

MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 152A

MINUTES OF SPECIAL MEETING
September 30, 2024

The Board of Directors (the "Board") of Montgomery County Municipal Utility District No. 152A met in special session, open to the public on September 30, 2024, at 1300 Post Oak Boulevard, Suite 2500, Houston, Harris County, Texas 77056, in accordance with the duly posted notice of meeting, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Justin Cox	President
Wesley Hightower	Vice President
Stanton Brown	Secretary
Mary V. Farrell	Assistant Secretary
Peter Selber	Assistant Secretary

and all of said persons were present, except Director Selber, thus constituting a quorum.

Also present were Sandra Lopez and Julie Peak of Masterson Advisors LLC ("Masterson"); Kate Henderson and Jennifer Spears of Schwartz, Page & Harding, L.L.P. ("SPH").

PUBLIC COMMENTS

The Board began by opening the meeting for public comments. There being no comments from members of the public, the Board continued to the next item of business.

RECEIVE BIDS FOR PURCHASE OF THE DISTRICT'S \$5,075,000 UNLIMITED TAX ROAD BONDS, SERIES 2024

Ms. Henderson announced that, pursuant to notice published as required by law, public bids for the sale of the District's Series 2024 Road Bonds (the "Bonds") were to be received at this time and place. Ms. Peak announced that seven (7) bids for the Bonds had been received electronically, and presented the Pricing Book attached hereto as **Exhibit A**. Ms. Peak reported that (i) the low bid for the Bonds was submitted by Bank of America Securities ("BOA"), at a net effective interest rate of 4.038264%. After a discussion of the bids received, Director Farrell moved that the Board accept the bid of BOA for the purchase of the Bonds, and that the accompanying Texas Ethics Commission ("TEC") Form 1295 be accepted and acknowledged. Director Cox seconded said motion, which unanimously carried.

BOND ORDER

Ms. Henderson presented to the Board the Order authorizing the issuance, sale and delivery the Bonds. She reviewed various provisions of the Order with the Board, a copy of which Order is attached hereto as **Exhibit B**. After further discussion, it was duly moved by Director Brown seconded by Director Cox and unanimously carried that the Order presented be passed and adopted

and that the President be authorized to execute the Order and the Secretary to attest same on behalf of the Board and District.

DISTRIBUTION OF FINAL OFFICIAL STATEMENT

As the next order of business, the Board discussed the completion of the Final Official Statement to be prepared by Masterson in connection with the Bonds. After discussion, Director Farrell moved that Masterson be authorized to complete the Final Official Statement, date same as of the date hereof, and that said Final Official Statement be adopted by the Board and District. Director Cox seconded said motion, which carried unanimously.

PAYING AGENT/REGISTRAR AGREEMENTS WITH THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A.

The Board next considered and reviewed a Paying Agent/Registrar Agreement ("Agreement") by and between the District and The Bank of New York Mellon Trust Company, N.A. ("BNY"), relative to the Bonds. Ms. Henderson reviewed the various provisions of the Agreement with the Board, and noted that BNY has indicated that it is a publicly traded business and, therefore, are not required to file TEC Form 1295. After further discussion of the Agreement, Director Farrell moved that the Agreement be approved, that the President be authorized to execute the Agreement on behalf of the Board and District. Director Cox seconded said motion, which carried unanimously.

ACT UPON ANY OTHER MATTERS CONCERNING THE BONDS

As the next order of business, the Board considered acting upon any other matters relative to the Bonds. Ms. Henderson presented to and reviewed with the Board the General Certificate, Signature Identification and No-Litigation Certificate with Letter of Instruction to the Attorney General of Texas, and the initial bonds. Following discussion, Director Farrell moved that the above documentation be approved and that the Board authorize SPH to handle all matters relative to the sale of the Bonds and in obtaining approval of the Attorney General of Texas for issuance of the Bonds. Director Cox seconded said motion, which unanimously carried.

ADJOURNMENT

There being no further business to come before the Board, on motion made by Director Brown, seconded by Director Cox, and unanimously carried, the meeting was adjourned.





Secretary, Board of Directors

List of Attachments to
Montgomery County Municipal Utility District No. 152A
Minutes of Meeting of September 30, 2024

Exhibit A Pricing Book

Exhibit B Bond Order – Series 2024 Road Bonds