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MINUTES HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 285

July 8, 2008

The Board of Directors (the "Board") of Harris County Municipal Utility District No. 285 (the "District") met in regular session, open to the public, on the 8th day of July, 2008, at 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:

Jerry L. Allen	President
Roy Adame, Jr.	Vice President
Chand Khan	Secretary/Investment Officer
Walter A. Knowles, Jr.	Assistant Vice President/Investment Officer
Ephraim Q. Connerly, III	Assistant Secretary

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

Also present at the meeting were Mary Jarmon of Myrtle Cruz, Inc.; Kenneth Martinec and Dane Plumley of Jones & Carter, Inc. ("J&C"); Rene Anandel of Wheeler & Associates, Inc. ("Wheeler"); Calvin Browne of SWWC Services, Inc. ("SWWC"); Debbie Gibson of McCall, Gibson & Company, PLLC ("McCall"); Susan Edwards of Allen Boone Humphries Robinson LLP ("ABHR"); and Susan Prospere, Recording Secretary.

MINUTES

The Board considered approving the minutes of the June 10, 2008, meeting. After discussion, Director Khan moved to approve the minutes as presented. The motion was seconded by Director Adame and carried by unanimous vote.

STATEMENTS AND QUESTIONS FROM THE PUBLIC

Mr. Browne presented the operations report dated July 8, 2008, a copy of which is attached, due to his inability to attend the June special meeting. He stated that he would attend the July special meeting to discuss District operations and to present the list of unpaid water and sewer accounts subject to termination of service.

RESOLUTION AUTHORIZING APPLICATION TO THE TEXAS COMMISSION ON ENVIRONMENTAL QUALITY ("TCEQ") FOR AMENDMENT OF BOND APPLICATION ("RESOLUTION")

The Board considered adopting the Resolution, which provides for amendment of the District's 2008 bond application to change the basis for the waiver of certain

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requirements to reflect the District's anticipation of receipt of an acceptable underlying rating instead of a credit-enhanced rating. Upon a motion made by Director Khan and seconded by Director Connerly, the Board voted unanimously to adopt the Resolution to be filed with the TCEQ and in the District's permanent records.

AUDIT REPORT

The Board considered approving the District's audit report for the fiscal year ending March 31, 2008. Ms. Gibson reviewed a draft of the report prepared by McCall. After discussion, Director Khan moved to approve the audit report, subject to final review. Director Allen seconded the motion, which carried unanimously.

BOOKKEEPER'S REPORT

The Board reviewed the bookkeeper's report and considered payment of the bills. Ms. Jarmon also reviewed the District's investments, including the monthly investment report, and a year-to-date budget comparison. She stated that she will check on the bill received from Royalwood Municipal Utility District to determine if the charges are warranted. After discussion, Director Connerly moved to approve the bookkeeper's report, including the checks presented for payment, and the monthly investment report. The motion was seconded by Director Allen and carried by unanimous vote. A copy of the bookkeeper's report is attached.

DEPOSITORY PLEDGE AGREEMENT WITH COMPASS BANK AND LETTERS OF CREDIT AGREEMENT

Ms. Edwards stated that Compass Bank has acquired Texas State Bank. She presented a Depository Pledge Agreement and a Letters of Credit Agreement between the District and Compass Bank. She noted that Compass Bank proposes to use letters of credit from the Federal Home Loan Bank in Atlanta as collateral for District deposits. After review and discussion, Director Khan moved to approve the Depository Pledge Agreement and the Letters of Credit Agreement with Compass Bank, direct that such documents be given to the bookkeeper to complete and forward to Compass Bank for execution, and direct that such documents, once completed and fully executed, be filed appropriately and retained in the District's official records. Director Connerly seconded the motion, which passed unanimously.

RESOLUTION ESTABLISHING THE AUTHORIZED DEPOSITORY INSTITUTIONS

Ms. Edwards presented a Resolution Establishing the Authorized Depository Institutions for Board consideration establishing Compass Bank as an authorized depository institution of the District. After review and discussion, Director Khan moved to adopt the Resolution and direct that it be filed appropriately and retained in the District's official records. Director Connerly seconded the motion, which passed unanimously.

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TAX REPORT

Ms. Andel reviewed the monthly tax report, which reflects that 93.83% of the District's 2007 taxes have been collected to date. After review, Director Adame moved to approve the tax report and payment of the checks drawn on the District's tax account. The motion was seconded by Director Connerly and carried unanimously. A copy of the tax report is attached.

DELINQUENT TAX REPORT

Ms. Andel presented the delinquent tax report prepared by Perdue, Brandon, Fielder, Collins & Mott, L.L.P., a copy of which is attached. She stated that she will provide a list of aged personal property tax accounts deemed to be uncollectible for the Board's consideration for placement on a reserve list at the Board's next regular meeting.

RATE ORDER

The Board deferred amending the District's Rate Order.

ENGINEER'S REPORT

Mr. Martinec reported on engineering activities in the District.

Mr. Martinec reported that bids for the District's water plant, Phase One, scheduled to be opened on July 15, 2008, may be delayed by a week due to issues raised at the pre-bid conference.

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

The Board deferred acceptance of the Special Warranty Deed for the Stone Park Apartments lift station site, pending receipt.

INTERLOCAL AGREEMENT FOR WATER WISE PROGRAM ("AGREEMENT")

The Board considered approving the Agreement, a copy of which is attached, between the District and the Harris-Galveston Subsidence District providing for the District's sponsorship of the Water Wise Program at Havard Elementary School. After discussion, Director Adame moved to approve the Agreement. The motion was seconded by Director Connerly and carried by unanimous vote.

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TRAVEL REIMBURSEMENT GUIDELINES ("GUIDELINES")

Ms. Edwards reviewed the District's Guidelines in anticipation of the Board's attendance at the Association of Water Board Directors summer conference and subsequent expense reimbursements.

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

Secretary, Board of Directors

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