

NORTHWEST PARK MUNICIPAL UTILITY DISTRICT

Minutes of Directors Meeting

August 19, 2009

The board of Directors for Northwest Park Municipal Utility District met at the Northwest Park MUD Operations Building at 6819 Deer Ridge, Houston, Harris County, Texas, on August 19, 2009 in accordance with duly posted notice of said meeting, with a quorum of members present as follows:

Dennis Duckett	President
Dois Sutton	Vice President
Denton Bryant	Investment Officer
Robert McCharen	Secretary
Sherri Lee	Director

Also in attendance were: Donna Tzitzis (Operator – Water District Services), Olivia Rocha (Municipal Accts & Consulting), Megan Crutcher, Jared Bowlin, and Robert Atkinson (Engineers – Edminster, Hinshaw, Russ & Assoc.), David L. Merritt, P.C. (CPA), Mark Brooks (Attorney – Young & Brooks), Anthea Moran (First Southwest Co.)

MINUTES

Minutes for the July 15 2009, meeting were distributed and read. A motion to accept the minutes was made by Dennis Duckett and seconded by Bob McCharen. Motion carried.

TAX ASSESSOR REPORT

The Tax Assessor's report was distributed and read. A motion to accept the Tax Assessor's report was made by Denton Bryan and seconded by Sherri Lee. Motion carried.

BOOKKEEPER REPORT

The Bookkeeper's report was distributed and read. A motion to accept the bookkeeper's report was made by Dennis Duckett and seconded by Bob McCharen. Motion carried.

ENGINEER REPORT

The Engineer's report was distributed and read. A motion to accept the Engineer's report was made by Dois Sutton and seconded by Dennis Duckett. Motion carried.

The board approved the Engineers to proceed with laying the 36" storm sewer lines and with getting easements from the homeowners. The motion was made by Bob McCharen and seconded by Dois Sutton. Motion carried.

OPERATOR REPORT

The Operator's report was distributed and read. A motion to accept the Operator's report was made by Dois Sutton and seconded by Bob McCharen. Motion carried.

The board agreed to grant a rate rebate to Jacques Bland, 10015 Iron River Dr. for her June bill. The motion was made by Bob McCharen and seconded by Sherri Lee. Motion carried.

OTHER BUSINESS

The board renewed and signed a new insurance agreement effective 08/30/09 with Anco McDonald Waterworks Insurance. The motion was made by Bob McCharen and seconded by Dois Sutton. Motion carried.

The board approved the Independent Auditors Report submitted by David L. Merritt P. C. Certified Public Accountant. The motion was made by Denton Bryant and seconded by Dois Sutton. Motion carried.

The board reviewed the investment policies and made no changes. The motion was made by Denton Bryant and seconded by Dennis Duckett. Motion carried.

SERIES 2009 BOND ISSUE

It was announced that, pursuant to notice published as required by law, public bids for the sale of the District's proposed \$5,920,000 Series 2009 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:

Sterne, Agee & Leach, Inc.	4.679827%
Morgan Keegan & Co., Inc.	4.711549%
Vining-Sparks IBG, LP	4.715625%
SAMCO Capital Markets	4.739152%
Ross, Sinclair & Associates, Inc.	4.746270%
First Southwest Company	4.755930%
Bernardi Securities, Inc.	4.778412%
Wells Fargo Advisors	4.799519%

The bids were carefully considered. Anthea Moran of First Southwest Company, the District's financial advisors, recommended that the bid of Sterne, Agee & Leach, Inc. should be accepted as it produces the lowest net effective interest rate to the District. Based upon this recommendation and advice, it was moved, seconded and unanimously carried that the board and District accept the bid of Sterne, Agee & Leach, Inc. and adopt the attached Order Awarding Sale of the said Series 2009 bonds to same.

The board next considered the selection of a paying agent/registrars to handle the closing and distribution of the District's funds and bonds in connection with the Series 2009 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 Well Fargo Bank, N.A., be selected as the initial paying agent/registrars, and further that the President and Secretary authorized to sign same on behalf of the District.

There was presented to the meeting the Bond Order attached hereto for the issuance of the District's \$5,920,000 Series 2009 bonds, which Bond Order reflects the 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 be passed and adopted, and 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.

Ms. Moran reviewed with 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 August 19, 2009 with the corrections deemed necessary to properly reflect the terms of the District's Series 2009 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 2009 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 2009 bonds. The board authorized First Southwest Company 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 also authorized the District officers and consultants to take all necessary actions for the timely issuance and delivery of the Series 2009 bonds.

Upon motion duly made, seconded and unanimously carried, the board approved payment of director per diems for this meeting and issuance of a check to the Attorney General in the amount of \$5,920.00 as a transcript examination fee for the Series 2009 bond issue.

Upon motion duly made, seconded and unanimously carried, the board also adopted the attached Order Amending Bond Order in connection with the District's Series 2004 bond issue.

There being no further business to come before the board a motion was made by Dois Sutton and seconded by Bob McCharen to adjourn the meeting. Motion carried.
