

HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 365

February 12, 2008

The Board of Directors of Harris County Municipal Utility District No. 365 met in special session, open to the public, on the 12th day of February, 2008, at 16314 Madewood Street, Cypress, Texas 77429, inside the boundaries of the District, and the roll was called of the members of the Board, to-wit:

Joe Myers	President
Alan Silverman	Vice President
Claudine Pacioni	Assistant Vice President
Kevin Gilligan	Secretary
Megan Bradley	Assistant Secretary

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

Also present at the meeting were Dennis Sander and Christopher Burke of Sander Engineering Corporation ("Sanders"); Ken Shabalat and David Keel of KMS Engineering ("KMS"); Michael Murr of Murr Incorporated; Merrie Talley-Pope of Talley-Pope Associates; and Jane Miller of Allen Boone Humphries Robinson LLP ("ABHR").

RESOLUTION ESTABLISHING ADDITIONAL MEETING PLACES OF THE BOARD OF DIRECTORS INSIDE THE BOUNDARIES OF THE DISTRICT

The Board considered adopting a Resolution Establishing an Additional Meeting Place. Director Silverman moved that the Board adopt a Resolution reflecting 16314 Madewood Street, Cypress, Texas 77429 as an additional meeting place. Director Pacioni seconded the motion, which was approved by unanimous vote.

DISTRICT ENGINEERING SERVICES

The Board received presentations from Sander and KMS and reviewed the qualifications of each to provide services to the District. The Board also reviewed the current projects ongoing within the District. Following the interview and discussion by the Board, the Board concurred to request a formal fee for services proposal from Sander and to request that the proposal be submitted to the Board electronically for review.

DISCUSS PARK GRANT APPLICATION

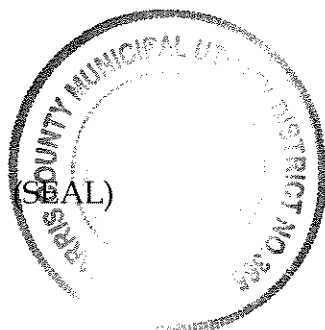
The Board reviewed a proposal submitted by Mr. Murr and Ms. Talley-Pope for a master plan, environmental surveys, appraisals, construction documents and the park

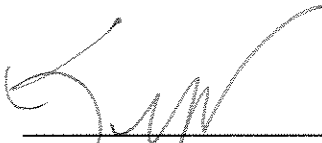
grant application. Ms. Talley-Pope discussed in further detail the proposed point structure which included a wetlands area on the north side of Jarvis. The Board discussed generally the ownership of the wetlands area parcels and possible partnerships to include the parcel in the grant application. Ms. Talley-Pope also reviewed the application process, the point scoring structure, and new Texas Parks and Wildlife rules. Mr. Murr said that the total cost to the District for the complete design and application process is \$62,000 and that the deadline to submit the application is July 31, 2008, or January 31, 2009. The Board then discussed creating a conceptual design as a preliminary measure to present the project to the community. The Board requested that Ms. Talley-Pope and Mr. Murr separate the activities necessary to reach a conceptual design package into a separate proposal and resubmit the proposal to the Board electronically to be addressed at a future special meeting of the Board.

TAX ASSESSOR COLLECTORS' PROPOSAL TO CONFIRM BUSINESS LISTINGS FOR LIMITED PURPOSE ANNEXATION AREAS

The Board next reviewed a proposed amendment to the tax assessor collector services agreement to provide for confirmation that all appropriate business sales tax within the District is being effectively reported and received by the City, and that 50 percent is being turned over the District pursuant to the District's strategic partnership agreement with the City of Houston. Following discussion, Director Silverman moved to approve the amendment and to instruct ABHR to include a standing agenda item on all regular monthly agendas to review the amendment and the sales tax accounts. Director Bradley seconded the motion which passed unanimously.

There being no further business to consider, Director Silverman made a motion that the meeting be adjourned. The motion was seconded by Director Pacioni and carried unanimously.




Secretary, Board of Directors