) of Harris County Municipal Utility District No. 432 (“District”) met at their regular meeting place on February 15, 2022, in accordance with the duly posted notice of said meeting, with a quorum of directors present as follows:

Ken Suminski, President
Dianne D. Migl, Secretary
Jeffrey Zarse, Director

and the following absent:

Janet LaCorte, Assistant Secretary

Also present were J. Ron Young of Young & Brooks, Demetra Berry with McLennan & Associates, L.P., Lina Loaiza of Bob Leared Interests, Greg Dubiel of Municipal Operations & Consulting, Inc., Justin Wagner of R.G. Miller Engineers, Ltd., Stephanie Lee of KGA DeForest Design, LLC, Andrew Rue of Woodmere Development Co., and Jan Bartholomew of Rober. W. Baird & Co.

The President called the meeting to order and declared it open for such business as may come before the board.

The board approved the minutes of the Board meeting held on January 18, 2022.

Demetra Berry reported as to bookkeeping matters in the District.

Lina Loaiza reported as to the status of tax collections in the District. The District is 97.8% collected for 2021.

Greg Dubiel reported as to operational matters in the District. There are 1,543 connections in the District. The board unanimously approved an amendment to the operator contract.

Justin Wagner reported as to engineering matters in the District.

Stephanie Lee discussed the landscape architect report. The board approved various Pay Estimates and Change Orders.

The board unanimously approved a resolution authorizing additional penalties on delinquent taxes.

The board recognized Jan Bartholomew of Robert W. Baird & Co., who presented a report reflecting the potential savings to be achieved through the proposed 2022 refunding bond issue. After discussion, upon motion duly made, seconded and carried by three votes, the board approved the proposed plan of financing, preliminary official statement, and sale of the Series 2022 Refunding Bonds, provided the District realizes a net present value saving of at least 7.000% of the principal amount of the refunded bonds. Upon motion duly made, seconded and carried, the board approved Raymond James, as the underwriter for the proposed refunding.

The board was presented with the Bond Order attached hereto for the issuance of the District's Unlimited Tax Refunding Bond Series 2022, which Bond Order designates the District's President and Secretary for a period of six (6) months as the Authorized Officer to approve the final terms for the issuance and sale of the Series 2022 Refunding Bonds. The Bond Order, with its exhibits attached thereto, was fully considered by the board, and upon motion duly made, seconded and carried the President was authorized to execute and the Secretary to attest same on behalf of the District.

The Paying Agent/Registrar Agreement between the District and The Bank of New York Mellon Trust Company, N.A., was presented for approval and execution. Upon motion duly made, seconded and carried, the agreements were approved, and the board authorized the President and Secretary to execute same on behalf of the District and the Board of Directors. The board also approved an engagement letter with McCall Parkhurst & Horton, L.L.P., for their services as special tax counsel in connection with the proposed refunding bond issue.

Upon motion duly made, seconded and carried, the board further authorized its officers to execute the numerous documents and letters presented to the board in connection with the issuance of the Series 2022 Refunding Bonds and transcripts, and to execute any further documentation required by the Attorney General in connection with the approval of the Series 2022 Refunding Bonds. The board further authorized Robert W. Baird & Co. Incorporated, and Young & Brooks in their respective capacities, to finalize matters concerning the issuance, delivery and funding of the bonds upon approval of the Attorney General.

Jan Bartholomew discussed the preliminary official statement. After discussion, and upon motion duly made, seconded, and unanimously adopted, the board approved the Preliminary Official Statement for the Series 2022 Bond Sale, and authorized notice of the sale for said issue.

The board unanimously approved all of the Consultant's reports.

There was presented to the board a list of bills for the approval of payment, a copy of which is attached hereto. After discussion, upon motion duly made, seconded and unanimously carried, the board approved said bills and ordered checks to be issued on the appropriate accounts of the District in payment thereof.

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

Secretary, Board of Directors