

MINUTES
HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 165

April 14, 2022

The Board of Directors (the "Board") of Harris County Municipal Utility District No. 165 (the "District") met in special session, open to the public, on the 14th day of April 2022, at the offices of Allen Boone Humphries Robinson LLP, 3200 Southwest Freeway, Suite 2600, Houston, Texas, outside the boundaries of the District, and the roll was called of the members of the Board:

Alan Bentson	President
David Molina	Vice President
Wayne Green	Secretary
Scott Nilsson	Assistant Secretary
Scott Barr	Assistant Vice President

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

Also attending the meeting were Stephen Eustis of Robert W. Baird & Co. Incorporated ("Baird"); and Jessica Holoubek, Brooke Milbauer, and Jane Miller of Allen Boone Humphries Robinson LLP ("ABHR").

PUBLIC COMMENT

There being no members of the public requesting to make public comment, Director Bentson moved to the next agenda item.

DESIGNATE UNDERWRITER

Mr. Eustis updated the Board regarding the District's proposed \$50,450,000 Unlimited Tax Bonds, Series 2022 (the "Bonds"), stating that the District may have an opportunity to sell its next bond issue via a negotiated sale in lieu of competitive bids. Mr. Eustis reviewed an underwriter selection sheet and recommended that, if a negotiated transaction is pursued, the Board designate Samco Capital Markets ("Samco") as the senior underwriter for the proposed bond issue and FHN Capital markets as the co-manager.

PAYING AGENT/REGISTRAR

Mr. Eustis next discussed the Paying Agent/Registrar Agreement with the Board and recommended that the Board appoint Zions Bancorporation, National Association as the Paying Agent/Registrar for the Bonds.

RESOLUTION AUTHORIZING ISSUANCE OF THE BONDS

The Board next considered adopting the Resolution Authorizing the Issuance of the District's Bonds (the "Resolution"). Ms. Holoubek presented and reviewed the proposed Resolution with the Board which included explanation that the documents set forth 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 continuing disclosure and the tax-exempt status of the Bonds.

DOCUMENTS RELATED TO BONDS

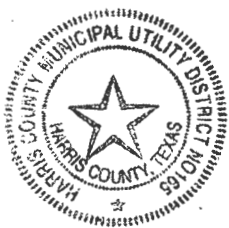
Ms. Holoubek next explained that there will be various documents related to delivery of the Bonds requiring execution by the directors prior to closing. She requested that the Board authorize the Board of Directors to execute documents necessary in connection with the transaction and authorize the District's attorney and financial advisor to take all necessary action to deliver the Bonds to the purchaser.


CERTIFICATES REGARDING PROVISION OF FINANCIAL ADVICE

Ms. Holoubek presented and reviewed the Certificate Regarding Provision of Financial Advice certifying that ABHR has not provided financial advice to the Board concerning the issuance of the Bonds and that the Board has relied on the municipal advisor, Baird, for financial advice.

Following review and discussion, Director Molina made a motion to (1) designate Samco as the senior underwriter for the proposed bond issue and FHN Capital markets as the co-manager, conditioned on determination that a negotiated sale would be pursued; (2) appoint Zions Bancorporation, National Association as the Paying Agent/Registrar for the Bonds; (3) adopt the Resolution, conditioned upon determination that a negotiated sale would be pursued; (4) authorize execution of documents related to the sale and delivery of the Bonds and authorize the District's attorney and financial advisor to take all necessary action to deliver the Bonds; and (5) approve the Certificate Regarding Provision of Financial Advice. Director Barr seconded the motion, which carried unanimously.

There being no additional business to consider, the meeting was adjourned.





Secretary, Board of Directors