

MINUTES
HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 165

November 21, 2023

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 23rd day of November 2023, 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, except Director Nilsson, thus constituting a quorum.

Also attending the meeting were Sherri Greenwood with Forvis, LLP; David Wood of Robert W. Baird & Co. Incorporated ("Baird"); and Brooke Milbauer and Jane Miller of Allen Boone Humphries Robinson LLP ("ABHR").

PUBLIC COMMENT

Director Bentson offered any members of the public attending the meeting the opportunity to make a public comment. There being no members of the public requesting to make public comment, Director Bentson moved to the next agenda item.

ENGINEERING MATTERS

The Board considered bids received for construction of Windhaven Drainage Modifications. Following review and discussion, and upon the recommendation of DAC Engineering, the Board concurred to award the contract to AR Turnkey in the amount of \$69,940. The Board concurred that, in its judgment, AR Turnkey was a responsible bidder who would be most advantageous to the District and would result in the best and most economical completion of the project. Following review and discussion, Director Green moved to award the contract for construction of Windhaven Drainage Modifications to AR Turnkey in the amount of \$69,940, based upon the engineer's recommendation and receipt of the payment and performance bonds and the certificate(s) of insurance and endorsements, if any, provided by the contractor. Director Molina seconded the motion, which passed by unanimous vote.

ISSUANCE OF BOND ANTICIPATION NOTE SERIES 2023

Mr. Wood reviewed bids received for the purchase of the Bond Anticipation Note and recommended that the District award the sale to Trustmark National Bank at a net effective interest rate of 5.33% with no costs.

Ms. Milbauer discussed a Resolution Authorizing the Issuance of a Bond Anticipation Note in the amount of \$22,349,000 to fund construction, engineering, materials testing, storm water pollution prevention and land acquisition costs and legal fees, fiscal agent fees, and other bond anticipation note issuance costs.

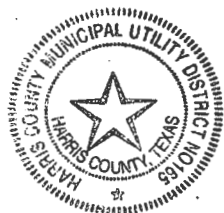
Ms. Milbauer next discussed the Purchaser's Investment and Bid Letter.


Ms. Milbauer discussed and reviewed with the Board a Certificate Regarding Provision of Financial Advice (the "Certificate").

Ms. Greenwood also reviewed a draft developer reimbursement report in connection with the District's Series 2023 Bond Anticipation Note.

After review and discussion, Director Molina moved to (1) award the sale of the Bond Anticipation Note to Trustmark National Bank; (2) adopt a Resolution Authorizing the Issuance of the Bond Anticipation Note and Approve the Issuance of the District's \$22,349,000 Bond Anticipation Note, Series 2023 to Trust National Bank at 5.33%, authorize the Board of Directors to sign all documents relating to the Bond Anticipation Note, and authorize the District's attorney and financial advisor to take all necessary action to deliver the Bond Anticipation Note to the Purchaser; (3) authorize the President and Secretary to sign the Purchaser's Investment and Bid Letter; (4) authorize execution of the Certificate and direct that it be filed appropriately and retained in the District's official records; and (5) approve the developer reimbursement report and authorize developer reimbursement subject to receipt of a signed receipt by the developer receiving funds and TCEQ purchase approval and subject to final review by ABHR. Director Barr seconded the motion, which passed unanimously.

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





Secretary, Board of Directors