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MINUTES HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 285

March 24, 2008

The Board of Directors (the "Board") of Harris County Municipal Utility District No. 285 (the "District") met in special session, open to the public, on the 24th day of March, 2008, 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:

Walter A. Knowles, Jr.	President/Investment Officer
Roy Adame, Jr.	Vice President
James W. Chick	Secretary/Investment Officer
Jerry L. Allen	Asst. Vice President
Chand Khan	Assistant Secretary/Investment Officer

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

Also present at the meeting were Dane Plumley of Jones & Carter, Inc. ("J&C"); Calvin Browne of SWWC Services, Inc. ("SWWC"); Arthur Marshall, Board member of the North Channel Water Authority ("North Channel"); Angie Domingues of KB Home; Kerri Dorman of Allen Boone Humphries Robinson LLP ("ABHR"); and Susan Prospere, Recording Secretary.

MINUTES

The Board considered approving the minutes of the February 25, 2008, meeting. After review, Director Chick moved to approve the minutes as submitted. The motion was seconded by Director Allen and carried by unanimous vote.

SECURITY SERVICES

Director Allen had nothing to report regarding security services in the District during the month.

STATEMENTS FROM THE PUBLIC

The Board noted that no members of the public were present to make statements or ask questions.

DEVELOPER'S REPORT

Ms. Domingues reviewed a report of KB Home sales in Liberty Lakes, a copy of which is attached.

STRATEGIC PARTNERSHIP AGREEMENT

Ms. Dorman stated that ABHR is still investigating the emergency service districts' boundaries to determine if the District's commercial areas are located entirely within those boundaries.

NORTH CHANNEL

Mr. Marshall reported on the North Channel surface water supply activities, including the construction projects underway. He stated that Billy C. Allen, Jr., has reported water accountability for the month of 100% and that 78.91% of the water usage was surface water. Ms. Prospere distributed copies of the draft February 11, 2008, North Channel Board meeting minutes for the Board's review.

OPERATOR'S REPORT

Mr. Browne reviewed the monthly operations report. He reported on routine maintenance and repairs in the District. He stated that there were no violations of the permitted parameters at wastewater treatment plants nos. 1 and 2 during the month of February. A copy of the operations report is attached.

He informed the Board that Director Adame contacted SWWC to report that the gate at wastewater treatment plant no. 1 was left open. Mr. Browne stated that no damage occurred as a result of the oversight and stated that the SWWC employees have been advised to be more diligent in ensuring that the gates are closed.

Mr. Browne recommended that the Board authorize additional paving at wastewater treatment plant no. 1 to improve vehicle maneuverability. He stated that Envirogenics damaged landscaping at the site because of the difficulty in handling the sludge hauling trucks and has offered to pay for the damage. He suggested applying the payment toward the cost of the paving. After discussion, Director Adame moved to authorize the paving as discussed, subject to a \$2,000 limit on the District's share of the cost. Director Chick seconded the motion, which carried unanimously.

HEARING REGARDING TERMINATION OF SERVICE

The Board conducted a hearing regarding water and sewer service terminations. Mr. Browne reported that the residents on the termination list were delinquent in payment of their water and sewer bills and were given written notification in accordance with the District's Rate Order prior to the meeting of the opportunity to

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appear before the Board of Directors to explain, contest, or correct their bills and to show why utility service should not be terminated for reason of non-payment. After discussion, Director Knowles moved that, because the residents on the termination list were either not present at the meeting or had not requested to speak regarding their delinquency nor had they presented any written statement on the matter to the Board, utility service for such residents should be terminated in accordance with the District's Rate Order. The motion was seconded by Director Chick and carried by unanimous vote.

WATER SMART PROGRAM

Mr. Browne reported that the District's Water Smart Program signs have been installed.

ENGINEER'S REPORT

Mr. Plumley presented a written report regarding engineering activities performed in the District, including the projects specifically addressed as follows in these minutes. A copy of the engineer's report is attached.

WASTEWATER TREATMENT PLANT NO. 2, PHASE 1

Mr. Plumley reported on the status of the construction of wastewater treatment plant no. 2, Phase 1. He recommended approval of Pay Estimate No. 16 and Final in the amount of \$169,088.30 submitted by R.P. Constructors, Inc., and acceptance of the project. After discussion, Director Chick moved to approve Pay Estimate No. 16 and Final and acceptance of the project as recommended. The motion was seconded by Director Adame and carried by unanimous vote.

WATER PLANT CLEARING AND GRUBBING

Mr. Plumley reported on the status of the water plant clearing and grubbing. He stated that no Pay Estimates or Change Orders were submitted by Excalibur Construction, Ltd., for the Board's approval.

WATER PLANT, PHASE 1

Mr. Plumley updated the Board regarding the District's proposed water plant, Phase 1. The Board deferred approval of the plans and specifications for the project pending receipt and deferred authorizing advertisement for bids pending approval of the plans and specifications.

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ELEVATED WATER STORAGE TANK WAIVER

Mr. Plumley reminded the Board that J&C submitted the application to the Texas Commission on Environmental Quality for a waiver from the elevated water storage tank requirement on January 4, 2008. He stated that there has been no response to date.

WATER, SEWER, AND DRAINAGE FACILITIES TO SERVE LIBERTY LAKES, SECTION 2

Mr. Plumley reported on the status of the construction of the water, sewer, and drainage facilities to serve Liberty Lakes, Section 2. He stated that the Harris County Flood Control District conducted a re-inspection of the outfall and the outfall has been accepted.

WATER, SEWER, AND DRAINAGE FACILITIES AND OFF-SITE WATER LINE TO SERVE LIBERTY LAKES, SECTION 9

Mr. Plumley reported on the status of the construction of the water, sewer and drainage facilities and off-site water line to serve Liberty Lakes, Section 9. He stated that no Pay Estimates or Change Orders were submitted by Cravens Partners, Ltd. ("Cravens"), for the Board's approval.

WATER, SEWER, AND DRAINAGE FACILITIES TO SERVE LIBERTY LAKES, SECTION 10

Mr. Plumley reported on the status of the water, sewer, and drainage facilities to serve Liberty Lakes, Section 10. He stated that no Pay Estimates or Change Orders were submitted by Crostex Construction, Inc., for the Board's approval.

WATER, SEWER, AND DRAINAGE FACILITIES TO SERVE NEW FOREST WEST, SECTION 4

Mr. Plumley reported no update on the construction of water, sewer, and drainage facilities to serve New Forest West, Section 4.

NEW FOREST WEST, SECTION 4, LIFT STATION

Mr. Plumley reported that J&C is addressing comments on the plans and specifications for the New Forest West, Section 4, lift station from the City of Houston and Harris County.

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WATER, SEWER, AND DRAINAGE FACILITIES TO SERVE NEW FOREST WEST, SECTION 3

Mr. Plumley reported on the status of the construction of the water, sewer, and drainage facilities to serve New Forest West, Section 3. He stated that no Pay Estimates or Change Orders were submitted by C. E. Barker, Ltd., for the Board's approval.

NEW FOREST LIFT STATION AND FORCE MAIN UPGRADE

The Board deferred the review of bids and award of a contract for the New Forest lift station and force main upgrade pending the receipt of bids.

WATER, SEWER, AND DRAINAGE FACILITIES TO SERVE CARPENTER'S LANDING, SECTION 2

Mr. Plumley reported on the status of the construction of the water, sewer, and drainage facilities to serve Carpenter's Landing, Section 2. He stated that no Pay Estimates or Change Orders were submitted by Cravens for the Board's approval. He reported that a sanitary sewer lead near a curb was repaired by the paving contractor.

WATER, SEWER, AND DRAINAGE FACILITIES TO SERVE CARPENTER'S LANDING, SECTION 3

The Board deferred approval of the plans and specifications for the water, sewer, and drainage facilities to serve Carpenter's Landing, Section 3, pending receipt, and deferred authorizing advertisement for bids for the project pending approval of the plans and specifications.

WATER AND SEWER TRUNK LINES TO SERVE FVNA AND LEY TRACTS

Mr. Plumley reported on the status of the construction of the water and sewer trunk lines to serve the FVNA and Ley tracts. He stated that no Pay Estimates or Change Orders were submitted by Cravens for the Board's approval.

OFF-SITE FACILITIES TO SERVE BLACK ROCK COMMONS

Mr. Plumley reported on the status of the construction of the off-site facilities to serve Black Rock Commons. He stated that no Pay Estimates or Change Orders were submitted by Statewide Services for the Board's approval.

N500 DETENTION POND EXPANSION TO SERVE FVNA

Mr. Plumley reported on the status of the N500 detention pond expansion to serve FVNA. He stated that no Pay Estimates or Change Orders were submitted by Spaw Glass Civil Construction, Inc., for the Board's approval.

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BOND APPLICATION NO. 8

Mr. Plumley reported that bond application no. 8 has been revised to address consultant comments.

DEEDS AND EASEMENTS, INCLUDING SPECIAL WARRANTY DEED FOR STONE PARK APARTMENTS LIFT STATION SITE

The Board deferred acceptance and/or approval of any deeds or easements, including the Special Warranty Deed for the Stone Park Apartments lift station site, pending receipt.

RESOLUTION AUTHORIZING APPLICATION TO THE TEXAS COMMISSION ON ENVIRONMENTAL QUALITY FOR APPROVAL OF PROJECTS AND BONDS

The Board considered adopting the Resolution Authorizing Application to the Texas Commission on Environmental Quality for Approval of Projects and Bonds ("Resolution") for the proposed sale of \$16,800,000 in bonds. Upon a motion made by Director Allen and seconded by Director Adame, the Board voted unanimously to adopt the Resolution.

CONSENT TO ENCROACHMENT ON WATER LINE EASEMENT

The Board deferred approval of a Consent to Encroachment by Bubbles Carwash on a District water line easement pending further discussion.

SOLID WASTE COLLECTION AGREEMENT

The Board deferred action on the Solid Waste Collection Agreement pending receipt.

SUCH OTHER MATTERS

Director Khan submitted copies of receipts for his Association of Water Board Directors ("AWBD") conference expenses. The Board discussed the AWBD breakfast to be held on April 9, 2008. After discussion, Director Knowles moved to authorize attendance of the Board members at the AWBD breakfast. The motion was seconded by Director Chick and carried by unanimous vote.

Ms. Prospere reported that Director Chick has withdrawn his candidate's application for the May 10, 2008, directors election.

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

Secretary, Board of Directors

(SEAL)

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