

MINUTES
HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 391

November 14, 2022

The Board of Directors (the "Board") of Harris County Municipal Utility District No. 391 (the "District") met in regular session, open to the public on the 14th day of November, 2022 at the offices of Allen Boone Humphries Robinson LLP, 3200 Southwest Freeway, Houston, Texas, outside the boundaries of the District, and the roll was called of the members of the Board:

George Porter	President
John Sachs	Vice President
Catherine Shook	Secretary
Kevin Force	Assistant Vice President
William "Gabe" Blackwell	Assistant Secretary

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

Also present at the meeting were Captain Hoover, Lieutenant Rodriguez, and Lieutenant Sanchez of Harris County Sheriff's Office; Brian Rabenaldt of R.G. Miller Engineers, Inc. ("RG Miller"); Tonya Francis of McLennan & Associates, LP ("McLennan"); Debbie Arellano of Bob Leared Interests ("BLI"); Teri Laguarda of Inframark Water & Infrastructure Services ("Inframark"); and Greer Pagan and Kerri Houck of Allen Boone Humphries Robinson LLP ("ABHR").

PUBLIC COMMENT

The Board opened the meeting for public comments. There being no members of the public requesting to make public comment, the Board moved to the next agenda item.

MINUTES

The Board considered approving the minutes of the October 10, 2022, regular meeting. After review and discussion, Director Shook moved to approve the minutes of the October 10, 2022, regular meeting, as submitted. Director Blackwell seconded the motion, which passed unanimously.

SECURITY REPORT

Capitan Hoover introduced himself and Lieutenants Rodriguez and Sanchez to the Board. He discussed security matters in the District and discussion ensued.

FINANCIAL AND BOOKKEEPING MATTERS

The Board next received the bookkeeper's report and considered payment of invoices submitted to the District. Ms. Francis reviewed with the Board an investment report, budget comparisons, checks written since the report was prepared and tax transfers. Copies of the bookkeeper's report and list of bills presented for payment are attached. After review and discussion, Director Porter moved to approve the bookkeeper's report and payment of the bills. Director Blackwell seconded the motion, which passed unanimously.

ANNUAL REVIEW OF INVESTMENT POLICY

The Board conducted its annual review of the District's Investment Policy, and Mr. Pagan stated that neither ABHR nor the bookkeeper have any recommended changes. After review and discussion, Director Porter made a motion to adopt a Resolution Regarding Annual Review of Investment Policy and to direct that a copy of the Resolution be filed and retained in the District's records. Director Force seconded the motion, which passed unanimously.

ADOPT RESOLUTION ESTABLISHING THE AUTHORIZED DEPOSITORY INSTITUTIONS AND ADOPTING LIST OF QUALIFIED BROKER/DEALERS WITH WHOM THE DISTRICT MAY ENGAGE IN INVESTMENT TRANSACTIONS

Mr. Pagan reviewed a Resolution Establishing Authorized Depository Institutions and Adopting List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions. He next reviewed a list of qualified broker/dealers provided by McLennan. After review and discussion, Director Porter moved to adopt a Resolution Establishing the Authorized Depository Institutions and Adopting List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions, and direct that the Resolution be filed appropriately and retained in the District's official records. Director Force seconded the motion, which passed unanimously.

APPROVE ANNUAL REPORT IN ACCORDANCE WITH CONTINUING DISCLOSURE OF INFORMATION AGREEMENT

Mr. Pagan reviewed an Annual Report containing updated financial and operating data to be filed in accordance with the continuing disclosure provisions contained in the bond resolutions. He stated that the District is required to file certain financial and operating data with the Municipal Securities Rulemaking Board through the Electronic Municipal Market Access ("EMMA") system in compliance with SEC Rule 15c12-12. Following review and discussion, Director Shook moved to approve the Annual Report, authorize the attorney to submit the District's updated financial and operating data to EMMA in compliance with the continuing disclosure provisions

contained in the bond resolutions and direct that the Report be filed appropriately and retained in the District's official records. Director Porter seconded the motion, which passed unanimously.

ANNUAL REVIEW OF PROCEDURES FOR CONTINUING DISCLOSURE COMPLIANCE

The Board reviewed the District's procedures for continuing disclosure compliance. Mr. Pagan stated that no changes are required at this time.

TAX ASSESSMENT AND COLLECTIONS MATTERS

Ms. Arellano reviewed the tax assessor/collector's written report for October 2022, and the checks presented for payment from the tax account. Copies of the tax assessor/collector's report and list of checks presented for approval are attached. Following review and discussion, Director Shook moved to accept the tax assessor/collector's report and pay the bills described therein. Director Blackwell seconded the motion, which passed unanimously.

NEW DEVELOPMENT ADJACENT TO THE DISTRICT

Mr. Pagan presented a letter from ABHR disclosing a conflict of interest due to ABHR's work for both the District and MAK Development Group regarding the development matters on a tract of land adjacent to the District. Following discussion, Director Shook moved to accept and authorize execution of the disclosure letter. Director Blackwell seconded the motion, which passed unanimously.

ENGINEERING MATTERS

Mr. Rabenaldt generally reported on engineering projects within the District. A copy of the engineering report is attached.

Mr. Rabenaldt updated the Board regarding construction of the permanent wastewater treatment plant expansion and stated that the contractor is coordinating Change Order No. 4 for review and approval at the next meeting.

Mr. Rabenaldt updated the Board regarding potential new development on a tract adjacent to the District.

Mr. Rabenaldt updated the Board on future capital improvement projects and stated that RG Miller is coordinating a list of projects for Board consideration at a future meeting.

Mr. Rabenaldt stated that the Wastewater Treatment Plant Discharge Permit is renewed through October, 2027.

Following review and discussion, Director Porter moved to approve the engineering report. Director Blackwell seconded the motion, which passed unanimously.

LAKE AND TURF MANAGEMENT REPORT, INCLUDING APPROVAL OF PROPOSALS FOR NECESSARY REPAIRS OR REPLACEMENTS, IMPROVEMENTS, RENEWAL OF PERMITS, OR LANDSCAPING AGREEMENTS

The Board discussed lake and turf matters in the District.

MASTER PARKS AND FUTURE PARK DEVELOPMENT

There was no discussion on this item.

OPERATION OF DISTRICT FACILITIES AND TERMINATION OF WATER AND SEWER SERVICE TO DELINQUENT CUSTOMERS

Ms. Laguarta reviewed the operator's report for September 2022, a copy of which is attached and requested authorization to refer four delinquent accounts to collections.

Ms. Laguarta reviewed and recommended approval of a Resolution Approving Central Bank's Electronic Lockbox Payment Services for District Customers, an Addendum to Operator Service Agreement between the District and Inframark, and Processing Agreement with Central Bank.

The Board next considered termination of utility service to delinquent accounts. Ms. Laguarta reported that the customers on the termination list were mailed written notice prior to this meeting in accordance with the Rate Order, notifying them of the opportunity to appear before the Board of Directors to explain, contest, or correct the utility service bill and to show reason why utility service should not be terminated for reason of nonpayment.

The Board discussed the District's website and other social media platforms that residents of the District post to, and concurred to invite Touchstone District Services to the next meeting to discuss community outreach.

Ms. Laguarta noted that the District does not qualify for the previously approved Texas Utility Assistance Program.

Following review and discussion, Director Porter moved (1) to approve the operator's report; (2) adopt the Resolution Approving Central Bank's Electronic Lockbox Payment Services for District Customers; (3) approve an Addendum to Services Agreement between the District and Inframark; (4) approve a Processing Agreement with Central Bank; and (5) that since the customers on the list were neither present at the meeting nor had presented any statement on the matter, to terminate utility service in accordance with procedures set forth in the Rate Order. Director Blackwell seconded the motion, which passed unanimously.

RENEWAL OF DISTRICT INSURANCE

The Board discussed the December 10, 2022, expiration of the District's current insurance coverage and reviewed an insurance renewal proposal from Arthur J. Gallagher & Co. Following review and discussion, Director Porter moved to approve the renewal proposal from Arthur J. Gallagher & Co. and pay the invoice for the renewal premium. Director Shook seconded the motion, which passed unanimously.

GARBAGE COLLECTION MATTERS

The Board discussed garbage collection matters in the District.

DEVELOPMENT IN THE DISTRICT

There was no discussion on this item.

WEBSITE MATTERS

There was no discussion on this item.

There being no additional business for consideration, the meeting was adjourned.



Secretary, Board of Directors



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