

MINUTES OF SPECIAL MEETING
OF
HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 165

February 20, 2007

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

The Board of Directors of Harris County Municipal Utility District No. 165 (the "Board") convened in regular session, open to the public, on February 20, 2007, at 19831 Stoneyhaven Drive, Cypress, Texas 77433, inside the boundaries of the District, and the roll was called of the duly constituted officers and members of the Board, to-wit:

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|--------------------|--|
| Jacqueline Jackson | President |
| Alan Bentson | Vice President |
| Ira Rabourn | Secretary/Treasurer/Investment Officer |
| Reginald Cobb | Assistant Vice President |
| Miranda Bussey | Assistant Secretary |

and all of said directors were present, thus constituting a quorum.

Also present at the meeting were David Keel of KMS Engineering, LLP ("KMS"); residents of the District listed on Exhibit A attached hereto; and Lynne Humphries and Jessica B. Holoubek of Allen Boone Humphries Robinson LLP ("ABHR").

STRATEGIC PARTNERSHIP AGREEMENT PUBLIC HEARING

The Board conducted a public hearing to discuss the proposed Strategic Partnership Agreement ("SPA") between the District and the City of Houston, Texas for the purpose of receiving public comments regarding the proposed adoption by the District of the SPA. Ms. Holoubek reviewed the terms of the proposed SPA and reported that notice of the two public hearings has been posted as required by law.

The Board then received comments regarding the SPA as described in Exhibit A attached hereto.

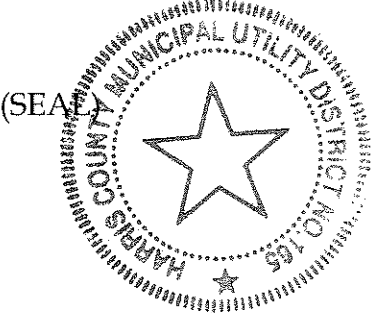
AUTHORIZE EXECUTION OF STRATEGIC PARTNERSHIP AGREEMENT

No action taken on this agenda item.

AUTHORIZE EXECUTION OF AMENDMENT TO INFORMATION FORM

No action taken on this agenda item.

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



Jay Rabourn

Secretary, Board of Directors

LIST OF ATTACHMENTS TO MINUTES

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| Exhibit A/ Attendee list..... | <u>4</u> |