

MINUTES
HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 365

December 11, 2008

The Board of Directors (the "Board") of Harris County Municipal Utility District No. 365 (the "District") met in special session, open to the public, on the 11th day of December, 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:

Joe Myers	President
Megan Bradley	Vice President
Alan Silverman	Assistant Vice President
Matthew Lund	Secretary
Michael Vandewater	Assistant Secretary

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

Also present at the meeting were Michael Murr of Murr Incorporated; Merrie Talley-Pope of Talley-Pope & Associates; Don Richards of Cole's Crossing Homeowner's Association ("HOA"); and Jane Miller of Allen Boone Humphries Robinson LLP ("ABHR").

CONSTRUCTION OF SPLASH PAD

Mr. Richards said that the HOA had not made a decision about a location for a proposed splash pad and will discuss the project further at the HOA meeting in January. He said that the HOA was not really interested in a splash pad, but would support it if there were community interest. He said that the HOA was more interested in installing a pavilion at the tennis court area and finishing the HOA signage project.

TRAIL IMPROVEMENT PROJECTS, INCLUDING PHASE 3

The Board discussed the proposed construction of an 8 foot asphalt trail system around the detention pond and on the north side of the drainage channel next to The Park at Arbordale as Phase 3 of the District's trail project. Mr. Murr presented a proposal for design of the trail project including construction documents, optional bidding services and construction administration. The Board also discussed improving the appearance of benches on the trails and including a parking area with connectivity from the parking area to fields. Mr. Murr said that the District engineer will provide engineering for Phase 3 which is included in his proposal. The Board discussed with Mr. Murr the timeline for completion of design and construction of the project. Upon a motion by Director Silverman and a second by Director Bradley, the Board moved to approve Michael Murr's proposal for design of an 8 foot asphalt trail system around the

detention pond and on the north side of the drainage channel next to The Park at Arbordale as Phase 3 of the District's trail project.

The Board also discussed reinstating the joint trail committee and concurred that Directors Lund and Myers will attend on behalf of the District. The Board discussed with Mr. Richards signage within the project in correlation with the HOA master plan.

DETENTION PARK GRANT PROJECT

Ms. Talley-Pope reviewed with the Board a revised conceptual plan for the detention pond park that merges her and Mr. Murr's design into one visual. The Board discussed with Ms. Talley-Pope phasing of the detention areas, mitigation of the Jarvis road detention, and how to accomplish partnerships for work in the detention area that can be incorporated into the grant application. The Board discussed engineering phase 1 of the detention area as part of the grant application process to accelerate the detention portion of the project immediately following a decision from Texas Parks & Wildlife regarding the grant. Ms. Talley-Pope said that an as-built of the detention area would be needed and that the engineering numbers to create the as-built were not part of this proposal, but an additional cost. Following discussion regarding detention pond as-built plans, the Board concurred that the as-built provided by Jones & Carter was not adequate for the grant application. Ms. Talley-Pope suggested that Dannenbaum Engineering create the as-built and the Board concurred and requested that Ms. Talley-Pope obtain a proposal from Dannenbaum Engineering. The Board also discussed the crossing under Jarvis and the scoring boost in the grant application for inclusion of same.

Ms. Talley-Pope reviewed with the Board a production/meeting calendar for the master plan and grant in order to meet a July 31, 2009, grant application submission deadline. Ms. Talley-Pope also reviewed with the Board a (1) Proposal for Preparation of Outdoor Recreation Grant Application to Texas Parks and Wildlife for Cole's Park; and a (2) Proposal for Landscape Design Services for Park Overlay of the Detention Basin, both to be accomplished simultaneously. The Board discussed these proposals in comparison with previously approved proposals and asked that ABHR review the proposals. Ms. Talley-Pope said that these proposals do not include construction documents. Ms. Talley-Pope discussed the components of each proposal generally, the associated activities and the anticipated production of documentation to the District.

Ms. Talley-Pope discussed the amendment of the HOA master plan, when completed, to be included with the grant application. She explained that the inclusion of the amended HOA master plan will show that the project falls within the larger master plan, but is not a District project. Mr. Richards asked that the master plan not be modified, but built upon in such a way that suits needs of both parties. Mr. Richards added that the HOA undertook the master plan to facilitate this project.

The Board discussed posting the revised project plan to the District website and placing a copy at the Community Center with an accompanying narrative. The Board also discussed generally park bonds.

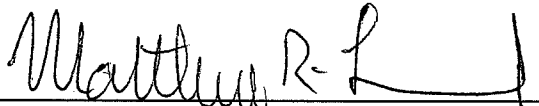
PROPOSALS FOR GIS HOSTING

There was no discussion on this agenda item.

RECYCLING PROJECT

Director Bradley said that Residential Recycling had called and verified the location for the recycling bin drop off and said that she will ask that the recycling company to coordinate the drop off with ABHR and the district operator when the company is ready to deliver. She said that the flyers are still in progress and that she will send the flyer to ABHR when completed for delivery to the district operator.

There being no further business to consider, the meeting was adjourned.


Secretary, Board of Directors

(SEAL)

