

HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 368

Minutes of Meeting Monday, February 18, 2008

The Board of Directors (the "Board") of the Harris County Municipal Utility District No. 368 (the "District") met in special session, open to the public, at 6:30 p.m. on Monday, February 18, 2008 at the District's regular meeting place, Graceview Baptist Church, 25510 Tomball Parkway, Tomball, Texas, whereupon the roll was called of the members of the Board to-wit:

Roy P. Lackey	President
Tiffani C. Bishop	Vice President/Investment Officer
Sharon L. Cook	Secretary
Michael J. Ward	Treasurer
Allison V. Dunn	Assistant Secretary

All members of the Board were present. Others in attendance were: Cathy Branco of Municipal Accounts & Consultants ("Bookkeeper"); Peter Rafferty, Esther L. Pace and Phyllis B. Roy, property owners along Huffsmith/Kohrville; and Kaye C. Corprew of Johnson Radcliffe Petrov & Bobbitt PLLC ("JRPB" or "Attorney").

The President, after finding that notice of the meeting was posted as required by law and determining that a quorum of the Board was present, called the meeting to order at 6:35 p.m. for such business as may properly come before the Board.

HUFFSMITH/KHORVILLE WATERLINE EASEMENTS AND PAYMENT FOR SAME.

Ms. Corprew reported on the status of the District's efforts to acquire the waterline easements needed for the water transmission line to be constructed from the District's Water Plant No. 2 to Water Well No. 6, particularly those along Huffsmith/Kohrville and distributed for the Board's review a status chart, a copy of which is attached hereto as Exhibit "A". Ms. Corprew reported that all but four (4) of such easements have been obtained.

Next, Ms. Corprew introduced Mr. Rafferty, Ms. Roy and Ms. Pace and explained that they were attending the meeting in an effort to accept the District's offer of 150% of the appraised value of their respective easements provided they execute their respective easement letter agreements and easement instruments at tonight's meeting.

Ms. Pace and Ms. Roy then proceeded to execute their required documents and Ms. Corprew notarized their signatures on the easement. Upon motion by Director Dunn and, seconded by Director Cook, after discussion and with all Directors present voting aye, the Board (1) approved the letter agreement with Ms. Pace and Ms. Roy, (2) authorized Director Lackey to execute same, (3) approved and accepted the Pace/Roy

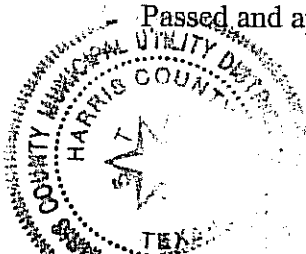
waterline easement, (4) approved the payment of 150% of the appraised value of the easement to Ms. Pace and Ms. Roy for the easement, subject to the receipt of the lienholder consent, and (5) approved the payment to the lienholder for the consent.

Mr. Rafferty then proceeded to execute his letter agreement with the District and the easement and Ms. Corprew notarized his signature on the easement. Upon motion by Director Cook and, seconded by Director Lackey, after discussion and with all Directors present voting aye, the Board (1) approved the letter agreement with Mr. Rafferty, (2) authorized Director Lackey to execute same, (3) approved and accepted the Rafferty waterline easement, subject to further clarification by the Attorney and (4) approved the payment of 150% of the appraised value of the easement to Mr. Rafferty for the easement, subject to the receipt of his wife's signature on the easement and the lienholder consent by the end of the week.

Ms. Corprew then explained that the only other easements still needed for the water transmission line are from Central Baptist Church and Loyd and Charisse McBride. Ms. Corprew went on to explain that Ms. Diane Allen of JRPB and Mr. Mark Stendahl, P.E. have been in conversation with both but that neither have fulfilled the requirements for receiving a payment of 150% of their respective appraised easement values. Upon motion by Director Cook and, seconded by Director Bishop, after discussion and with all Directors present voting aye, the Board approved payments of 100% of the appraised easement value to these parties.

There being no further business to come before the Board, upon motion by Director Ward, the President adjourned the meeting at 7:30 p.m.

Passed and approved this 20th day of March, 2008.



Sharon L. Cook
Secretary, Board of Directors

Exhibits: *

- A - Easement Status Chart
- B - Waterline Easement and Letter Agreement with Peter Rafferty
- C - Waterline Easement and Letter Agreement with Esther L. Pace and Phyllis B. Roy