

NORTHWEST HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 19

Minutes of Meeting of Board of Directors

January 14, 2019

The Board of Directors (the “Board”) of Northwest Harris County Municipal Utility District No. 19 (the “District”) met at 10000 Memorial Dr., Suite 260, on January 14, 2019, in accordance with the duly posted notice of said meeting, with a quorum of directors present as follows:

Kevin Coyne, President
Debbie S. Kryer, Vice President
Roger S. Fleming, Secretary
Rusty Ritz, Director

and being absent:

Michelle Marek, Assistant Secretary

Also present were J. Ron Young of Young & Brooks, Dana Davis of Myrtle Cruz, Inc., Cindi Oliver of Equi-Tax, Inc., Mike Potter of Hays Utility, Mike Scott of Champions Hydro-Lawn, Inc., Jack Miller of R.G. Miller Engineers, LLC., Julie Williams of Rathmann & Associates, L.P., and Tara Klein.

The president called the meeting to order and declared it open for such business as may come before the Board.

The Board approved minutes of the Board meeting held on December 10, 2018.

Dana Davis reported as to bookkeeping matters in the District.

Cindi Oliver reported as to the status of tax collections in the District. The District is 99.6% collected for 2018.

Mike Potter reported as to operational matters in the District. There are 1,436 connections in the District.

Jack Miller reported as to engineering matters in the District. The rerating of the Wastewater Treatment Plant No. 1 and No. 2 is proceeding.

The board unanimously approved the DL Meachom Contract for \$2,628,174.85.

Mike Scott discussed activities of Champions Hydro Lawn.

The board unanimously approved the Law Enforcement Agreement with Harris County.

Julie Williams presented bids for the Series 2019 bond issue. It was announced that, pursuant to notice published as required by law, public bids for the sale of the District’s proposed \$6,005,000

Series 2019 bonds were to be received at this time and place. Upon motion duly made, seconded and unanimously carried, the board ratified and approved publication of the notice of sale. There were presented the following bids at the net effective rates noted:

SAMCO Capital Markets 3.658482%

Robert W. Baird & Co., Inc. 3.676431%

The bids were carefully considered. Julie Williams of Rathmann & Associates, L.P., the District's financial advisors, recommended that the bid of SAMCO Capital Markets should be accepted as it produces the lowest net effective interest rate of the District. Based upon this recommendation and advice, it was moved, seconded and unanimously carried that the board and District accept the bid of SAMCO Capital Markets and adopt the attached Order Awarding Sale of the said Series 2019 bonds to same.

There was presented to the meeting the Bond Order attached hereto for the issuance of the District's \$6,005,000 Series 2019 bonds, which Bond Order adopted terms of the low bid just accepted by the board. Said order was fully considered by the board, provision by provision. Thereupon, upon motion duly made, seconded and unanimously carried, said order was passed and adopted, and the President and Secretary authorized to sign same on behalf of the District. The board next considered the selection of a paying agent/registrar to handle the closing and distribution of the District's funds and bonds in connection with the Series 2019 bonds. The board reviewed the Paying Agent/Registrar Agreement, and upon review of the Bank's fees in connection with same, a motion was made, seconded and unanimously carried, that The Bank of New York Mellon Trust Company, N. A., be selected as the initial paying agent/registrar, and further that the President and Secretary authorized to sign same on behalf of the District.

The board was presented with the Initial Bond for execution. The board authorized its President and Secretary to execute the Initial Bond in duplicate.

Julie Williams reviewed the board changes to be made in the preliminary official statement to reflect the final terms of the proposed bond issue. Upon motion duly made, seconded and unanimously carried, the board authorized its financial advisor to issue the final official statement, dated January 14, 2019 with the corrections deemed necessary to properly reflect the terms of the District's Series 2019 bonds.

Upon motion duly made, seconded and unanimously carried, the board further authorized its officers to execute the numerous documents and letters presented to the board in connection with

the issuance of the Series 2019 bonds and transcripts, and to execute any further documents required by the attorney general or by the bond insurer in connection with the approval and delivery of the Series 2019 bonds. The board authorized Rathmann & Associates L.P., and Young & Brooks in their respective capacities, to finalize matters concerning the issuance, delivery and funding of the bonds upon approval of the Attorney General. Upon motion duly made, seconded and unanimously carried, the board authorized the District officers and consultants to take all necessary actions for the timely issuance and delivery of the Series 2019 bonds.

The board unanimously employed Mark Eyring to audit the developer reimbursement for the Series 2019 bonds, if necessary.

The board unanimously approved a Resolution Reviewing Investment Policy and Investment Strategies.

There was presented to the Board a list of bills for the approval of payment, a copy of which is attached hereto. After discussion, upon motion duly made, seconded and unanimously carried, the Board approved said bills and ordered checks to be issued on the appropriate accounts of the District in payment thereof.

There being no further business to come before the Board, the meeting was duly adjourned.

Secretary, Board of Directors