

MINUTES  
HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 391

November 13, 2023

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 13<sup>th</sup> day of November, 2023, 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	Asst. Vice President
William "Gabe" Blackwell	Assistant Secretary

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

Also present at the meeting were Simon Van Dyk and Danae Dehoyos of Touchstone District Services ("Touchstone"); Justin Wagner of R.G. Miller Engineers, Inc. ("RG Miller"); Stephanie Lee of KGA/DeForest Design, LLC ("KGA"); Renee Butler of McLennan & Associates, LP ("McLennan"); Debbie Arellano of Bob Leared Interests ("BLI"); Randy Davila of Inframark Water & Infrastructure Services ("Inframark"); and Greer Pagan and Kerri Houck of Allen Boone Humphries Robinson LLP ("ABHR").

The District established a teleconference line for members of the public to listen to the meeting and address the Board. Attending the meeting by phone was Rachel Broom, a resident of the District.

PUBLIC COMMENTS

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 9, 2023, regular meeting and the minutes of the October 13, 2023, October 27, 2023, and November 10, 2023, special meetings. After review and discussion, Director Blackwell moved to approve the minutes, as submitted. Director Porter seconded the motion, which passed unanimously.

## REVIEW FINAL ARBITRAGE REPORT FOR THE SERIES 2013 REFUNDING BONDS

Mr. Pagan reviewed a final Arbitrage Rebate Report for the District's Series 2013 Bonds. He noted that the Report reflects no payments are due to the Internal Revenue Service and no action was needed by the Board.

## FINANCIAL AND BOOKKEEPING MATTERS

Ms. Butler reviewed the bookkeeper's report, a copy of which is attached, and presented the District's bills for payment. Following review and discussion, Director Shook moved to approve the bookkeeper's report and payment of the District's bills. Director Force 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 Blackwell 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 Shook 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 Blackwell 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 Shook 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 Blackwell 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 report, delinquent tax report, and checks presented for payment from the tax account. A copy of the tax assessor/collector's report is attached. Following review and discussion, Director Force moved to approve the tax assessor/collector's report and payment of the bills from the tax account. Director Shook seconded the motion, which passed unanimously.

#### NEW DEVELOPMENT ADJACENT TO DISTRICT

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

#### ENGINEERING MATTERS

Mr. Wagner reported on engineering projects within the District. A copy of the engineering report is attached. Mr. Wagner 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. Following review and discussion, Director Porter moved to approve the engineering report. Director Force 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 management matters.

#### MASTER PARK PLAN AND FUTURE PARK DEVELOPMENT

The Board reviewed a KGA report, a copy of which is attached.

Ms. Lee updated the Board on the trail lighting project and recommended approval of Pay Estimate No. 2 in the amount of \$37,856.25 payable to Landecor, LLC ("Landecor").

Ms. Lee recommended approval of Change Order No. 1 to the contract with Landecor for the trail lighting project to increase the contract in the amount of \$132,070.00. The Board determined that Change Order No. 1 is beneficial to the District.

Ms. Lee then updated the Board regarding sidewalks in the District and any potential partnerships for installation with Harris County Precinct No. 3 and discussion ensued.

Following review and discussion, Director Shook moved to (1) approve the KGA report; and (2) approve Pay Estimate No. 2 in the amount of \$37,856.25 for the trail lighting project; and (3) approve Change Order No. 1 in the amount of \$132,070.00 as an increase to the contract with Landecor, based upon the Board's finding that the Change Order is beneficial to the District and the engineer's recommendation. Director Blackwell seconded the motion, which passed unanimously.

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

Mr. Davila reviewed the operator's report for October 2023, a copy of which is attached and requested authorization to refer five delinquent accounts to collections.

Mr. Davila reviewed a proposal to install conduit for the Fleetzoom unit for an approximate cost of \$6,155.00.

The Board next considered termination of utility service to delinquent accounts. Mr. Davila 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.

Following review and discussion, Director Force moved (1) to approve the operator's report; (2) approve the proposal to install conduit for an approximate cost of \$6,155.00; and (3) 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, 2023, 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 Blackwell seconded the motion, which passed unanimously.

GARBAGE COLLECTION MATTERS

There was no discussion on this item.

DEVELOPMENT IN THE DISTRICT

There was no discussion on this item.

SECURITY MATTERS

The Board discussed security matters in the District.

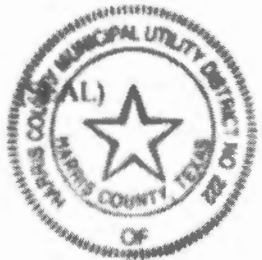
WEBSITE MATTERS AND COMMUNITY OUTREACH

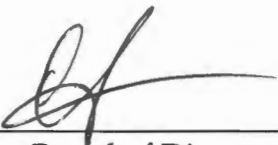
Mr. Van Dyk updated the Board on website matters.

MEETING DATES

The Board concurred to hold the next regular meeting on December 11, 2023, at ABHR and to include a call-in number on the agenda.

There being no further business to come before them, the Board concurred to adjourn the meeting.



  
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Secretary, Board of Directors

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