

## OFFICIAL STATEMENT DATED MAY 14, 2019

IN THE OPINION OF BOND COUNSEL, UNDER EXISTING LAW, INTEREST ON THE BONDS IS EXCLUDABLE FROM GROSS INCOME FOR FEDERAL INCOME TAX PURPOSES, AND INTEREST ON THE BONDS IS NOT SUBJECT TO THE ALTERNATIVE MINIMUM TAX ON INDIVIDUALS. SEE “TAX MATTERS” FOR A DISCUSSION OF THE OPINION OF BOND COUNSEL.

THE BONDS HAVE BEEN DESIGNATED AS “QUALIFIED TAX-EXEMPT OBLIGATIONS” FOR FINANCIAL INSTITUTIONS. SEE “TAX MATTERS—QUALIFIED TAX-EXEMPT OBLIGATIONS.”

### NEW ISSUE-Book-Entry Only

Insured Ratings (AGM): S&P “AA” (stable outlook)  
Moody’s “A2” (stable outlook)  
Underlying Rating: Moody’s “A2”  
See “MUNICIPAL BOND RATING” and “MUNICIPAL BOND INSURANCE” herein.

**\$2,885,000**

### HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290 (A political subdivision of the State of Texas located within Harris County) UNLIMITED TAX REFUNDING BONDS SERIES 2019

**Dated: June 1, 2019**

**Due: September 1, as shown below**

Principal of the Bonds will be payable at stated maturity or redemption upon presentation of the Bonds at the principal payment office of the paying agent/registrar, initially The Bank of New York Mellon Trust Company, N.A. (the “Paying Agent/Registrar,” “Paying Agent” or “Registrar”) in Dallas, Texas. Interest on the Bonds will accrue from June 1, 2019 and be payable on September 1, 2019 (three months of interest) and on each March 1 and September 1 thereafter until the earlier of maturity or redemption. Interest will be calculated on the basis of a 360-day year comprised of twelve 30-day months. The Bonds will be issued only in fully registered form in \$5,000 denominations or integral multiples thereof. The Bonds are subject to redemption prior to maturity as shown below.

The Bonds will be registered in the name of Cede & Co., as nominee for The Depository Trust Company, New York, New York (“DTC”), which will act as securities depository for the Bonds. Beneficial Owners of the Bonds will not receive physical certificates representing the Bonds, but will receive a credit balance on the books of the nominees of such beneficial owners. So long as Cede & Co. is the Registered Owner of the Bonds, the principal of and interest on the Bonds will be paid by the Paying Agent/Registrar directly to DTC, which will, in turn, remit such principal and interest to its participants for subsequent disbursement to the beneficial owners of the Bonds. See “BOOK-ENTRY-ONLY SYSTEM.”



The scheduled payment of principal of and interest on the Bonds when due will be guaranteed under a municipal bond insurance policy to be issued concurrently with the delivery of the Bonds by **ASSURED GUARANTY MUNICIPAL CORP.** See “MUNICIPAL BOND INSURANCE” herein.

### MATURITY SCHEDULE

Due (Sept. 1)	Principal Amount	Interest Rate	Initial Reoffering Yield (a)	CUSIP Number (b)	Due (Sept. 1)	Principal Amount	Interest Rate	Initial Reoffering Yield (a)	CUSIP Number (b)
2020	\$ 20,000	3.000%	1.780%	41420X QF3	2028	\$ 235,000 (c)	2.250%	2.480%	41420X QP1
2021	20,000	3.000	1.830	41420X QG1	2029	230,000 (c)	2.500	2.650	41420X QQ9
2022	20,000	3.000	1.890	41420X QH9	2030	225,000 (c)	3.000	2.730	41420X QR7
2023	245,000	3.000	1.950	41420X QJ5	2031	225,000 (c)	3.000	2.830	41420X QS5
2024	245,000	3.000	2.010	41420X QK2	2032	220,000 (c)	3.000	2.930	41420X QT3
2025	245,000 (c)	2.000	2.130	41420X QL0	2033	240,000 (c)	3.000	3.000	41420X QU0
2026	240,000 (c)	2.000	2.250	41420X QM8	2034	235,000 (c)	3.000	3.050	41420X QV8
2027	240,000 (c)	2.125	2.330	41420X QN6					

- (a) Initial reoffering yield represents the initial offering yield to the public which has been established by the Underwriter (as herein defined) for offers to the public and which may be subsequently changed by the Underwriter and is the sole responsibility of the Underwriter. The initial reoffering yields indicated above represent the lower of the yields resulting when priced at maturity or to the first call date. Accrued interest from June 1, 2019, is to be added to the price.
- (b) CUSIP Numbers have been assigned to the Bonds by CUSIP Service Bureau and are included solely for the convenience of the purchasers of the Bonds. Neither the District nor the Underwriter shall be responsible for the selection or correctness of the CUSIP Numbers set forth herein.
- (c) Bonds maturing on and after September 1, 2025, are subject to redemption prior to maturity at the option of the District, in whole or from time to time in part, on September 1, 2024, or on any date thereafter, at a price equal to the principal amount thereof plus accrued interest to the date fixed for redemption. See “THE BONDS—Redemption Provisions.”

The Bonds, when issued, will constitute valid and legally binding obligations of Harris County Municipal Utility District No. 290 (the “District”) and will be payable from the proceeds of an annual ad valorem tax, without legal limitation as to rate or amount, levied against all taxable property located within the District. The Bonds are obligations solely of the District and are not obligations of the State of Texas, Harris County, the City of Houston, or any entity other than the District. The Bonds are subject to special investment risks described herein. See “INVESTMENT CONSIDERATIONS.”

The Bonds are offered by the Underwriter subject to prior sale, when, as and if issued by the District and accepted by the Underwriter, subject, among other things, to the approval of the Bonds by the Attorney General of Texas and the approval of certain legal matters by Allen Boone Humphries Robinson LLP, Bond Counsel. Certain legal matters will be passed on for the Underwriter by McCall, Parkhurst & Horton L.L.P. Houston, Texas, as Underwriter’s Counsel. Delivery of the Bonds in book-entry form through DTC is expected on or about June 13, 2019.

**SAMCO CAPITAL**

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**USE OF INFORMATION IN OFFICIAL STATEMENT**

No dealer, broker, salesman or other person has been authorized to give any information or to make any representations other than those contained in this Official Statement, and, if given or made, such other information or representation must not be relied upon as having been authorized by the District.

This Official Statement is not to be used in an offer to sell or the solicitation of an offer to buy in any state in which such offer or solicitation is not authorized or in which the person making such offer or solicitation is not qualified to do so or to any person to whom it is unlawful to make such offer or solicitation.

All of the summaries of the statutes, orders, contracts, audited financial statements, engineering and other related reports set forth in this Official Statement are made subject to all of the provisions of such documents. These summaries do not purport to be complete statements of such provisions, and reference is made to such documents, copies of which are available from Allen Boone Humphries Robinson LLP, 3200 Southwest Freeway, Suite 2600, Houston, Texas, 77027-7528 upon payment of the costs of duplication therefor.

This Official Statement contains, in part, estimates, assumptions and matters of opinion which are not intended as statements of fact, and no representation is made as to the correctness of such estimates, assumptions or matters of opinion, or as to the likelihood that they will be realized. Any information and expressions of opinion herein contained are subject to change without notice and neither the delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the District or other matters described herein since the date hereof. However, the District has agreed to keep this Official Statement current by amendment or sticker to reflect material changes in the affairs of the District and, to the extent that information actually comes to its attention, the other matters described in this Official Statement until delivery of the Bonds to the Underwriter (as herein defined) and thereafter only as specified in “PREPARATION OF THE OFFICIAL STATEMENT—Updating the Official Statement.”

Assured Guaranty Municipal Corp. (“AGM”) makes no representation regarding the Bonds or the advisability of investing in the Bonds. In addition, AGM has not independently verified, makes no representation regarding, and does not accept any responsibility for the accuracy or completeness of this OFFICIAL STATEMENT or any information or disclosure contained herein, or omitted herefrom, other than with respect to the accuracy of the information regarding AGM supplied by AGM and presented under the heading “MUNICIPAL BOND INSURANCE” and “APPENDIX B.”

## OFFICIAL STATEMENT SUMMARY

The following information is qualified in its entirety by the detailed information appearing elsewhere in this Official Statement.

### THE FINANCING

*The Issuer* ..... Harris County Municipal Utility District No. 290 (the “District”), a political subdivision of the State of Texas, is located in Harris County, Texas. See “THE DISTRICT.”

*The Issue* ..... \$2,885,000 Unlimited Tax Refunding Bonds, Series 2019 (the “Bonds”) are issued pursuant to a resolution (the “Bond Resolution”) of the District’s Board of Directors authorizing the issuance of the Bonds. The Bonds will be issued as fully registered bonds maturing in the years and in the amounts and paying interest at the rates shown on the cover hereof. Interest on the Bonds accrues from June 1, 2019 and is payable on September 1, 2019 (three months of interest), and on each March 1 and September 1 thereafter until the earlier of maturity or prior redemption. See “THE BONDS.”

The Bonds maturing on and after September 1, 2025, are subject to redemption, in whole or from time to time in part, at the option of the District, prior to their maturity dates, on September 1, 2024, or on any date thereafter. Upon redemption, the Bonds will be payable at a price of par plus accrued interest to the date of redemption. See “THE BONDS.”

*Source of and Security For Payment* ..... The Bonds are payable from an annual ad valorem tax, without legal limitation as to rate or amount, levied upon all taxable property within the District. See “TAX PROCEDURES.” The Bonds are obligations of the District and are not obligations of the State of Texas, Harris County, the City of Houston, or any other political subdivision or agency other than the District. See “THE BONDS—Source of and Security for Payment.”

*Authority for Issuance* ..... The Bonds are the third series of bonds issued out of an aggregate of \$50,000,000 principal amount of unlimited tax refunding bonds authorized by the District’s voters at an election held on November 4, 2003, for the purpose of refunding outstanding bonds of the District. The Bonds are authorized by the District pursuant such election and the terms and conditions of the Bond Resolution, Article XVI, Section 59 of the Texas Constitution, Chapters 49 and 54 of the Texas Water Code, Chapter 1207 of the Texas Government Code, as amended, City of Houston Ordinance No. 97-416, and the general laws of the State of Texas relating to the issuance of bonds by political subdivisions of the State of Texas. See “THE BONDS—Authority for Issuance,” “—Issuance of Additional Debt” and “INVESTMENT CONSIDERATIONS—Future Debt.”

*Payment Record* ..... The District has previously issued twelve series of unlimited tax bonds for construction of the District’s water, wastewater and drainage system, one series of unlimited tax bonds for parks and recreational facilities, and two series of unlimited tax bonds for refunding purposes, of which \$64,775,000 principal amount remains outstanding as of April 1, 2019 (the “Outstanding Bonds”). The District has never defaulted in the payment of principal and interest on the Outstanding Bonds.

*Use of Proceeds* ..... Proceeds from the sale of the Bonds, together with any other lawfully available funds of the District will be used to currently refund and defease \$2,750,000 of the District’s Outstanding Bonds in order to achieve annual and net present value savings in the District’s annual debt service expense. The Bonds to be refunded and discharged with Bond proceeds are referred to herein as the “Refunded Bonds.” Bond proceeds will also be used to pay certain costs associated with issuance of the Bonds, including the payment of any insurance premium. After the issuance of the Bonds, \$62,025,000 principal amount of the Outstanding Bonds will remain outstanding (the “Remaining Outstanding Bonds”) and the total outstanding debt of the District will be \$64,910,000. See “PLAN OF FINANCING—Refunded Bonds” and “—Sources and Uses of Funds.”

*Qualified Tax-Exempt Obligations* ..... The Bonds have been designated as “qualified tax-exempt obligations” for financial institutions. See “TAX MATTERS—Qualified Tax-Exempt Obligations.”

<i>Municipal Bond Rating and Municipal Bond Insurance</i> .....	It is expected that S&P Global Ratings, a business unit of Standard & Poor’s Financial Services LLC, (“S&P”) and Moody’s Investors Service, Inc. (Moody’s) will assign municipal bond ratings of “AA” (stable outlook) and “A2” (stable outlook), respectively, to this issue of Bonds with the understanding that upon delivery of the Bonds, a municipal bond insurance policy insuring the timely payment of the principal of and interest on the Bonds will be issued by Assured Guaranty Municipal Corp. (“AGM” or the “Insurer”). Moody’s has also assigned an underlying rating of “A2” to the Bonds. An explanation of their ratings may be obtained from S&P or Moody’s. See “INVESTMENT CONSIDERATIONS—Risk Factors Related to the Purchase of Municipal Bond Insurance,” “MUNICIPAL BOND RATING,” “MUNICIPAL BOND INSURANCE” and “APPENDIX B.”
<i>Bond Counsel</i> .....	Allen Boone Humphries Robinson LLP, Houston, Texas. See “MANAGEMENT,” “LEGAL MATTERS,” and “TAX MATTERS.”
<i>Underwriter’s Counsel</i> .....	McCall, Parkhurst & Horton L.L.P, Houston, Texas.
<i>Financial Advisor</i> .....	Masterson Advisors LLC, Houston, Texas.
<i>Paying Agent/Registrar</i> .....	The Bank of New York Mellon Trust Company, N. A., Dallas, Texas.
<i>Escrow Agent</i> .....	The Bank of New York Mellon Trust Company, N. A., Dallas, Texas.
<i>Verification Agent</i> .....	Public Finance Partners LLC, Minneapolis, Minnesota. See “VERIFICATION OF MATHEMATICAL CALCULATIONS.”

**HURRICANE HARVEY**

<i>General</i> .....	The greater Houston area, including the District, is subject to occasional severe weather events, including tropical storms and hurricanes. If the District were to sustain damage to its facilities requiring substantial repair or replacement, or if substantial damage were to occur to taxable property within the District as a result of such a weather event, the investment security of the Bonds could be adversely affected. The greater Houston area has experienced three storms exceeding a 0.2% probability (i.e. “500-year flood” events) since 2015, the most recent of which was Hurricane Harvey which made landfall along the Texas Gulf Coast on August 26, 2017, and brought historic levels of rainfall during the successive four days.
<i>Impact on the District</i> .....	According to Municipal Operations & Consulting, Inc. (the “System Operator”), the District's System (as defined herein) did not sustain any material damage, there was no interruption of water and sewer service, and no homes within the District experienced structural flooding or other material damage as a result of Hurricane Harvey.

If a hurricane (or any other natural disaster) significantly damaged all or part of the improvements within the District, the assessed value of property within the District could be substantially reduced, with a corresponding decrease in tax revenues or necessity to increase the District’s tax rate. Further, there can be no assurance that a casualty loss to taxable property within the District will be covered by insurance (or that property owners will even carry flood insurance), that any insurance company will fulfill its obligation to provide insurance proceeds, or that insurance proceeds will be used to rebuild or repair any damaged improvements within the District. Even if insurance proceeds are available and improvements are rebuilt, there could be a lengthy period in which assessed values within the District would be adversely affected. See “INVESTMENT CONSIDERATIONS—Hurricane Harvey.”

## THE DISTRICT

*Description*..... The District was created by order of the Texas Water Commission, now known as the Texas Commission on Environmental Quality (the “Commission” or “TCEQ”), dated February 13, 1985. The District presently contains approximately 851 acres of land located in the northeast portion of Harris County approximately 25 miles from downtown Houston, Texas and approximately seven miles east of Bush Intercontinental Airport. The District is located approximately 6 miles east of U.S. Highway 59 (the “Eastex Freeway”) and is accessible via the Eastex Freeway to Will Clayton Parkway, then east on Will Clayton Parkway six miles to the entrance to the District. The entrance is at the intersection of Will Clayton Parkway and Timber Forest Drive. The District lies entirely within the extraterritorial jurisdiction of the City of Houston. See “THE DISTRICT.”

*Status of Development*..... The District is a portion of the Eagle Springs community. Eagle Springs is planned to encompass 1,404 acres of land at full development including single-family, multi-family and commercial usages. Approximately 1,359 acres are located within the boundaries of two municipal utility districts. Approximately 851 acres are within the boundaries of the District, and approximately 508 acres are within the boundaries of Harris County Municipal Utility District No. 106 (“MUD 106”). Development of Eagle Springs began in 2000. As of April 1, 2019, the Eagle Springs community contained a total of 3,990 completed houses, of which 2,711 are located in the District and 1,279 are located in MUD 106. The District does not have any developable land which is not provided with underground water, sanitary sewer and drainage facilities.

All of the developable acreage in the District is served with underground utilities. Construction of water, sanitary sewer and drainage facilities and paving to serve Eagle Springs, Sections 17 through 50 located within the District (approximately 757 acres of land developed into 2,593 single-family residential lots, 65 townhome lots, and 53 gated patio lots) is complete. As of April 1, 2019, the District contained 2,694 single-family homes (including townhomes and patio homes) completed and occupied and 17 single-family homes completed and not occupied.

In addition to the development described above, approximately 6 acres are included in parks, recreation and open space areas. An elementary school has been constructed on approximately 13 acres of land in the District. The school is exempt from taxation by the District. Additionally, approximately 75 acres of land are contained in drainage easements and rights-of-way, including approximately 37 acres of land which has been deeded to Harris County for a future road way. See “THE DISTRICT—Status of Development.”

## INVESTMENT CONSIDERATIONS

THE PURCHASE AND OWNERSHIP OF THE BONDS ARE SUBJECT TO SPECIAL INVESTMENT CONSIDERATIONS AND ALL PROSPECTIVE PURCHASERS ARE URGED TO EXAMINE CAREFULLY THIS ENTIRE OFFICIAL STATEMENT WITH RESPECT TO THE INVESTMENT SECURITY OF THE BONDS, INCLUDING PARTICULARLY THE SECTION CAPTIONED “INVESTMENT CONSIDERATIONS.”

## SELECTED FINANCIAL INFORMATION

2018 Certified Taxable Assessed Valuation.....	\$721,266,026 (a)
Gross Direct Debt Outstanding .....	\$64,910,000 (b)
Estimated Overlapping Debt .....	<u>37,222,006 (c)</u>
Gross Direct Debt and Estimated Overlapping Debt.....	\$102,132,006
Ratio of Gross Direct Debt to:	
2018 Certified Taxable Assessed Valuation .....	9.00%
Ratio of Gross Direct Debt and Estimated Overlapping Debt to:	
2018 Certified Taxable Assessed Valuation.....	14.16%
2018 Tax Rate:	
Debt Service.....	\$0.68
Maintenance and Operations.....	<u>0.15</u>
Total.....	\$0.83/\$100 A.V.
Average percentage of total tax collections (2014-2018) .....	99.65%
Average Annual Debt Service Requirement (2020-2039) of the Bonds and the Remaining Outstanding Bonds (“Average Annual Requirement”).....	\$4,148,212 (d)
Tax rate required to pay Average Annual Requirement based upon:	
2018 Certified Taxable Assessed Valuation at a 95% collection rate .....	\$0.61 (e)
Maximum Annual Debt Service Requirement (2020) of the Bonds and the Remaining Outstanding Bonds (“Maximum Annual Requirement”).....	\$5,008,781 (d)
Tax rate required to pay Maximum Annual Requirement based upon:	
2018 Certified Taxable Assessed Valuation at a 95% collection rate .....	\$0.74 (e)
Connection Count as of April 1, 2019 (f):	
Single-family residential – completed and occupied .....	2,694
Single-family residential – completed and unoccupied .....	17
Commercial connections .....	2
Other connections.....	92
Total .....	2,805

Estimated 2019 population — 9,429 (g)

- |     |   |
|-----|---|
| (a) | As certified by the Harris County Appraisal District (the “Appraisal District”). See “TAX PROCEDURES.”        |
| (b) | After the issuance of the Bonds and excludes the Refunded Bonds. See “FINANCIAL STATEMENT—Outstanding Bonds.” |
| (c) | See “ESTIMATED OVERLAPPING DEBT STATEMENT.”   |
| (d) | See “DEBT SERVICE REQUIREMENTS.”  |
| (e) | See “TAX DATA—Tax Adequacy for Debt Service.”   |
| (f) | See “THE DISTRICT—Status of Development”  |
| (g) | Based upon 3.5 persons per occupied single-family connection.   |

**OFFICIAL STATEMENT**

**\$2,885,000**

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
*(A political subdivision of the State of Texas located within Harris County)*

**UNLIMITED TAX REFUNDING BONDS  
SERIES 2019**

This Official Statement provides certain information in connection with the issuance by Harris County Municipal Utility District No. 290 (the “District”) of its \$2,885,000 Unlimited Tax Refunding Bonds, Series 2019 (the “Bonds”).

The Bonds are issued pursuant to Article XVI, Section 59 of the Texas Constitution, Chapters 49 and 54 of the Texas Water Code, Chapter 1207 of the Texas Government Code, as amended, City of Houston Ordinance No. 97-416, the general laws of the State of Texas relating to the issuance of bonds by political subdivisions of the State of Texas, an election held within the District and a resolution authorizing the issuance of the Bonds (the “Bond Resolution”) adopted by the Board of Directors of the District (the “Board”).

This Official Statement includes descriptions, among others, of the Bonds and the Bond Resolution, and certain other information about the District. All descriptions of documents contained herein are only summaries and are qualified in their entirety by reference to each document. Copies of documents may be obtained from the District upon payment of the costs of duplication therefor.

**PLAN OF FINANCING**

**Purpose**

The proceeds of the Bonds, together with any other lawfully available funds of the District will be used to currently refund and defease outstanding portions of the District's original issue of \$5,000,000 Unlimited Tax Bonds, Series 2011 in order to achieve a reduction in the District's annual debt service expense. Such refunded portions reflected below are collectively referred to as the “Refunded Bonds.” See “Refunded Bonds” below. A total of \$62,025,000 in principal amount of the District's Outstanding Bonds will remain outstanding after the issuance of the Bonds (the “Remaining Outstanding Bonds”). See “—Sources and Uses of Funds” herein and “FINANCIAL STATEMENT—Outstanding Bonds”

**Refunded Bonds**

Proceeds of the Bonds and lawfully available debt service funds will be applied to currently refund and defease the Refunded Bonds in the principal amounts and with maturity dates set forth below and to pay certain costs of issuing the Bonds.

Maturity Date	Series
<u>September 1</u>	<u>2011</u>
2020	\$ -
2021	-
2022	-
2023	225,000
2024	225,000
2025	225,000 (a)
2026	225,000 (a)
2027	225,000 (a)
2028	225,000 (a)
2029	225,000 (a)
2030	225,000 (a)
2031	225,000 (a)
2032	225,000 (a)
2033	250,000 (a)
2034	250,000 (a)
	<u>\$ 2,750,000</u>

Redemption Date: September 1, 2019

(a) Represents sinking fund payments on term bonds.

**Sources and Uses of Funds**

The proceeds derived from the sale of the Bonds, exclusive of accrued interest, will be applied as follows:

Sources of Funds:	
Principal Amount of the Bonds .....	\$2,885,000.00
Plus: Net Premium on the Bonds.....	10,857.65
Plus: Transfer from Debt Service Fund .....	41,000.00
Total Sources of Funds.....	<u>\$2,936,857.65</u>
Uses of Funds:	
Deposit to Escrow Agent for Refunded Bonds.....	\$2,795,964.45
Issuance Expenses and Underwriters' Discount (a).....	140,893.20
Total Uses of Funds .....	<u>\$2,936,857.65</u>

(a) Includes municipal bond insurance premium.

**Escrow Agreement and Defeasance of Refunded Bonds**

The Refunded Bonds, and the interest due thereon, are to be paid on each principal or Interest Payment Date and on the redemption date from funds to be deposited with The Bank of New York Mellon Trust Company, N.A. as escrow agent (the "Escrow Agent").

The Bond Resolution provides that the District and the Escrow Agent will enter into an escrow agreement (the "Escrow Agreement") to provide for the discharge and defeasance of the Refunded Bonds. The Bond Resolution further provides that from the proceeds of the sale of the Bonds and other available funds of the District, the District will deposit with the Escrow Agent the amount necessary to accomplish the discharge and final payment of the Refunded Bonds. Such funds will be held by the Escrow Agent in a segregated escrow account (the "Escrow Fund") and used to purchase United States Treasury Obligations (the "Escrowed Obligations"). At the time of delivery of the Bonds, Public Finance Partners LLC, will verify to the District, or other securities authorized by Chapter 1207, Texas Government Code, the Escrow Agent and the Underwriter that the Escrowed Obligations are sufficient in principal amount and are scheduled to mature at such times and to yield interest in such amounts, together with uninvested funds, if any, in the Escrow Fund, to pay, when due, the principal of and interest on the Refunded Bonds. See "VERIFICATION OF MATHEMATICAL CALCULATIONS." Under the Escrow Agreement, the Escrow Fund is irrevocably pledged to the payment of principal of and interest on the Refunded Bonds and will not be available to pay principal of and interest on the Bonds. By the deposit of the Escrowed Obligations and cash, if any, with the Escrow Agent pursuant to the Escrow Agreement, and the making of irrevocable arrangements for the giving of notice of redemption of the Refunded Bonds, the terms of the prior resolutions of the District securing payment of the Refunded Bonds shall have been satisfied and such Refunded Bonds will no longer be considered outstanding except for the payment out of amounts so deposited, and the amounts so deposited and invested in the Escrow Fund will constitute firm banking arrangements under Texas law for the discharge and final payment of the Refunded Bonds.



## DEBT SERVICE REQUIREMENTS

The following sets forth the debt service requirements for the Outstanding Bonds, less the debt service on the Refunded Bonds (\$2,750,000 principal amount), plus the debt service on the Bonds.

Year	Outstanding Bonds Debt Service Requirements	Less: Debt Service on the Refunded Bonds	Plus: Debt Service on the Bonds			Total Debt Service Requirements
			Principal	Interest	Total	
2019	\$ 5,026,694	\$ 56,138		\$ 19,172	\$ 19,172	\$ 4,989,728
2020	5,024,369	112,275	\$ 20,000	76,688	96,688	5,008,781
2021	5,023,819	112,275	20,000	76,088	96,088	5,007,631
2022	5,008,631	112,275	20,000	75,488	95,488	4,991,844
2023	4,994,756	337,275	245,000	74,888	319,888	4,977,369
2024	4,998,625	330,075	245,000	67,538	312,538	4,981,088
2025	4,978,075	322,650	245,000	60,188	305,188	4,960,613
2026	4,945,175	314,550	240,000	55,288	295,288	4,925,913
2027	4,899,675	306,450	240,000	50,488	290,488	4,883,713
2028	4,881,225	296,775	235,000	45,388	280,388	4,864,838
2029	4,763,181	287,100	230,000	40,100	270,100	4,746,181
2030	4,457,188	277,425	225,000	34,350	259,350	4,439,113
2031	4,445,569	267,750	225,000	27,600	252,600	4,430,419
2032	4,410,244	257,625	220,000	20,850	240,850	4,393,469
2033	4,386,244	272,500	240,000	14,250	254,250	4,367,994
2034	4,240,544	261,250	235,000	7,050	242,050	4,221,344
2035	2,811,406	-	-	-	-	2,811,406
2036	2,781,069	-	-	-	-	2,781,069
2037	2,749,613	-	-	-	-	2,749,613
2038	1,313,550	-	-	-	-	1,313,550
2039	1,266,775	-	-	-	-	1,266,775
<b>Total</b>	<b>\$ 87,406,425</b>	<b>\$ 3,924,388</b>	<b>\$ 2,885,000</b>	<b>\$ 745,409</b>	<b>\$ 3,630,409</b>	<b>\$ 87,112,447</b>

Average Annual Debt Service Requirements (2020-2039) .....\$4,148,212  
 Maximum Annual Debt Service Requirements (2020) .....\$5,008,781

## THE BONDS

### **Description**

The Bonds will be dated and accrue interest from June 1, 2019, with interest payable each September 1 and March 1 (each an "Interest Payment Date"), beginning September 1, 2019, and will mature on the dates and in the amounts and accrue interest at the rates shown on the cover page hereof. The Bonds are issued in fully registered form, in denominations of \$5,000 or any integral multiple of \$5,000. Interest calculations are based on a 360-day year comprised of twelve 30-day months.

### **Method of Payment of Principal and Interest**

In the Bond Resolution, the Board has appointed The Bank of New York Mellon Trust Company, N.A., in Dallas, Texas as the initial Paying Agent/Registrar for the Bonds. The principal of the Bonds shall be payable, without exchange or collection charges, in any coin or currency of the United States of America, which, on the date of payment, is legal tender for the payment of debts due the United States of America. In the event the book-entry system is discontinued, principal of the Bonds shall be payable upon presentation and surrender of the Bonds as they respectively become due and payable, at the principal payment office of the Paying Agent/Registrar in Dallas, Texas and interest on each Bond shall be payable by check payable on each Interest Payment Date, mailed by the Paying Agent/Registrar on or before each Interest Payment Date to the registered owner of record (the "Registered Owner") as of the close of business on the February 15 or August 15 immediately preceding each Interest Payment Date (defined herein as the "Record Date"), to the address of such Registered Owner as shown on the Paying Agent/Registrar's records (the "Register") or by such other customary banking arrangements as may be agreed upon by the Paying Agent/Registrar and the Registered Owners at the risk and expense of the Registered Owners.

If the date for payment of the principal of or interest on any Bond is not a business day, then the date for such payment shall be the next succeeding business day, as defined in the Bond Resolution.

### **Authority for Issuance**

At a bond election held within the District on November 4, 2003, the voters of the District authorized the issuance of a total of \$50,000,000 principal amount of unlimited tax refunding bonds. After the issuance of the Bonds, \$47,085,000 principal amount of authorized and unissued unlimited tax refunding bonds will remain from such authorization. See "Issuance of Additional Debt" below.

The Bonds are issued by the District pursuant to the terms and conditions of the Bond Resolution, Article XVI, Section 59 of the Texas Constitution, Chapters 49 and 54 of the Texas Water Code, as amended, Chapter 1207 of the Texas Government Code, an election held within the District, City of Houston Ordinance No. 97-416, and the general laws of the State of Texas relating to the issuance of bonds by political subdivisions of the State of Texas. Before the Bonds can be issued, the Attorney General of Texas must pass upon the legality of certain related matters. The Attorney General of Texas does not guarantee or pass upon the safety of the Bonds as an investment or upon the adequacy of the information contained in this Official Statement. See "LEGAL MATTERS—Legal Proceedings."

### **Source of and Security for Payment**

While the Bonds or any part of the principal thereof or interest thereon remain outstanding and unpaid, the District covenants to levy and annually assess and collect in due time, form and manner, and at the same time as other District taxes are appraised, levied and collected, in each year, a continuing direct annual ad valorem tax, without limit as to rate or amount, upon all taxable property in the District sufficient to pay the interest on the Bonds as the same becomes due and to pay each installment of the principal of the Bonds as the same matures, with full allowance being made for delinquencies and costs of collection. In the Bond Resolution, the District covenants that said taxes are irrevocably pledged to the payment of the interest on and principal of the Bonds and to no other purpose.

The Bonds are obligations of the District and are not the obligations of the State of Texas, Harris County, the City of Houston, or any entity other than the District.

### **Funds**

In the Bond Resolution, the Debt Service Fund is confirmed, and the proceeds from all taxes levied, assessed and collected for and on account of the Bonds authorized by the Bond Resolution shall be deposited, as collected, in such fund.

Accrued interest on the Bonds shall be deposited into the Debt Service Fund upon receipt. Any monies remaining after the refunding of the Refunded Bonds and payment of issuance costs will be deposited into the Water, Sewer and Drainage Debt Service Fund.

## **No Arbitrage**

The District will certify as of the date the Bonds are delivered and paid for that, based upon all facts and estimates now known or reasonably expected to be in existence on the date the Bonds are delivered and paid for, the District reasonably expects that the proceeds of the Bonds will not be used in a manner that would cause the Bonds, or any portion of the Bonds, to be “arbitrage bonds” under the Internal Revenue Code of 1986, as amended (the “Code”), and the regulations prescribed thereunder. Furthermore, all officers, employees, and agents of the District have been authorized and directed to provide certifications of facts and estimates that are material to the reasonable expectations of the District as of the date the Bonds are delivered and paid for. In particular, all or any officers of the District are authorized to certify to the facts and circumstances and reasonable expectations of the District on the date the Bonds are delivered and paid for regarding the amount and use of the proceeds of the Bonds. Moreover, the District covenants in the Bond Resolution that it shall make such use of the proceeds of the Bonds, regulate investment of proceeds of the Bonds, and take such other and further actions and follow such procedures, including, without limitation, calculating the yield on the Bonds, as may be required so that the Bonds shall not become “arbitrage bonds” under the Code and the regulations prescribed from time to time thereunder.

## **Record Date**

The record date for payment of the interest on any regularly scheduled Interest Payment Date is defined as the 15th day of the month (whether or not a business day) preceding such Interest Payment Date.

## **Redemption Provisions**

The District reserves the right, at its option, to redeem the Bonds maturing on and after September 1, 2025, prior to their scheduled maturities, in whole or from time to time in part, in integral multiples of \$5,000, on September 1, 2024, or on any date thereafter, at a price equal to the principal amount thereof plus accrued interest on the principal amounts called for redemption to the date fixed for redemption. If fewer than all of the Bonds are redeemed at any time, the particular maturities of Bonds to be redeemed shall be selected by the District. If fewer than all the Bonds of any maturity are redeemed at any time, the particular Bonds within a maturity to be redeemed shall be selected by the Paying Agent/Registrar by lot or other customary method of selection (or by DTC in accordance with its procedures while the Bonds are in book-entry-only form).

Notice of any redemption identifying the Bonds to be redeemed in whole or in part shall be given by the Paying Agent/Registrar at least thirty (30) days prior to the date fixed for redemption by sending written notice by first class mail to the Registered Owner of each Bond to be redeemed in whole or in part at the address shown on the Register. Such notices shall state the redemption date, the redemption price, the place at which the Bonds are to be surrendered for payment and, if fewer than all the Bonds outstanding within any one maturity are to be redeemed, the numbers of the Bonds or the portions thereof to be redeemed. Any notice given shall be conclusively presumed to have been duly given, whether or not the Registered Owner receives such notice. By the date fixed for redemption, due provision shall be made with the Paying Agent/Registrar for payment of the redemption price of the Bonds or portions thereof to be redeemed, plus accrued interest to the date fixed for redemption. When Bonds have been called for redemption in whole or in part and due provision has been made to redeem the same as herein provided, the Bonds or portions thereof so redeemed shall no longer be regarded as outstanding except for the purpose of receiving payment solely from the funds so provided for redemption, and the rights of the Registered Owners to collect interest that would otherwise accrue after the redemption date on any Bond or portion thereof called for redemption shall terminate on the date fixed for redemption.

## **Registration and Transfer**

So long as any Bonds remain outstanding, the Paying Agent/Registrar shall keep the Register at its principal payment office and, subject to such reasonable regulations as it may prescribe, the Paying Agent/Registrar shall provide for the registration and transfer of Bonds in accordance with the terms of the Bond Resolution. While the Bonds are in the Book-Entry-Only System, the Bonds will be registered in the name of Cede & Co. and will not be transferred. See “BOOK-ENTRY-ONLY SYSTEM.”

## **Lost, Stolen or Destroyed Bonds**

In the event the Book-Entry-Only System should be discontinued, upon the presentation and surrender to the Paying Agent/Registrar of a mutilated Bond, the Paying Agent/Registrar shall authenticate and deliver in exchange therefor a replacement Bond of like maturity, interest rate and principal amount, bearing a number not contemporaneously outstanding. If any Bond is lost, apparently destroyed, or wrongfully taken, the District, pursuant to the applicable laws of the State of Texas and in the absence of notice or knowledge that such Bond has been acquired by a bona fide purchaser, shall, upon receipt of certain documentation from the Registered Owner and an indemnity bond, execute and the Paying Agent/Registrar shall authenticate and deliver a replacement Bond of like maturity, interest rate and principal amount bearing a number not contemporaneously outstanding.

Registered Owners of lost, stolen or destroyed bonds will be required to pay the District’s costs to replace such bond. In addition, the District or the Paying Agent/Registrar may require the Registered Owner to pay a sum sufficient to cover any tax or other governmental charge that may be imposed.

### **Replacement of Paying Agent/Registrar**

Provision is made in the Bond Resolution for replacement of the Paying Agent/Registrar. If the Paying Agent/Registrar is replaced by the District, the new Paying Agent/Registrar shall act in the same capacity as the previous Paying Agent/Registrar. Any paying agent/registrar selected by the District shall be a national or state banking institution, a corporation organized and doing business under the laws of the United States of America or of any state, authorized under such laws to exercise trust powers, and subject to supervision or examination by federal or state authority, to act as Paying Agent/Registrar for the Bonds.

### **Issuance of Additional Debt**

The District may issue additional bonds, with the approval of the Texas Commission on Environmental Quality (the "TCEQ" or "Commission"), necessary to provide and maintain improvements and facilities consistent with the purposes for which the District was created. The District voters have authorized the issuance of \$123,915,000 principal amount of unlimited tax bonds for such improvements and facilities, of which \$53,420,000 remain authorized but unissued. Additionally, the District voters have authorized \$50,000,000 principal amount of unlimited tax refunding bonds, of which \$47,085,000 will remain authorized but unissued after the issuance of the Bonds. The Bond Resolution imposes no limitation on the amount of additional parity bonds which may be authorized for issuance by the District's voters or the amount ultimately issued by the District. See "INVESTMENT CONSIDERATIONS—Future Debt."

The District also is authorized by statute to engage in fire-fighting activities, including the issuing of bonds payable from taxes for such purpose. Before the District could issue such bonds, the following actions would be required: (a) approval of a detailed fire plan by the Texas Commission on Environmental Quality (the "Commission" or "TCEQ"); (b) authorization of the detailed fire plan and bonds for such purpose by the qualified voters in the District; (c) approval of the bonds by the Commission; and (d) approval of bonds by the Attorney General of Texas. The Board has not considered preparing a fire plan or calling an election at this time for such purposes.

The District is authorized by statute to develop parks and recreational facilities, including the issuing of bonds payable from taxes for such purpose. The District has conducted a park bond election and voters of the District have authorized \$7,400,000 in unlimited tax bonds for park and recreational facilities. The District currently has \$500,000 principal amount authorized but unissued for park and recreational facilities. See INVESTMENT CONSIDERATIONS—Future Debt." Before the District can issue park bonds payable from taxes, the following actions are required: (a) approval of park bonds by the TCEQ; and (b) approval of the bonds by the Attorney General of Texas. The outstanding principal amount of park bonds may not exceed an amount equal to one percent of the value of the taxable property in the District.

Issuance of additional bonds could dilute the investment security for the Bonds.

### **Annexation by the City of Houston**

Under existing Texas law, since the District lies wholly within the extraterritorial jurisdiction of the City of Houston, Texas ("Houston" or the "City") the District must conform to a City consent ordinance. Generally, the District may be annexed by the City without the District's consent, and the City cannot annex territory within the District unless it annexes the entire District; however, the City may not annex the District unless (i) such annexation has been approved by a majority of those voting in an election held for that purpose within the area to be annexed, and (ii) if the registered voters in the area to be annexed do not own more than 50 percent of the land in the area, a petition has been signed by more than 50 percent of the landowners consenting to the annexation. Notwithstanding the preceding sentence, the described election and petition process does not apply during the term of a strategic partnership agreement between the City and the District specifying the procedures for full purpose annexation of all or a portion of the District.

If the District is annexed, the City will assume the District's assets and obligations (including the Bonds) and dissolve the District. Annexation of territory by the City is a policy-making matter within the discretion of the Mayor and City Council of the City, and therefore, the District makes no representation that the City will ever annex the District and assume its debt. Moreover, no representation is made concerning the ability of the City to make debt service payments should annexation occur.

### **Strategic Partnership**

The District is authorized to enter into a strategic partnership agreement with the City of Houston to provide the terms and conditions under which the services would be provided and funded by the parties and under which the District would continue to exist for an extended period if the land within the District were to be annexed for full or limited purposes by the City. The terms of any such agreement would be determined by the City and the District, and could provide for the conversion of a limited purpose annexation to a general purpose annexation within twenty-nine years of annexation. Although the City has negotiated and entered into such an agreement with other districts in its extraterritorial jurisdiction, none is currently contemplated with respect to the District. However, no representation can be made regarding the future likelihood of an agreement or the terms thereof.

## **Consolidation**

The District has the legal authority to consolidate with other districts and, in connection therewith, to provide for the consolidation of its assets (such as cash) and liabilities (such as the Bonds) with the assets and liabilities of districts with which it is consolidating. Although no consolidation is presently contemplated by the District, no representation is made concerning the likelihood of consolidation in the future.

## **Remedies in Event of Default**

If the District defaults in the payment of principal, interest, or redemption price on the Bonds when due, or if it fails to make payments into any fund or funds created in the Bond Resolution, or defaults in the observance or performance of any other covenants, conditions, or obligations set forth in the Bond Resolution, the Registered Owners have the statutory right of a writ of mandamus issued by a court of competent jurisdiction requiring the District and its officials to observe and perform the covenants, obligations, or conditions prescribed in the Bond Resolution. Except for mandamus, the Bond Resolution does not specifically provide for remedies to protect and enforce the interests of the Registered Owners. There is no acceleration of maturity of the Bonds in the event of default and, consequently, the remedy of mandamus may have to be relied upon from year to year. Further, there is no trust indenture or trustee, and all legal actions to enforce such remedies would have to be undertaken at the initiative of, and be financed by, the Registered Owners. Statutory language authorizing local governments such as the District to sue and be sued does not waive the local government's sovereign immunity from suits for money damages. In the absence of other waivers of such immunity by the Texas Legislature, a default by the District in its covenants in the Bond Resolution may not be reduced to a judgment for money damages. If such a judgment against the District were obtained, it could not be enforced by direct levy and execution against the District's property. Further, the Registered Owners cannot themselves foreclose on property within the District or sell property within the District to enforce the tax lien on taxable property to pay the principal of and interest on the Bonds. The enforceability of the rights and remedies of the Registered Owners may further be limited by a State of Texas statute reasonably required to attain an important public purpose or by laws relating to bankruptcy, reorganization or other similar laws of general application affecting the rights of creditors of political subdivisions, such as the District. See "INVESTMENT CONSIDERATIONS—Registered Owners' Remedies and Bankruptcy Limitations."

## **Legal Investment and Eligibility to Secure Public Funds in Texas**

The following is quoted from Section 49.186 of the Texas Water Code, and is applicable to the District:

“(a) All bonds, notes, and other obligations issued by a district shall be legal and authorized investments for all banks, trust companies, building and loan associations, savings and loan associations, insurance companies of all kinds and types, fiduciaries, and trustees, and for all interest and sinking funds and other public funds of the state, and all agencies, subdivisions, and instrumentalities of the state, including all counties, cities, towns, villages, school districts, and all other kinds and types of districts, public agencies, and bodies politic.”

“(b) A district's bonds, notes, and other obligations are eligible and lawful security for all deposits of public funds of the state, and all agencies, subdivisions, and instrumentalities of the state, including all counties, cities, towns, villages, school districts, and all other kinds and types of districts, public agencies, and bodies politic, to the extent of the market value of the bonds, notes, and other obligations when accompanied by any unmatured interest coupons attached to them.”

The Public Funds Collateral Act (Chapter 2257, Texas Government Code) also provides that bonds of the District (including the Bonds) are eligible as collateral for public funds.

No representation is made that the Bonds will be suitable for or acceptable to financial or public entities for investment or collateral purposes. No representation is made concerning other laws, rules, regulations, or investment criteria which might apply to or which might be utilized by any of such persons or entities to limit the acceptability or suitability of the Bonds for any of the foregoing purposes. Prospective purchasers are urged to carefully evaluate the investment quality of the Bonds as to the suitability or acceptability of the Bonds for investment or collateral purposes.

## **Defeasance**

The Bond Resolution provides that the District may discharge its obligations to the Registered Owners of any or all of the Bonds to pay principal, interest and redemption price thereon in any manner permitted by law. Under current Texas law, such discharge may be accomplished either (i) by depositing with the Comptroller of Public Accounts of the State of Texas a sum of money equal to the principal of, premium, if any, and all interest to accrue on the Bonds to maturity or redemption or (ii) by depositing with any place of payment (paying agent) of the Bonds or other obligations of the District payable from revenues or from ad valorem taxes or both, amounts sufficient to provide for the payment and/or redemption of the Bonds; provided that such deposits may be invested and reinvested only in (a) direct noncallable obligations of the United States of America, (b) noncallable obligations of an agency or instrumentality of the United States, including obligations that are unconditionally guaranteed or insured by the agency or instrumentality and that, on the date the governing body of the District adopts or approves the proceedings authorizing the issuance of refunding bonds, are rated as to investment quality by a nationally recognized investment rating firm not less than AAA or its equivalent, and (c) noncallable obligations of a state or an agency or a county, municipality, or other political subdivision of a state that have been refunded and that, on the date the governing body of the District adopts or approves the proceedings authorizing the issuance of refunding bonds, are rated as to the investment quality by a nationally recognized investment rating firm not less than AAA or its equivalent, and which mature and/or bear interest payable at such times and in such amounts as will be sufficient to provide for the scheduled payment and/or redemption of the Bonds.

Upon such deposit as described above, such Bonds shall no longer be regarded as outstanding or unpaid. After firm banking and financial arrangements for the discharge and final payment or redemption of the Bonds have been made as described above, all rights of the District to initiate proceedings to call the Bonds for redemption or take any other action amending the terms of the Bonds are extinguished; provided, however, that the right to call the Bonds for redemption is not extinguished if the District: (i) in the proceedings providing for the firm banking and financial arrangements, expressly reserves the right to call the Bonds for redemption; (ii) gives notice of the reservation of that right to the owners of the Bonds immediately following the making of the firm banking and financial arrangements; and (iii) directs that notice of the reservation be included in any redemption notices that it authorizes.

There is no assurance that the current law will not be changed in the future in a manner which would permit investments other than those described above to be made with amounts deposited to defease the Bonds.

## **BOOK-ENTRY-ONLY SYSTEM**

*The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the District believes to be reliable, but the District takes no responsibility for the accuracy or completeness thereof. The District cannot and does not give any assurances that DTC, DTC Direct Participants or Indirect Participants will distribute to the Beneficial Owners (a) payments of interest, principal or premium, if any, with respect to the Bonds, (b) Bonds representing ownership interest in or other confirmation or ownership interest in the Bonds, or (c) prepayment or other notices sent to DTC or Cede & Co., its nominee, as the registered owner of the Bonds, or that they will do so on a timely basis or that DTC, DTC Direct Participants or DTC Indirect Participants will act in the manner described in this Official Statement. The current "Rules" applicable to DTC are on file with the Securities and Exchange Commission and the current "Procedure" of DTC to be followed in dealing with DTC Direct Participants is on file with DTC.*

The Depository Trust Company ("DTC"), New York, New York, will act as securities depository for the Bonds. The Bonds, of each series will be issued as fully-registered Bonds registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. With respect to each series of the Bonds, one fully-registered Bond certificate will be issued of each such series for each maturity of the Bonds, each in the aggregate principal amount of such maturity, and will be deposited with DTC. DTC, the world's largest securities depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.6 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has a Standard & Poor's rating of "AA+." The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at [www.dtcc.com](http://www.dtcc.com).

Purchases of Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Bonds on DTC's records. The ownership interest of each actual purchaser of each Bond ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in Bonds, except in the event that use of the book-entry system for the Bonds is discontinued.

To facilitate subsequent transfers, all Bonds deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of Bonds with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Bonds may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Bonds, such as redemptions, tenders, defaults, and proposed amendments to the Bond documents. For example, Beneficial Owners of Bonds may wish to ascertain that the nominee holding the Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.

Redemption notices shall be sent to DTC. If less than all of the Bonds within a maturity are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such maturity to be redeemed.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to Bonds unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the District as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

All payments on the Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the District or the Paying Agent/Registrar, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with Bonds held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, the Paying Agent/Registrar, or the District, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the District or the Paying Agent/Registrar, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as depository with respect to the Bonds at any time by giving reasonable notice to the District or the Paying Agent/Registrar. Under such circumstances, in the event that a successor depository is not obtained, Bond certificates are required to be printed and delivered.

The District may decide to discontinue use of the system of book-entry-only transfers through DTC (or a successor securities depository). In that event, Bond certificates will be printed and delivered to DTC.

The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the District believes to be reliable, but neither the District nor the Initial Purchaser take any responsibility for the accuracy thereof.

## THE DISTRICT

### General

Harris County Municipal Utility District No. 290 (the “District”) is a municipal utility district created by order of the Texas Water Commission (now known as the TCEQ), dated February 13, 1985, and operates under the provisions of Chapters 49 and 54 of the Texas Water Code and other general statutes applicable to municipal utility districts. The District is located wholly within the exclusive extraterritorial jurisdiction of the City of Houston, Texas (the “City of Houston” or “City”).

The District is empowered, among other things, to purchase, construct, operate and maintain all works, improvements, facilities and plants necessary for the supply and distribution of water; the collection, transportation, and treatment of wastewater; and the control and diversion of storm water. The District may issue bonds and other forms of indebtedness to purchase or construct such facilities. The District is also empowered to establish parks and recreational facilities for the residents of the District, to contract for or employ its own peace officers and, after approval by the City, the TCEQ and the voters of the District, to establish, operate, and maintain fire-fighting facilities, independently or with one or more conservation and reclamation districts.

The TCEQ exercises continuing supervisory jurisdiction over the District. The District is required to observe certain requirements of the City which limit the purposes for which the District may sell bonds for the acquisition, construction, and improvement of waterworks, wastewater, and drainage facilities, fire-fighting facilities and recreational facilities and the refunding of outstanding debt obligations; limit the net effective interest rate on such bonds and other terms of such bonds; require approval by the City of District construction plans; and permit connections only to platted lots and reserves which have been approved by the Planning Commission of the City. Construction and operation of the District's drainage system are subject to the regulatory jurisdiction of additional government agencies. See “THE SYSTEM.”

The District presently contains approximately 851 acres of land. The District is located approximately 25 miles northeast of downtown Houston and approximately seven miles east of Bush Intercontinental Airport. The District is located approximately 6 miles east of U.S. Highway 59 (the “Eastex Freeway”) and is accessible via the Eastex Freeway to Will Clayton Parkway, then east on Will Clayton Parkway six miles to the entrance to the District. The entrance is at the intersection of Will Clayton Parkway and Timber Forest Drive.

### Status of Development

The District is a portion of the Eagle Springs community. Eagle Springs is planned to encompass 1,404 acres of land at full development including single-family, multi-family and commercial usages. Approximately 1,359 acres are located within the boundaries of two municipal utility districts. Approximately 851 acres are within the boundaries of the District, and approximately 508 acres are within the boundaries of Harris County Municipal Utility District No. 106 (“MUD 106”). As of April 1, 2019, the Eagle Springs community contained a total of 3,990 completed houses, of which 2,711 are located in the District and 1,279 are located in MUD 106. Construction of water, sewer, and drainage facilities to serve all developable land within the District is complete.

All of the developable acreage in the District is served with underground utilities. Construction of water, sanitary sewer and drainage facilities and paving to serve Eagle Springs, Sections 17 through 50 located within the District (approximately 757 acres of land developed into 2,593 single-family residential lots, 65 townhome lots, and 53 gated patio lots) is complete.

Home construction began in August, 2005, and as of April 1, 2019, the District contained 2,711 completed single-family homes (including townhomes or patio homes) as shown below:

Connection count as of April 1, 2019:

Single-family residential – completed and occupied .....	2,694
Single-family residential – completed and unoccupied .....	<u>17</u>
Total .....	2,711

In addition to the residential development in Eagle Springs, community facilities include (1) a clubhouse and fitness center; (2) a 15-acre athletic club and sports park which includes a swimming facility containing a large pool and a small pool, two soccer fields, four tennis courts, two youth baseball fields, picnic pavilion and recreational trail; (3) a second large pool; (4) an amenity lake with walking trails and sitting areas; (5) a large pavilion with picnic areas; (6) a splash pad; and (7) a second clubhouse.

In addition to the development described above, the District also contains approximately 75 acres which are included in drainage easements and rights-of-way (including approximately 37 acres of land which has been deeded to Harris County for a future road way) and 6 acres which are included in park and recreation areas. An elementary school has been constructed on approximately 13 acres of land in the District. The school is exempt from taxation by the District. See “INVESTMENT CONSIDERATIONS.”



## **Community Facilities**

Community facilities are located in the general vicinity of the District. Neighborhood shopping facilities, including supermarkets, pharmacies, cleaners, restaurants, banking facilities and other retail and service establishments are located within two miles of the District along areas adjacent to F.M. 1960, Atascocita Road and U.S. Highway 59. Fire protection for the District is provided by the Atascocita Volunteer Fire Department which operates two area fire stations. Additional fire protection is provided by other area volunteer fire departments and the City of Humble pursuant to mutual aid agreements. Medical care for District residents is available from the Northeast Medical Center Hospital in the City of Humble, approximately four and one-half miles west of the District. Numerous other medical facilities are located in the Houston Metropolitan area. The land within the District is located within the boundaries of Humble Independent School District, and children within the District attend elementary, junior high and high schools of Humble Independent School District located within five miles of the development in the District.

## **MANAGEMENT**

### **Board of Directors**

The District is governed by the Board of Directors, consisting of five directors, which has control over and management supervision of all affairs of the District. All of the Directors listed below reside within the District. Directors are elected by the voters within the District for four-year staggered terms. Directors elections are held only in even numbered years. The Directors and Officers of the District are listed below:

<u>Name</u>	<u>Title</u>	<u>Term Expires</u>
Michelle Dueitt	President	May 2020
Joshua L. Stibrich	Vice President	May 2020
Carey Kesner	Secretary	May 2022
Steven Humphrey	Assistant Vice President	May 2022
Ginger L. Salas	Assistant Secretary	May 2022

While the District does not employ any full-time employees, it has contracted for certain services as follows:

### **Tax Assessor/Collector**

Land and improvements within the District are appraised for ad valorem taxation purposes by the Harris County Appraisal District. The District's Tax Assessor/Collector is appointed by the Board of Directors of the District. TaxTech, Inc. is currently serving in this capacity for the District.

### **Bookkeeper**

The District has engaged Myrtle Cruz, Inc. to serve as the District's bookkeeper.

### **System Operator**

The District contracts with Municipal Operations & Consulting, Inc. for maintenance and operation of the District's system.

### **Engineer**

The consulting engineer for the District in connection with the design and construction of the District's facilities is BGE, Inc. (the "Engineer").

### **Attorney**

The District engages Allen Boone Humphries Robinson LLP as general counsel and as Bond Counsel in connection with the issuance of the Bonds. The legal fees to be paid Bond Counsel for services rendered in connection with the issuance of the Bonds are based on a percentage of the Bonds actually issued, sold and delivered and, therefore, such fees are contingent on the sale and delivery of the Bonds.

## **Financial Advisor**

Masterson Advisors LLC (the “Financial Advisor”) serves as financial advisor to the District. The fees to be paid the Financial Advisor for services rendered in connection with the issuance of the Bonds are based on a percentage of the Bonds actually issued, sold and delivered and, therefore, such fees are contingent on the sale and delivery of the Bonds.

## **Auditor**

As required by the Texas Water Code, the District retains an independent auditor to audit the District's financial statements annually, which annual audit is filed with the TCEQ. The District's financial statements for the fiscal year ending March 31, 2018 were audited by the independent account firm of McCall Gibson Swedlund Barfoot, PLLC, Certified Public Accountants. The District has engaged McCall Gibson Swedlund Barfoot, PLLC to audit the District's financial statements for the fiscal year ended March 31, 2019. See “APPENDIX A” for a copy of the audited financial statement of the District as of March 31, 2018.

# **THE SYSTEM**

## **Regulation**

According to the Engineer, the District's water supply and distribution, wastewater collection, and storm drainage facilities (collectively, the “System”) have been designed in accordance with accepted engineering practices and the then current requirements of various entities having regulatory or supervisory jurisdiction over the construction and operation of such facilities. The construction of the System was required to be accomplished in accordance with the standards and specifications of such entities and is subject to inspection by each such entity. Operation of the System must be accomplished in accordance with the standards and requirements of such entities. The Commission exercises continuing supervisory authority over the District. Discharge of treated sewage is subject to the regulatory authority of the Commission and the U.S. Environmental Protection Agency. Construction of drainage facilities is subject to the regulatory authority of the Harris County Flood Control District, the City of Houston, Harris County and, in some instances, the Commission. Harris County and the City of Houston also exercise regulatory jurisdiction over the System. The regulations and requirements of entities exercising regulatory jurisdiction over the System are subject to further development and revision which, in turn, could require additional expenditures by the District in order to achieve compliance. In particular, additional or revised requirements in connection with any permit for the wastewater treatment plant in which the District owns capacity beyond the criteria existing at the time of construction of the plant could result in the need to construct additional facilities in the future. The following descriptions are based upon information supplied by the District's Engineer.

## **Water, Sanitary Sewer and Drainage Facilities**

*Source of Water Supply:* The District obtains water supply capacity from the regional water plant (the “Eagle Springs Water Plant”), which is operated by and shared with Harris County Municipal Utility District No. 106 (“MUD 106”). The water plant consists of three 1,500 gallons per minute (“gpm”) wells, 2,000,000 gallons of ground storage tank capacity, booster pumps totaling 8,800 gpm capacity, 40,000 gallons of pressure tank capacity, and appurtenant equipment. The District interconnects with MUD 106, which has emergency water interconnect agreements with Harris County Municipal Utility District No. 46 and Trail of the Lakes Municipal Utility District. According to the Engineer, the Eagle Springs Water Plant is sufficient to serve approximately 4,353 single-family equivalent connections, of which the District owns capacity sufficient to serve 2,739 single-family equivalent connections. The District currently serves approximately 2,739 single-family equivalent connections.

*Subsidence and Conversion to Surface Water Supply:* The District is within the boundaries of the Harris Galveston Subsidence District (the “Subsidence District”) which regulates groundwater withdrawal. The Subsidence District has adopted regulations requiring reduction of groundwater withdrawals through conversion to alternate source water (e.g., surface water) in certain areas within the Subsidence District's jurisdiction, including the area within the District. In 2001, the Texas legislature created the West Harris County Regional Water Authority (“Authority”) to, among other things, reduce groundwater usage in, and to provide surface water to, the western portion of Harris County and a small portion of Fort Bend County. The District is not located within the boundaries of the Authority, but participates in the Authority's GRP as a contract member. The Authority has entered into a Water Supply Contract with the City of Houston, Texas (“Houston”) to obtain treated surface water from Houston. The Authority has developed a groundwater reduction plan (“GRP”) and obtained Subsidence District approval of its GRP. The Authority's GRP sets forth the Authority's plan to comply with Subsidence District regulations, construct surface water facilities, and convert users from groundwater to alternate source water (e.g., surface water). The District's groundwater well(s) are included within the Authority's GRP.

The District's authority to pump groundwater is subject to an annual permit issued by the Subsidence District to the Authority, which permit includes all groundwater wells that are included in the Authority's GRP. The Authority, among other powers, has the power to: (i) issue debt supported by the revenues pledged for the payment of its obligations; (ii) establish fees (including fees to be paid by the District for groundwater pumped by the District or for surface water received by the District from the Authority), user fees, rates, charges and special assessments as necessary to accomplish its purposes; and (iii) mandate water users, including the District, to convert from groundwater to surface water. The Authority currently charges the District, and other major groundwater users, a fee per 1,000 gallons based on the amount of groundwater pumped by the District and the amount of surface water, if any, received by the District from the Authority. The Authority has issued revenue bonds to fund, among other things, Authority surface water project costs. It is expected that the Authority will continue to issue a substantial amount of bonds by the year 2035 to finance the Authority's project costs, and it is expected that the fees charged by the Authority will increase substantially over such period.

Under the Subsidence District regulations and the GRP, the Authority is required: (i) through the year 2024, to limit groundwater withdrawals to no more than 70% of the total annual water demand of the water users within the Authority's GRP; (ii) beginning in the year 2025, to limit groundwater withdrawals to no more than 40% of the total annual water demand of the water users within the Authority's GRP; and (iii) beginning in the year 2035, and continuing thereafter, to limit groundwater withdrawals to no more than 20% of the total annual water demand of the water users within the Authority's GRP. If the Authority fails to comply with the above Subsidence District regulations or its GRP, the Authority is subject to a disincentive fee penalty of \$9.00 per 1,000 gallons ("Disincentive Fees") imposed by the Subsidence District for any groundwater withdrawn in excess of 20% of the total water demand in the Authority's GRP. In the event of such Authority failure to comply, the Subsidence District may also seek to collect Disincentive Fees from the District. If the District failed to comply with surface water conversion requirements mandated by the Authority, the Authority would likely impose monetary or other penalties against the District.

The District cannot predict the amount or level of fees and charges, which may be due the Authority in the future, but anticipates the need to pass such fees through to its customers: (i) through higher water rates and/or (ii) with portions of maintenance tax proceeds, if any. In addition, conversion to surface water could necessitate improvements to the System which could require the issuance of additional bonds by the District. No representation is made that the Authority: (i) will build the necessary facilities to meet the requirements of the Subsidence District for conversion to surface water, (ii) will comply with the Subsidence District's surface water conversion requirements, or (iii) will comply with its GRP.

*Source of Wastewater Treatment:* Permanent wastewater treatment for the District is being provided by Trail of the Lakes Regional Wastewater Treatment Plant (the "Regional Wastewater Treatment Plant"). The Regional Wastewater Treatment Plant has a capacity of 1.75 million gallons per day (gpd), of which the District owns 840,000 gpd capacity. The Engineer estimates that the District's 840,000 gpd capacity will serve approximately 2,800 single-family equivalent connections, which is adequate to serve the current needs of the District and the development of those areas included in this bond issue, assuming current regulatory criteria and present land use plans. The Regional Wastewater Treatment Plant is designed to permit expansion as warranted by demand within the District and Trail of the Lakes Municipal Utility District.

*100-Year Flood Plain:* "Flood Insurance Rate Map" or "FIRM" means an official map of a community on which the Federal Emergency Management Agency ("FEMA") has delineated the appropriate areas of flood hazards. The 1% chance of probable inundation, also known as the 100-year flood plain, is depicted on these maps. The "100-year flood plain" (or 1% chance of probable inundation) as shown on the FIRM is the estimated geographical area that would be flooded by a rain storm of such intensity to statistically have a one percent chance of occurring in any given year. Generally speaking, homes must be built above the 100-year flood plain in order to meet local regulatory requirements and to be eligible for federal flood insurance. An engineering or regulatory determination that an area is above the 100-year flood plain is no assurance that homes built in such area will not be flooded. The District's drainage system has been designed and constructed to all current standards. According to the Engineer, no land within the District is located within the 100-year flood plain. See "INVESTMENT CONSIDERATIONS—Hurricane Harvey."

## THE PARK SYSTEM

The park system includes landscaping and recreational improvements to serve the Eagle Springs subdivision. The park system is connected by sidewalks within the subdivision.

The park system within the District consists of (1) a clubhouse and fitness center; (2) a 15-acre athletic club and sports park which includes a swimming facility containing a large pool and a small pool, two soccer fields, four tennis courts, two youth baseball fields, picnic pavilion and recreational trail; (3) a second large pool; (4) an amenity lake with walking trails and sitting areas; (5) a large pavilion with picnic areas; (6) several pocket park areas with playground equipment; (7) a splash pad; and (8) a second clubhouse.

**UNLIMITED TAX BONDS AUTHORIZED BUT UNISSUED**

<u>Date of Authorization</u>	<u>Purpose</u>	<u>Amount Authorized</u>	<u>Issued to Date</u>	<u>Amount Unissued</u>
11/04/2003, 05/15/2004	Water, Sanitary Sewer and Drainage	\$123,915,000	\$70,495,000	\$53,420,000
05/15/2004	Park Bonds	\$7,400,000	\$6,900,000	\$500,000
11/04/2003	Refunding Bonds	\$50,000,000	\$2,915,000*	\$47,085,000

\* Includes the Bonds.

**FINANCIAL STATEMENT**

2018 Certified Taxable Assessed Valuation.....	\$721,266,026 (a)
District Debt:	
Outstanding Bonds as of April 1, 2019 .....	\$62,250,000
Less: Refunded Bonds.....	2,750,000
Plus: The Bonds .....	<u>2,885,000</u>
Gross Debt Outstanding (after the issuance of the Bonds).....	\$64,910,000
Ratio of Gross Direct Debt to:	
2018 Certified Taxable Assessed Valuation .....	9.00%

Area of District — 851 acres  
Estimated 2019 Population — 9,429 (b)

- (a) As certified by the Harris County Appraisal District (the "Appraisal District"). See "TAX PROCEDURES."  
(b) Estimate based on 3.5 persons per occupied single-family connection.

**Cash and Investment Balances** (unaudited as of April 25, 2019)

Operating Fund	Cash and Temporary Investments	\$4,772,926	
Capital Projects Fund	Cash and Temporary Investments	\$1,703,785	
Debt Service Fund	Cash and Temporary Investments	\$7,789,574	(a)

- (a) \$41,000 will be applied towards the refunding of the Refunded Bonds. Includes \$3,018,346.89 for the September 1, 2019 debt service payment. Neither Texas law nor any bond resolution (including the Bond Resolution) requires the District to maintain any minimum balance in the Debt Service Fund.

## Outstanding Bonds

The following table lists the original principal amount of Outstanding Bonds, and the current principal balance of the Outstanding Bonds, the Refunded Bonds and the Remaining Outstanding Bonds.

Series	Original Principal Amount	Principal Amount Currently Outstanding	Refunded Bonds	Remaining Outstanding Bonds
2009	\$ 4,275,000	\$ 270,000	\$ -	\$ 270,000
2010	3,320,000	270,000	-	270,000
2011	5,000,000	3,650,000	2,750,000	900,000
2012	6,425,000	5,580,000	-	5,580,000
2013	7,290,000	6,690,000	-	6,690,000
2014	9,775,000	9,400,000	-	9,400,000
2015	2,790,000	2,415,000	-	2,415,000
2015A (a)	6,900,000	5,400,000	-	5,400,000
2016 (b)	23,710,000	21,860,000	-	21,860,000
2017 (b)	5,915,000	5,850,000	-	5,850,000
2017A	3,490,000	3,390,000	-	3,390,000
<b>Total</b>	<b>\$ 78,890,000</b>	<b>\$ 64,775,000</b>	<b>\$ 2,750,000</b>	<b>\$ 62,025,000</b>
The Bonds				<u>2,885,000</u>
The Bonds and Remaining Outstanding Bonds				<b>\$ 64,910,000</b>

- (a) Unlimited tax park bonds.  
(b) Unlimited tax refunding bonds.

## **ESTIMATED OVERLAPPING DEBT STATEMENT**

The following table indicates the outstanding debt payable from ad valorem taxes of governmental entities within which the District is located and the estimated percentages and amounts of such indebtedness attributable to property within the District. Debt figures equated herein to outstanding obligations payable from ad valorem taxes are based upon data obtained from individual jurisdictions or Texas Municipal Reports compiled and published by the Municipal Advisory Council of Texas. Except for the amounts relating to the District, the District has not independently verified the accuracy or completeness of such information, and no person should rely upon such information as being accurate or complete. Furthermore, certain entities listed below may have issued additional obligations since the date listed and may have plans to incur significant amounts of additional debt. Political subdivisions overlapping the District are authorized by Texas law to levy and collect ad valorem taxes for the purposes of operation, maintenance and/or general revenue purposes in addition to taxes for the payment of debt service and the tax burden for operation, maintenance and/or general revenue purposes is not included in these figures. The District has no control over the issuance of debt or tax levies of any such entities.

Taxing Jurisdiction	Outstanding Bonds	As of	Overlapping	
			Percent	Amount
Harris County.....	\$ 2,050,758,022	3/31/2019	0.16%	\$ 3,281,213
Harris County Flood Control District.....	83,075,000	3/31/2019	0.16%	132,920
Harris County Department of Education.....	6,320,000	3/31/2019	0.16%	10,112
Harris County Hospital District.....	57,300,000	3/31/2019	0.16%	91,680
Port of Houston Authority.....	593,754,397	3/31/2019	0.16%	950,007
Humble Independent School District.....	657,320,000	3/31/2019	4.64%	30,499,648
Lone Star College District.....	609,845,000	3/31/2019	0.37%	<u>2,256,427</u>
Total Estimated Overlapping Debt.....				\$ 37,222,006
The District.....	64,910,000 (a)	Current	100.00%	<u>64,910,000</u>
Total Direct and Estimated Overlapping Debt.....				\$ 102,132,006
Ratio of Estimated Direct and Overlapping Debt to 2018 Certified Taxable Assessed Valuation.....				14.14%

- (a) Includes the Bonds and the Remaining Outstanding Bonds.

**Overlapping Taxes for 2018**

	<u>2018 Tax Rate per \$100 of Taxable Assessed Valuation</u>
Harris County (including Harris County Flood Control District, Harris County Hospital District, Harris County Department of Education, and the Port of Houston Authority.....	\$ 0.63517
Harris County Emergency Services District No. 46.....	0.10000
Humble Independent School District.....	1.52000
Lone Star College System.....	<u>0.10780</u>
 Total Overlapping Tax Rate.....	 \$ 2.36297
 The District.....	 <u>0.83000</u>
 Total Tax Rate.....	 \$ 3.19297

**TAX DATA**

**Historical Tax Collections**

The following statement of tax collections sets forth in condensed form a portion of the historical tax experience of the District. Such table has been prepared for inclusion herein, based upon information obtained from the District's Tax Assessor/Collector. Reference is made to such statements and records for further and complete information.

Tax Year	Certified Taxable Assessed Valuation	Tax Rate	Total Tax Levy	Total Collections as of March 31, 2019 (a)	
				Amount	Percent
2014	\$ 550,483,794	\$0.99	\$ 5,449,790	\$ 5,449,449	99.99%
2015	684,337,101	0.89	6,090,600	6,090,563	100.00%
2016	724,751,498	0.83	6,015,288	6,011,176	99.93%
2017	724,246,016	0.83	6,011,361	6,000,094	99.81%
2018	721,266,026	0.83	5,986,063	5,904,950	98.64%

(a) Unaudited.

Taxes are due October 1 or when billed, whichever comes later, and become delinquent if not paid before February 1 of the year following the year in which imposed. No split payments are allowed, and no discounts are allowed.

**Historical Tax Rate Distribution**

	2018	2017	2016	2015	2014
Debt Service	\$ 0.68	\$ 0.68	\$ 0.68	\$ 0.75	\$ 0.85
Maintenance and Operations	0.15	0.15	0.15	0.14	0.14
Total	<u>\$ 0.83</u>	<u>\$ 0.83</u>	<u>\$ 0.83</u>	<u>\$ 0.89</u>	<u>\$ 0.99</u>

**Tax Rate Limitations**

Debt Service: Unlimited (no legal limit as to rate or amount).  
Maintenance and Operations: \$1.50 per \$100 of taxable assessed valuation.

### **Debt Service Tax**

The Board covenants in the Bond Resolution to levy and assess, for each year that all or any part of the Bonds remain outstanding and unpaid, a tax adequate to provide funds to pay the principal of and interest on the Bonds. The District levied a debt service tax for 2018 in the amount of \$0.68 per \$100 of taxable assessed valuation.

### **Maintenance Tax**

The Board of Directors of the District has the statutory authority to levy and collect an annual ad valorem tax for maintenance of the District's improvements, if such maintenance tax is authorized by vote of the District's electors. Pursuant to an election held on November 4, 2003, the Board was authorized to levy such a maintenance tax in an amount not to exceed \$1.50 per \$100 of assessed valuation. Such tax is in addition to taxes which the District is authorized to levy for paying principal and interest on the District's bonds. For the 2018 tax year, the Board levied a maintenance tax in the amount of \$0.15 per \$100 assessed valuation.

### **Tax Exemptions**

As discussed in the section titled "TAX PROCEDURES" herein, certain property in the District may be exempt from taxation by the District. For 2019, the District adopted an exemption of \$10,000 of the appraised value of a residential homestead of persons who are disabled or 65 years of age or older.

### **Additional Penalties**

The District has contracted with a delinquent tax attorney to collect certain delinquent taxes. In connection with that contract, the District established an additional penalty of twenty percent (20%) of the tax to defray the costs of collection. This 20% penalty applies to taxes that either: (1) become delinquent on or after February 1 of a year, but not later than May 1 of that year, and that remain delinquent on April 1 (for personal property) and July 1 (for real property) of the year in which they become delinquent or (2) become delinquent on or after June 1, pursuant to the Texas Property Tax Code.

### **Summary of Assessed Valuation**

The following summary of the 2018, 2017 and 2016 Certified Taxable Assessed Valuations are provided by the District's Tax Assessor/Collector based on information provided by the Appraisal District and contained in the 2018, 2017 and 2016 tax rolls of the District. Differences in totals may vary slightly from other information herein due to differences in dates of data.

	2018 Taxable Assessed Valuation	2017 Taxable Assessed Valuation	2016 Taxable Assessed Valuation
Land	\$ 97,138,910	\$ 96,550,539	\$ 96,582,629
Improvements	635,088,669	636,258,753	635,871,554
Personal Property	5,038,220	4,944,882	7,576,244
Exemptions	(15,999,773)	(13,508,158)	(15,278,929)
Total	<u>\$ 721,266,026</u>	<u>\$ 724,246,016</u>	<u>\$ 724,751,498</u>

**Principal Taxpayers**

The following list of principal taxpayers was provided by the District's tax assessor/collector and represents the principal taxpayers' value as a percentage of the certified 2018 Certified Taxable Assessed Valuation of \$721,266,026. This represents ownership as of January 1, 2018.

<u>Taxpayer</u>	<u>Type of Property</u>	<u>2018 Certified Taxable Assessed Valuation</u>	<u>% of 2018 Certified Taxable Assessed Valuation</u>
Centerpoint Energy Houston Electric	Personal Property	\$ 3,018,980	0.42%
SWAY 2014-1 Borrower LLC	Land and Improvements	1,337,550	0.19%
Raymond Kurtis Holdings LLC	Land and Improvements	985,491	0.14%
Individual	Acreage	840,749	0.12%
American Homes 4 Rent	Land and Improvements	800,754	0.11%
HP Texas I LLC	Personal Property	672,839	0.09%
Individual	Lot and Home	652,824	0.09%
Individual	Lot and Home	615,844	0.09%
Individual	Lot and Home	603,817	0.08%
Individual	Lot and Home	602,905	0.08%
Total		\$ 10,131,753	1.40%

**Tax Adequacy for Debt Service**

The calculations shown below assume, solely for purposes of illustration, no increase or decrease in assessed valuation over the 2018 Certified Taxable Assessed Valuation of \$721,266,026, no use of available funds, and utilize tax rates necessary to pay the District's average annual debt service requirements and maximum annual debt service requirements on the Remaining Outstanding Bonds and the Bonds.

Average annual debt service requirement (2020-2039) .....	\$4,148,212
\$0.61 tax rate on the 2018 Certified Taxable Assessed Valuation of \$721,266,026 at a 95% collection rate produces .....	\$4,179,737
Maximum annual debt service requirement (2020) .....	\$5,008,781
\$0.74 tax rate on the 2018 Certified Taxable Assessed Valuation of \$721,266,026 at a 95% collection rate produces .....	\$5,070,500

**TAX PROCEDURES**

**Authority to Levy Taxes**

The Board is authorized to levy an annual ad valorem tax, without legal limitation as to rate or amount, on all taxable property within the District in an amount sufficient to pay the principal of and interest on the Remaining Outstanding Bonds, the Bonds and any additional bonds payable from taxes which the District may hereafter issue (see "INVESTMENT CONSIDERATIONS—Future Debt") and to pay the expenses of assessing and collecting such taxes. The District agrees in the Bond Resolution to levy such a tax from year to year as described more fully herein under "THE BONDS—Source of and Security for Payment." Under Texas law, the Board may also levy and collect an annual ad valorem tax for the operation and maintenance of the District and for the payment of certain contractual obligations. See "TAX DATA—Debt Service Tax" and "—Maintenance Tax."

**Property Tax Code and County-Wide Appraisal District**

Title I of the Texas Tax Code (the "Property Tax Code") specifies the taxing procedures of all political subdivisions of the State of Texas, including the District. Provisions of the Property Tax Code are complex and are not fully summarized here.

The Property Tax Code requires, among other matters, county-wide appraisal and equalization of taxable property values and establishes in each county of the State of Texas an appraisal district with the responsibility for recording and appraising property for all taxing units within a county and an appraisal review board with responsibility for reviewing and equalizing the values established by the appraisal district. The Harris County Appraisal District (the "Appraisal District") has the responsibility for appraising property for all taxing units within Harris County, including the District. Such appraisal values are subject to review and change by the Harris County Appraisal Review Board (the "Appraisal Review Board").



## **Property Subject to Taxation by the District**

Except for certain exemptions provided by Texas law, all real property, tangible personal property held or used for the production of income, mobile homes and certain categories of intangible personal property with a tax situs in the District are subject to taxation by the District. Principal categories of exempt property include, but are not limited to: property owned by the State of Texas or its political subdivisions if the property is used for public purposes; property exempt from ad valorem taxation by federal law; certain household goods, family supplies, and personal effects; certain goods, wares and merchandise in transit; farm products owned by the producer; certain property of charitable organizations, youth development associations, religious organizations, and qualified schools; designated historical sites; travel trailers; and most individually owned automobiles. In addition, the District may by its own action exempt residential homesteads of persons sixty-five (65) years or older and of certain disabled persons to the extent deemed advisable by the Board. The District may be required to offer such an exemption if a majority of voters approves it at an election. The District would be required to call such an election upon petition by twenty percent (20%) of the number of qualified voters who voted in the preceding election. The District is authorized by statute to disregard exemptions for the disabled and elderly if granting the exemption would impair the District's obligation to pay tax supported debt incurred prior to adoption of the exemption by the District. Furthermore, the District must grant exemptions to disabled veterans or certain surviving dependents of disabled veterans, if requested, of between \$5,000 and \$12,000 depending on the disability rating of the veteran. A veteran who receives a disability rating of 100% is entitled to an exemption for the full amount of the veteran's residence homestead. Additionally, subject to certain conditions, the surviving spouse of a disabled veteran who was entitled to an exemption for the full value of the veteran's residence homestead is also entitled to an exemption from taxation of the total appraised value of the same property to which the disabled veteran's exemption applied. A partially disabled veteran or certain surviving spouses of partially disabled veterans are entitled to an exemption from taxation of a percentage of the appraised value of their residence homestead in an amount equal to the partially disabled veteran's disability rating if the residence homestead was donated by a charitable organization. Also, the surviving spouse of a member of the armed forces who was killed in action is, subject to certain conditions, entitled to a total tax exemption on such surviving spouse's residence homestead. If the surviving spouse changes homesteads, but does not remarry, then the amount of the exemption as of the last year of the first qualifying residential homestead is applicable to the subsequent homesteads. The surviving spouse of a first responder who was killed or fatally injured in the line of duty is, subject to certain conditions, also entitled to an exemption of the total appraised value of the surviving spouse's residence homestead, and, subject to certain conditions, an exemption up to the same amount may be transferred to a subsequent residence homestead of the surviving spouse. See "TAX DATA."

*Residential Homestead Exemptions:* The Property Tax Code authorizes the governing body of each political subdivision in the State of Texas to exempt up to twenty percent (20%) of the appraised value of residential homesteads from ad valorem taxation. Where ad valorem taxes have previously been pledged for the payment of debt, the governing body of a political subdivision may continue to levy and collect taxes against the exempt value of the homesteads until the debt is discharged, if the cessation of the levy would impair the obligations of the contract by which the debt was created. The adoption of a homestead exemption may be considered each year, but must be adopted before July 1.

*Freeport Goods and Goods-in-Transit Exemptions:* A "Freeport Exemption" applies to goods, wares, ores, and merchandise other than oil, gas, and petroleum products (defined as liquid and gaseous materials immediately derived from refining petroleum or natural gas), and to aircraft or repair parts used by a certified air carrier acquired in or imported into Texas which are destined to be forwarded outside of Texas and which are detained in Texas for assembling, storing, manufacturing, processing or fabricating for fewer than 175 days. Although certain taxing units may take official action to tax such property in transit and negate such exemption, the District does not have such an option. A "Goods-in-Transit" Exemption is applicable to the same categories of tangible personal property which are covered by the Freeport Exemption, if, for tax year 2011 and prior applicable years, such property is acquired in or imported into Texas for assembling, storing, manufacturing, processing, or fabricating purposes and is subsequently forwarded to another location inside or outside of Texas not later than 175 days after acquisition or importation, and the location where said property is detained during that period is not directly or indirectly owned or under the control of the property owner. For tax year 2012 and subsequent years, such Goods-in-Transit Exemption is limited to tangible personal property acquired in or imported into Texas for storage purposes only if such property is stored under a contract of bailment by a public warehouse operator at one or more public warehouse facilities in Texas that are not in any way owned or controlled by the owner of such property for the account of the person who acquired or imported such property. A property owner who receives the Goods-in-Transit Exemption is not eligible to receive the Freeport Exemption for the same property. Local taxing units such as the District may, by official action and after public hearing, tax goods-in-transit personal property. A taxing unit must exercise its option to tax goods-in-transit property before January 1 of the first tax year in which it proposes to tax the property at the time and in the manner prescribed by applicable law. The District has taken official action to allow taxation of all such goods-in-transit personal property for all prior and subsequent years.

## **Tax Abatement**

Harris County or the City of Houston may designate all or part of the area within the District as a reinvestment zone. Thereafter, Harris County, the District, and the City of Houston (if it were to annex the District), at the option and discretion of each entity, may enter into tax abatement agreements with owners of property within the zone. Prior to entering into a tax abatement agreement, each entity must adopt guidelines and criteria for establishing tax abatement, which each entity will follow in granting tax abatement to owners of property. The tax abatement agreements may exempt from ad valorem taxation by each of the applicable taxing jurisdictions, including the District, for a period of up to ten (10) years, all or any part of any increase in the assessed valuation of property covered by the agreement over its assessed valuation in the year in which the agreement is executed on the condition that the property owner make specified improvements or repairs to the property in conformity with the terms of the tax abatement. Each taxing jurisdiction has discretion to determine terms for its tax abatement agreements without regard to the terms approved by the other taxing jurisdictions.

## **Valuation of Property for Taxation**

Generally, property in the District must be appraised by the Appraisal District at market value as of January 1 of each year. Once an appraisal roll is prepared and finally approved by the Appraisal Review Board, it is used by the District in establishing its tax rolls and tax rate. Generally, assessments under the Property Tax Code are to be based on one hundred percent (100%) of market value, as such is defined in the Property Tax Code. In determining market value, either the replacement cost or the income or the market data method of valuation may be used, whichever is appropriate. Nevertheless, certain land may be appraised at less than market value under the Property Tax Code. Increases in the appraised value of residence homesteads are limited by the Texas Constitution to 10 percent annually regardless of the market value of the property.

The Property Tax Code permits land designated for agricultural use, open space, or timberland to be appraised at its value based on the land's capacity to produce agricultural or timber products rather than at its market value. The Property Tax Code permits under certain circumstances that residential real property inventory held by a person in the trade or business be valued at the price all such property would bring if sold as a unit to a purchaser who would continue the business. Provisions of the Property Tax Code are complex and are not fully summarized here. Landowners wishing to avail themselves of the agricultural use, open space, or timberland designation or residential real property inventory designation must apply for the designation and the appraiser is required by the Property Tax Code to act on each claimant's right to the designation individually. A claimant may waive the special valuation as to taxation by some political subdivisions while claiming it as to another. If a claimant receives the agricultural use designation and later loses it by changing the use of the property or selling it to an unqualified owner, the District can collect taxes based on the new use, including taxes for the previous three (3) years for agricultural use and taxes for the previous five (5) years for open space land and timberland.

The Property Tax Code requires the Appraisal District to implement a plan for periodic reappraisal of property to update appraisal values. The plan must provide for appraisal of all real property in the Appraisal District at least once every three (3) years. It is not known what frequency of reappraisal will be utilized by the Appraisal District or whether reappraisals will be conducted on a zone or county-wide basis. The District, however, at its expense has the right to obtain from the Appraisal District a current estimate of appraised values within the District or an estimate of any new property or improvements within the District. While such current estimate of appraised values may serve to indicate the rate and extent of growth of taxable values within the District, it cannot be used for establishing a tax rate within the District until such time as the Appraisal District chooses formally to include such values on its appraisal roll.

The Texas Tax Code provides that the governing body of a taxing unit located within an area declared to be a disaster area by the governor of the State of Texas may authorize reappraisal of all property damaged in the disaster at its market value immediately after the disaster. For reappraised property, the taxes are pro-rated for the year in which the disaster occurred. The taxing unit assesses taxes prior to the date the disaster occurred based upon market value as of January 1 of that year. Beginning on the date of the disaster and for the remainder of the year, the taxing unit assesses taxes on the reappraised market value of the property.

## **District and Taxpayer Remedies**

Under certain circumstances taxpayers and taxing units (such as the District) may appeal the orders of the Appraisal Review Board by filing a timely petition for review in State district court. In such event, the value of the property in question will be determined by the court or by a jury if requested by any party. Additionally, taxing units may bring suit against the Appraisal District to compel compliance with the Property Tax Code. The Property Tax Code also establishes a procedure for notice to property owners of reappraisals reflecting increased property value, appraisals which are higher than renditions, and appraisals of property not previously on an appraisal roll.

## **Levy and Collection of Taxes**

The District is responsible for the levy and collection of its taxes unless it elects to transfer such functions to another governmental entity. The rate of taxation is set by the Board of Directors, after the legally required notice has been given to owners of property within the District, based upon: a) the valuation of property within the District as of the preceding January 1, and b) the amount required to be raised for debt service, maintenance purposes, and authorized contractual obligations. Taxes are due October 1, or when billed, whichever comes later, and become delinquent if not paid before February 1 of the year following the year in which imposed. A delinquent tax incurs a penalty of six percent (6%) of the amount of the tax for the first calendar month it is delinquent, plus one percent (1%) for each additional month or portion of a month the tax remains unpaid prior to July 1 of the year in which it becomes delinquent. If the tax is not paid by July 1 of the year in which it becomes delinquent, the tax incurs a total penalty of twelve percent (12%) regardless of the number of months the tax has been delinquent and incurs an additional penalty for collection costs of an amount established by the District and a delinquent tax attorney. A delinquent tax on personal property incurs an additional penalty, in an amount established by the District and a delinquent tax attorney, 60 days after the date the taxes become delinquent. The delinquent tax accrues interest at a rate of one percent (1%) for each month or portion of a month it remains unpaid. The Property Tax Code makes provisions for the split payment of taxes, discounts for early payment and the postponement of the delinquency date of taxes under certain circumstances which, at the option of the District, may be rejected. The District's tax collector is required to enter into an installment payment agreement with any person who is delinquent on the payment of tax on a residence homestead for payment of tax, penalties and interest, if the person requests an installment agreement and has not entered into an installment agreement with the collector in the preceding 24 months. The installment agreement must provide for payments to be made in monthly installments and must extend for a period of at least 12 months and no more than 36 months. Additionally, the owner of a residential homestead property who is (i) sixty-five (65) years of age or older, (ii) disabled, or (iii) a disabled veteran, is entitled by law to pay current taxes on a residential homestead in installments without penalty or to defer the payment of taxes during the time of ownership. In the instance of tax deferral, a tax lien remains on the property and interest continue to accrue during the period of deferral.

Certain qualified taxpayers, including owners of residential homesteads, located within a natural disaster area and whose property has been damaged as a direct result of the disaster, are entitled to enter into a tax payment installment agreement with a taxing jurisdiction such as the District if the tax payer pays at least one-fourth of the tax bill imposed on the property by the delinquency date. The remaining taxes may be paid without penalty or interest in three equal installments within six months of the delinquency date.

## **Rollback of Operation and Maintenance Tax Rate**

The qualified voters of the District have the right to petition for a rollback of the District's operation and maintenance tax rate only if the total tax bill on the average residence homestead increases by more than eight percent. If a rollback election is called and passes, the rollback tax rate is the current year's debt service tax rate plus 1.08 times the previous year's operation and maintenance tax rate. Thus, the debt service tax rate cannot be changed by a rollback election.

## **District's Rights in the Event of Tax Delinquencies**

Taxes levied by the District are a personal obligation of the owner of the property as of January 1 of the year for which the tax is imposed. On January 1 of each year, a tax lien attaches to property to secure the payment of all local taxes, penalties, and interest ultimately imposed for the year on the property. The lien exists in favor of the State of Texas and each local taxing unit, including the District, having power to tax the property. The District's tax lien is on a parity with tax liens of such other taxing units. See "ESTIMATED OVERLAPPING DEBT STATEMENT—Overlapping Tax Rates for 2018." A tax lien on real property takes priority over the claim of most creditors and other holders of liens on the property encumbered by the tax lien, whether or not the debt or lien existed before the attachment of the tax lien; however, whether a lien of the United States is on a parity with or takes priority over a tax lien of the District is determined by applicable federal law. Personal property under certain circumstances is subject to seizure and sale for the payment of delinquent taxes, penalty, and interest.

At any time after taxes on property become delinquent, the District may file suit to foreclose the lien securing payment of the tax, to enforce personal liability for the tax, or both, subject to the restrictions on residential homesteads described above under "Levy and Collection of Taxes." In filing a suit to foreclose a tax lien on real property, the District must join other taxing units that have claims for delinquent taxes against all or part of the same property. Collection of delinquent taxes may be adversely affected by the cost of suit and sale, by the amount of taxes owed to other taxing units, by the effects of market conditions on the foreclosure sale price, by taxpayer redemption rights (a taxpayer may redeem property within six (6) months for commercial property and two (2) years for residential and all other types of property after the purchaser's deed issued at the foreclosure sale is filed in the county records) or by bankruptcy proceedings which restrict the collection of taxpayer debts. The District's ability to foreclose its tax lien or collect penalties or interest on delinquent taxes may be limited on property owned by a financial institution which is under receivership by the Federal Deposit Insurance Corporation pursuant to the Federal Deposit Insurance Act, 12 U.S.C. 1825, as amended. See "INVESTMENT CONSIDERATIONS—Tax Collection Limitations."

## WATER AND SEWER OPERATIONS

### General

The Bonds and the Remaining Outstanding Bonds are payable from the levy of an ad valorem tax, without legal limitation as to rate or amount, upon all taxable property in the District. Net revenues, if any, derived from the operation of the District's water and sewer operations are not pledged to the payment of the Bonds or the Remaining Outstanding Bonds but are available for any lawful purpose including payment of debt service on the Bonds and the Remaining Outstanding Bonds, at the discretion and upon action of the Board. It is not anticipated that any significant revenues will be available for the payment of debt service on the Bonds or the Remaining Outstanding Bonds.

### Waterworks and Sewer System Operating Statement

The following statement sets forth in condensed form the historical results of operation of the District's General Fund. Accounting principles customarily employed in the determination of net revenues have been observed and in all instances exclude depreciation. Such summary is based upon information obtained from the District's audited financial statements for fiscal years March 31, 2015 through March 31, 2018 and from the District's Bookkeeper for the period ended March 31, 2019. Reference is made to such statements and records for further and more complete information.

	Fiscal Year Ended March 31				
	2019 (a)	2018	2017	2016	2015
<b>Revenues</b>					
Property Taxes	\$ 1,083,454	\$ 1,085,908	\$ 1,084,708	\$ 959,638	\$ 763,035
Water Service	1,004,535	993,838	995,851	935,707	880,444
Wastewater Service	577,386	585,038	586,806	585,059	546,614
Regional Water Authority Fee	864,941	857,812	815,530	725,983	627,326
Penalty and Interest	31,347	33,833	34,654	32,589	49,014
Tap Connection and Inspection Fees	-	-	-	29,290	304,402
Investment Revenues	60,750	32,028	16,914	6,680	5,715
Miscellaneous	5,131	24,392	25,879	29,147	32,478
<b>Total Revenues</b>	<b>\$ 3,627,544</b>	<b>\$ 3,612,849</b>	<b>\$ 3,560,342</b>	<b>\$ 3,304,093</b>	<b>\$ 3,209,028</b>
<b>Expenditures</b>					
Professional Fees	\$ 171,896	\$ 140,478	\$ 165,175	\$ 181,392	\$ 171,644
Contracted Services	827,776	721,599	691,949	684,436	662,360
Purchased Water Service	1,170,521	1,156,731	1,103,486	1,023,841	840,332
Purchased Wastewater Service	385,966	354,577	343,256	348,260	335,149
Utilities	248,265	206,457	211,705	223,612	218,686
Repairs and Maintenance	425,688	383,908	240,625	288,861	337,430
Other	139,770	147,463	137,557	187,905	317,527
Capital Outlay	205,525	15,427	35,447	754,732	634,753
<b>Total Expenditures</b>	<b>\$ 3,575,407</b>	<b>\$ 3,126,640</b>	<b>\$ 2,929,200</b>	<b>\$ 3,693,039</b>	<b>\$ 3,517,881</b>
<b>Revenues Over (Under) Expenditures</b>	<b>\$ 52,137</b>	<b>\$ 486,209</b>	<b>\$ 631,142</b>	<b>\$ (388,946)</b>	<b>\$ (308,853)</b>
<b>Other Sources &amp; Uses</b>	<b>\$ -</b>	<b>\$ 876,156 (b)</b>	<b>\$ 5,512</b>	<b>\$ -</b>	<b>\$ 582,622</b>
<b>Fund Balance (Beginning of Year)</b>	<b>\$ 4,785,245</b>	<b>\$ 3,422,880</b>	<b>\$ 2,786,226</b>	<b>\$ 3,175,172</b>	<b>\$ 2,901,403</b>
<b>Fund Balance (End of Year)</b>	<b>\$ 4,837,382</b>	<b>\$ 4,785,245</b>	<b>\$ 3,422,880</b>	<b>\$ 2,786,226</b>	<b>\$ 3,175,172</b>

(a) Unaudited. Provided by the District's Bookkeeper.

(b) Represents a transfer from the Capital Projects Fund.

## INVESTMENT CONSIDERATIONS

### General

The Bonds are obligations solely of the District and are not obligations of the City of Houston, Harris County, the State of Texas, or any entity other than the District. Payment of the principal of and interest on the Bonds depends upon the ability of the District to collect taxes levied on taxable property within the District in an amount sufficient to service the District's bonded debt or in the event of foreclosure, on the value of the taxable property in the District and the taxes levied by the District and other taxing authorities upon the property within the District. See "THE BONDS—Source of and Security for Payment." The collection by the District of delinquent taxes owed to it and the enforcement by Registered Owners of the District's obligation to collect sufficient taxes may be a costly and lengthy process. Furthermore, the District cannot and does not make any representations that taxable property within the District will maintain taxable values sufficient to justify continued payment of taxes by property owners or that there will be a market for the property or that owners of the property will have the ability to pay taxes. See "Registered Owners' Remedies and Bankruptcy Limitations" within.

### Hurricane Harvey

The greater Houston area is subject to occasional severe weather events, including tropical storms and hurricanes. If the District were to sustain damage to its facilities requiring substantial repair or replacement, or if substantial damage were to occur to taxable property within the District as a result of such a weather event, the investment security of the Bonds could be adversely affected. The greater Houston area has experienced three storms exceeding a 0.2% probability (i.e. "500-year flood" events) since 2015, the most recent of which was Hurricane Harvey which made landfall along the Texas Gulf Coast on August 26, 2017, and brought historic levels of rainfall during the successive four days.

According to the System Operator, the District's System did not sustain any material damage, there was no interruption of water and sewer service, and no homes or other improvements within the District experienced structural flooding or other material damage as a result of Hurricane Harvey.

If a hurricane (or any other natural disaster) significantly damaged all or part of the improvements within the District, the assessed value of property within the District could be substantially reduced, with a corresponding decrease in tax revenues or necessity to increase the District's tax rate. Further, there can be no assurance that a casualty loss to taxable property within the District will be covered by insurance (or that property owners will even carry flood insurance), that any insurance company will fulfill its obligation to provide insurance proceeds, or that insurance proceeds will be used to rebuild or repair any damaged improvements within the District. Even if insurance proceeds are available and improvements are rebuilt, there could be a lengthy period in which assessed values within the District would be adversely affected.

### Specific Flood Type Risks

*Ponding (or Pluvial) Flood.* Ponding, or pluvial, flooding occurs when heavy rainfall creates a flood event independent of an overflowing water body, typically in relatively flat areas. Intense rainfall can exceed the drainage capacity of a drainage system, which may result in water within the drainage system becoming trapped and diverted onto streets and nearby property until it is able to reach a natural outlet. Ponding can also occur in a flood pool upstream or behind a dam, levee or reservoir.

*Riverine (or Fluvial) Flood.* Riverine, or fluvial, flooding occurs when water levels rise over the top of river, bayou or channel banks due to excessive rain from tropical systems making landfall and/or persistent thunderstorms over the same area for extended periods of time. The damage from a riverine flood can be widespread. The overflow can affect smaller rivers and streams downstream, or may sheet-flow over land. Flash flooding is a type of riverine flood that is characterized by an intense, high velocity torrent of water that occurs in an existing river channel with little to no notice. Flash flooding can also occur even if no rain has fallen, for instance, after a levee, dam or reservoir has failed or experienced an uncontrolled release, or after a sudden release of water by a debris or ice jam. In addition, planned or unplanned controlled releases from a dam, levee or reservoir also may result in flooding in areas adjacent to rivers, bayous or drainage systems downstream.

## **Impact on District Tax Rate**

Assuming no further development, the value of the land and improvements currently within the District will be the major determinant of the ability or willingness of District property owners to pay their taxes. The 2018 Taxable Assessed Valuation of the District (see "FINANCIAL STATEMENT") is \$721,266,026. After issuance of the Bonds, the maximum annual debt service requirement will be \$5,008,781 (2020) and the average annual debt service requirement will be \$4,148,212 (2020-2039) (see "DEBT SERVICE REQUIREMENTS"). Assuming no increase or decrease from the 2018 Taxable Assessed Valuation and no use of funds other than tax collections, a tax rate of \$0.74 per \$100 assessed valuation at a 95% collection rate would be necessary to pay the maximum annual debt service requirement of \$5,008,781 and a tax rate of \$0.61 per \$100 assessed valuation at a 95% collection rate would be necessary to pay the average annual debt service requirement of \$4,148,212. Although calculations have been made regarding average and maximum tax rates necessary to pay the debt service on the Bonds based upon the 2018 Taxable Assessed Valuation, the District can make no representations regarding the future level of assessed valuation within the District. Increases in the tax rate may be required in the event the District's assessed valuation does not continue to increase or in the event major taxpayers do not pay their District taxes timely. Increases in taxable values depend primarily on the continuing construction and sale of homes and other taxable improvements within the District. See "TAX PROCEDURES" and "TAX DATA—Tax Adequacy for Debt Service."

## **Future Debt**

The District reserves in the Bond Resolution the right to issue the remaining \$53,420,000 principal amount of bonds for the purpose of acquiring or constructing water, sanitary sewer and drainage facilities, the remaining \$500,000 principal amount of unlimited tax bonds for park and recreational facilities and the remaining \$47,085,000 principal amount of bonds for refunding purposes which have been authorized at elections held within the District and such additional bonds as may be voted hereafter. The issuance of such future obligations may adversely affect the investment security of the Bonds. The District does not employ any formula with regard to assessed valuations or tax collections or otherwise to limit the amount of bonds which may be issued. Any bonds issued by the District, however, must be approved by the Attorney General of Texas and the Board of the District and any bonds issued to acquire or construct water, sanitary sewer and drainage and park facilities must be approved by the Commission.

## **Tax Collection Limitations**

The District's ability to make debt service payments may be adversely affected by its inability to collect ad valorem taxes. Under Texas law, the levy of ad valorem taxes by the District constitutes a lien in favor of the District on a parity with the liens of all other state and local taxing authorities on the property against which taxes are levied, and such lien may be enforced by foreclosure. The District's ability to collect ad valorem taxes through such foreclosure may be impaired by market conditions limiting the proceeds from a foreclosure sale of taxable property and collection procedures. While the District has a lien on taxable property within the District for taxes levied against such property, such lien can be foreclosed only in a judicial proceeding. The costs of collecting any such taxpayer's delinquencies could substantially reduce the net proceeds to the District from a tax foreclosure sale. Finally, a bankruptcy court with jurisdiction over bankruptcy proceedings initiated by or against a taxpayer within the District pursuant to the Federal Bankruptcy Code could stay any attempt by the District to collect delinquent ad valorem taxes against such taxpayer. In addition to the automatic stay against collection of delinquent taxes afforded a taxpayer during the pendency of a bankruptcy, a bankruptcy could affect payment of taxes in two other ways: first, a debtor's confirmation plan may allow a debtor to make installment payments on delinquent taxes for up to six years; and, second, a debtor may challenge, and a bankruptcy court may reduce, the amount of any taxes assessed against the debtor, including taxes that have already been paid. See "TAX PROCEDURES—District's Rights in the Event of Tax Delinquencies."

## **Registered Owners' Remedies and Bankruptcy Limitations**

If the District defaults in the payment of principal, interest, or redemption price on the Bonds when due, if it fails to make payments into any fund or funds created in the Bond Resolution, or if it defaults in the observation or performance of any other covenants, conditions, or obligations set forth in the Bond Resolution, the Registered Owners have the statutory right of a writ of mandamus issued by a court of competent jurisdiction requiring the District and its officials to observe and perform the covenants, obligations, or conditions prescribed in the Bond Resolution. Except for mandamus, the Bond Resolution does not specifically provide for remedies to protect and enforce the interests of the Registered Owners. There is no acceleration of maturity of the Bonds in the event of default, and, consequently, the remedy of mandamus may have to be relied upon from year to year. Further, there is no trust indenture or trustee, and all legal actions to enforce such remedies would have to be undertaken at the initiative of, and be financed by, the Registered Owners. Statutory language authorizing local governments such as the District to sue and be sued does not waive the local government's sovereign immunity from suits for money damages, so that in the absence of other waivers of such immunity by the Texas Legislature, a default by the District in its covenants in the Bond Resolution may not be reduced to a judgment for money damages. If such a judgment against the District were obtained, it could not be enforced by direct levy and execution against the District's property. Further, the Registered Owners cannot themselves foreclose on property within the District or sell property within the District to enforce the tax lien on taxable property to pay the principal of and interest on the Bonds. The enforceability of the rights and remedies of the Registered Owners may further be limited by a State of Texas statute reasonably required to attain an important public purpose or by laws relating to bankruptcy, reorganization or other similar laws of general application affecting the rights of creditors of political subdivisions, such as the District.

Subject to the requirements of Texas law discussed below, a political subdivision such as the District may voluntarily file a petition for relief from creditors under Chapter 9 of the Federal Bankruptcy Code, 11 U.S.C. Sections 901-946. The filing of such petition would automatically stay the enforcement of Registered Owner's remedies, including mandamus. The automatic stay would remain in effect until the federal bankruptcy judge hearing the case dismisses the petition, enters an order granting relief from the stay, or otherwise allows creditors to proceed against the petitioning political subdivision. A political subdivision such as the District may qualify as a debtor eligible to proceed in a Chapter 9 case only if it is (1) authorized to file for federal bankruptcy protection by applicable state law, (2) is insolvent or unable to meet its debts as they mature, (3) desires to effect a plan to adjust such debts, and (4) has either obtained the agreement of or negotiated in good faith with its creditors or is unable to negotiate with its creditors because negotiation is impracticable. Special districts such as the District must obtain the approval of the TCEQ as a condition to seeking relief under the Federal Bankruptcy Code. The TCEQ is required to investigate the financial condition of a financially troubled district and authorize such district to proceed under federal bankruptcy law only if such district has fully exercised its rights and powers under Texas law and remains unable to meet its debts and other obligations as they mature.

If a petitioning district were allowed to proceed voluntarily under Chapter 9 of the Federal Bankruptcy Code, it could file a plan for an adjustment of its debts. If such a plan were confirmed by the bankruptcy court, it could, among other things, affect Registered Owners by reducing or eliminating the amount of indebtedness, deferring or rearranging the debt service schedule, reducing or eliminating the interest rate, modifying or abrogating the collateral or security arrangements, substituting (in whole or in part) other securities, and otherwise compromising and modifying the rights and remedies of the Registered Owners' claims against a district.

The District may not be forced into bankruptcy involuntarily.

### **Environmental Regulations**

Wastewater treatment, water supply, storm sewer facilities and construction activities within the District are subject to complex environmental laws and regulations at the federal, state and local levels that may require or prohibit certain activities that affect the environment, such as:

- Requiring permits for construction and operation of water wells, wastewater treatment and other facilities;
- Restricting the manner in which wastes are treated and released into the air, water and soils;
- Restricting or regulating the use of wetlands or other properties; or
- Requiring remedial action to prevent or mitigate pollution.

Sanctions against a municipal utility district or other type of special purpose district for failure to comply with environmental laws and regulations may include a variety of civil and criminal enforcement measures, including assessment of monetary penalties, imposition of remedial requirements and issuance of injunctions to ensure future compliance. Environmental laws and compliance with environmental laws and regulations can increase the cost of planning, designing, constructing and operating water production and wastewater treatment facilities. Environmental laws can also inhibit growth and development within the District. Further, changes in regulations occur frequently, and any changes that result in more stringent and costly requirements could materially impact the District.

*Air Quality Issues.* Air quality control measures required by the United States Environmental Protection Agency (the "EPA") and the Texas Commission on Environmental Quality (the "TCEQ") may impact new industrial, commercial and residential development in the Houston area. Under the Clean Air Act ("CAA") Amendments of 1990, the eight-county Houston Galveston area ("HGB area")—Harris, Galveston, Brazoria, Chambers, Fort Bend, Waller, Montgomery and Liberty counties—has been designated a nonattainment area under three separate federal ozone standards: the one-hour (124 parts per billion ("ppb")) and eight-hour (84 ppb) standards promulgated by the EPA in 1997 (the "1997 Ozone Standards"); the tighter, eight-hour ozone standard of 75 ppb promulgated by the EPA in 2008 (the "2008 Ozone Standard"), and the EPA's most-recent promulgation of an even lower, 70 ppb eight-hour ozone standard in 2015 (the "2015 Ozone Standard"). While the State of Texas has been able to demonstrate steady progress and improvements in air quality in the HGB area, the HGB area remains subject to CAA nonattainment requirements.

The HGB area is currently designated as a severe ozone nonattainment area under the 1997 Ozone Standards. While the EPA has revoked the 1997 Ozone Standards, EPA historically has not formally redesignated nonattainment areas for a revoked standard. As a result, the HGB area remained subject to continuing severe nonattainment area "anti-backsliding" requirements, despite the fact that HGB area air quality has been attaining the 1997 Ozone Standards since 2014. In late 2015, EPA approved the TCEQ's "redesignation substitute" for the HGB area under the revoked 1997 Ozone Standards, leaving the HGB area subject only to the nonattainment area requirements under the 2008 Ozone Standard (and later, the 2015 Ozone Standard).

In February 2018, the U.S. Court of Appeals for the District of Columbia Circuit issued an opinion in *South Coast Air Quality Management District v. EPA*, 882 F.3d 1138 (D.C. Cir. 2018) vacating the EPA redesignation substitute rule that provided the basis for EPA's decision to eliminate the anti-backsliding requirements that had applied in the HGB area under the 1997 Ozone Standard. The court has not responded to EPA's April 2018 request for rehearing of the case. To address the uncertainty created by the *South Coast* court's ruling, the TCEQ has developed a formal request that the HGB area be redesignated to attainment under the 1997 Ozone Standards. The TCEQ Commissioners approved publication of a proposed HGB area redesignation request under the 1997 Ozone Standards on September 5, 2018.

The HGB area is currently designated as a "moderate" nonattainment area under the 2008 Ozone Standard, with an attainment deadline of July 20, 2018. If the EPA ultimately determines that the HGB area has failed to meet the attainment deadline based on the relevant data, the area is subject to reclassification to a nonattainment classification that provides for more-stringent controls on emissions from the industrial sector. In addition, the EPA may impose a moratorium on the awarding of federal highway construction grants and other federal grants for certain public works construction projects if it finds that an area fails to demonstrate progress in reducing ozone levels.

The HGB area is currently designated as a "marginal" nonattainment area under the 2015 Ozone Standard. For purposes of the 2015 Ozone Standard, the HGB area consists of only six counties: Brazoria, Chambers, Fort Bend, Galveston, Harris, and Montgomery Counties.

In order to demonstrate progress toward attainment of the EPA's ozone standards, the TCEQ has established a state implementation plan ("SIP") for the HGB area setting emission control requirements, some of which regulate the inspection and use of automobiles. These types of measures could impact how people travel, what distances people are willing to travel, where people choose to live and work, and what jobs are available in the HGB area. These SIP requirements can negatively impact business due to the additional permitting/regulatory constraints that accompany this designation and because of the community stigma associated with a nonattainment designation. It is possible that additional controls will be necessary to allow the HGB area to reach attainment with the ozone standards by the EPA's attainment deadlines. These additional controls could have a negative impact on the HGB area's economic growth and development.

Water Supply & Discharge Issues. Water supply and discharge regulations that municipal utility districts, including the District, may be required to comply with involve: (1) public water supply systems, (2) wastewater discharges from treatment facilities, (3) storm water discharges, and (4) wetlands dredge and fill activities. Each of these is addressed below:

Pursuant to the federal Safe Drinking Water Act ("SDWA") and Environmental Protection Agency's National Primary Drinking Water Regulations ("NPDWRs"), which are implemented by the TCEQ's Water Supply Division, a municipal utility district's provision of water for human consumption is subject to extensive regulation as a public water system.

Municipal utility districts must generally provide treated water that meets the primary and secondary drinking water quality standards adopted by the TCEQ, the applicable disinfectant residual and inactivation standards, and the other regulatory action levels established under the agency's rules. The EPA has established NPDWRs for more than ninety (90) contaminants and has identified and listed other contaminants which may require national drinking water regulation in the future.

Texas Pollutant Discharge Elimination System ("TPDES") permits set limits on the type and quantity of discharge, in accordance with state and federal laws and regulations. The TCEQ reissued the TPDES Construction General Permit (TXR150000), with an effective date of March 5, 2018, which is a general permit authorizing the discharge of stormwater runoff associated with small and large construction sites and certain nonstormwater discharges into surface water in the state. It has a 5-year permit term, and is then subject to renewal. Moreover, the Clean Water Act ("CWA") and Texas Water Code require municipal wastewater treatment plants to meet secondary treatment effluent limitations and more stringent water quality-based limitations and requirements to comply with the Texas water quality standards. Any water quality-based limitations and requirements with which a municipal utility district must comply may have an impact on the municipal utility district's ability to obtain and maintain compliance with TPDES permits.

The District's stormwater discharges currently maintain permit coverage through the Municipal Separate Storm System Permit (the "Current Permit") issued to the Storm Water Management Joint Task Force consisting of Harris County, Harris County Flood Control District, the City of Houston, and the Texas Department of Transportation. In the event that at any time in the future the District is not included in the Current Permit, it may be required to seek independent coverage under the TCEQ's General Permit for Phase II (Small) Municipal Separate Storm Sewer Systems (the "MS4 Permit"), which authorizes the discharge of stormwater to surface water in the state from small municipal separate storm sewer systems. If the District's inclusion in the MS4 Permit were required at a future date, the District could incur substantial costs to develop, implement, and maintain the necessary plans as well as to install or implement best management practices to minimize or eliminate unauthorized pollutants that may otherwise be found in stormwater runoff in order to comply with the MS4 Permit.



In 2015, the EPA and the United States Army Corps of Engineers (“USACE”) promulgated a rule known as the Clean Water Rule (“CWR”) aimed at redefining “waters of the United States” over which the EPA and USACE have jurisdiction under the CWA. The CWR significantly expands the scope of the federal government’s CWA jurisdiction over intrastate water bodies and wetlands. The CWR could have an adverse impact on municipal utility districts, including the District, particularly with respect to jurisdictional wetland determinations, and could increase the size and scope of activities requiring USACE permits. The CWR has been challenged in various jurisdictions, including the Southern District of Texas, and the litigation challenging the CWR is still pending.

On February 28, 2017, the President signed an executive order ordering the EPA and USACE to modify or rescind the CWR. In response, the EPA and the USACE subsequently released a proposed rule rescinding the CWR, reinstating the regulatory text that existed prior to the adoption of the CWR and proposing the development of a revised definition of “waters of the United States.” In June 2018, the EPA and USACE issued a supplemental notice of proposed rulemaking to the 2017 proposed action to repeal the 2015 definition of “waters of the United States” to clarify that the agencies are proposing to permanently repeal the CWR in its entirety and reinstate language in place before the adoption of the CWR while developing a revised definition of “waters of the United States.” Meanwhile, in January 2018, the EPA and the USACE finalized a rule extending the effective date of the CWR until 2020 while the agencies finalize actions to repeal and replace the CWR. This rule delaying the effective date of the CWR was challenged in court and, on August 16, 2018, the U.S. District Court for the District of South Carolina issued a nationwide injunction rendering the rule extending the effective date of the CWR void, thereby reinstating the CWR in 26 states, including Texas. However, on September 12, 2018, the U.S. District Court for the Southern District of Texas temporarily enjoined the implementation of the CWR in Texas, Louisiana and Mississippi until the case filed by the States of Texas, Louisiana and Mississippi in 2015 is finally resolved.

On December 11, 2018, the EPA and USACE released the proposed replacement definition of “waters of the United States.” The proposed definition outlines six categories of waters that would be considered “waters of the United States,” including traditional navigable waters, tributaries to those waters, certain ditches, certain lakes and ponds, impoundments of jurisdictional waters, and wetlands adjacent to jurisdictional waters. The proposed rule also details what are not “waters of the United States,” such as features that only contain water during or in response to rainfall (e.g., ephemeral features); groundwater; many ditches, including most roadside or farm ditches; prior converted cropland; stormwater control features; and waste treatment systems. The agencies will take comment on the proposal for 60 days after publication in the Federal Register, which occurred on February 14, 2019. If finalized, the proposed rule would apply nationwide, replacing the patchwork framework for Clean Water Act jurisdiction that has resulted from litigation challenging the CWR.

Due to the pending rulemaking activity and rule challenge litigation, there is significant uncertainty regarding the ultimate scope of “waters of the United States” and the extent of EPA and USACE jurisdiction. Depending on the final outcome of such proceedings, operations of municipal utility districts, including the District, could potentially be subject to additional restrictions and requirements, including permitting requirements.

### **Continuing Compliance with Certain Covenants**

The Bond Resolution contains covenants by the District intended to preserve the exclusion from gross income for federal income tax purposes of interest on the Bonds. Failure by the District to comply with such covenants in the Bond Resolution on a continuous basis prior to maturity of the Bonds could result in interest on the Bonds becoming taxable retroactively to the date of original issuance. See “TAX MATTERS.”

### **Marketability**

The District has no agreement with the Underwriter regarding the reoffering yields or prices of the Bonds and has no control over trading of the Bonds in the secondary market. Moreover, there is no assurance that a secondary market will be made in the Bonds. If there is a secondary market, the difference between the bid and asked price of the Bonds may be greater than the difference between the bid and asked price of bonds of comparable maturity and quality issued by more traditional issuers as such bonds are generally bought, sold or traded in the secondary market.

### **Changes in Tax Legislation**

Certain tax legislation, whether currently proposed or proposed in the future, may directly or indirectly reduce or eliminate the benefit of the exclusion of interest on the Bonds from gross income for federal tax purposes. Any proposed legislation, whether or not enacted, may also affect the value and liquidity of the Bonds. Prospective purchasers should consult with their own tax advisors with respect to any proposed, pending or future legislation.

## **2019 Legislative Session**

The 86th Regular Legislative Session convened on January 8, 2019, and will conclude on May 27, 2019. The Texas Legislature could enact laws that materially change current laws affecting ad valorem tax matters, including rollback elections for maintenance tax increases, and other matters which could adversely affect the marketability or market value of the Bonds.. In addition, the Governor of Texas may call one or more additional special sessions that may include legislation affecting property taxes. The District can make no representation regarding any actions the Texas Legislature may take or the effect of any such actions.

## **Risk Factors Related to the Purchase of Municipal Bond Insurance**

The long-term ratings on the Bonds are dependent in part on the financial strength of the insurer (the “Insurer”) and its claim paying ability. The Insurer's financial strength and claims paying ability are predicated upon a number of factors which could change over time. No assurance is given that the long-term ratings of the Insurer and of the ratings on the Bonds insured by the Insurer will not be subject to downgrade and such event could adversely affect the market price of the Bonds or the marketability (liquidity) for the Bonds. See description of “MUNICIPAL BOND RATING” and “MUNICIPAL BOND INSURANCE.”

The obligations of the Insurer are contractual obligations and in an event of default by the Insurer, the remedies available may be limited by applicable bankruptcy law or state law related to insolvency of insurance companies.

Neither the District nor the Underwriter has made independent investigation into the claims paying ability of the Insurer and no assurance or representation regarding the financial strength or projected financial strength of the Insurer is given. Thus, when making an investment decision, potential investors should carefully consider the ability of the District to pay principal and interest on the Bonds and the claims-paying ability of the Insurer, particularly over the life of the investment. See “MUNICIPAL BOND RATING” and “MUNICIPAL BOND INSURANCE” for further information provided by the Insurer and the Policy, which includes further instructions for obtaining current financial information concerning the Insurer.

## **LEGAL MATTERS**

### **Legal Proceedings**

Delivery of the Bonds will be accompanied by the unqualified approving legal opinion of the Attorney General of Texas to the effect that the Bonds are valid and legally binding obligations of the District under the Constitution and laws of the State of Texas payable from the proceeds of an annual ad valorem tax levied by the District, without limit as to rate or amount, upon all taxable property within the District, and, based upon their examination of a transcript of certified proceedings relating to the issuance and sale of the Bonds, the approving legal opinion of Allen Boone Humphries Robinson LLP, Bond Counsel, to a like effect and to the effect that, under existing law, (i) interest on the Bonds is excludable from gross income for federal income tax purposes and (ii) interest on the Bonds is not subject to the alternative minimum tax on individuals.

Bond Counsel has reviewed the information appearing in this Official Statement under “PLAN OF FINANCING—Escrow Agreement and Payment of Refunded Bonds,” “THE BONDS,” “THE DISTRICT—General,” “MANAGEMENT—Attorney,” “TAX PROCEDURES,” “LEGAL MATTERS,” “TAX MATTERS,” and “CONTINUING DISCLOSURE OF INFORMATION” solely to determine if such information, insofar as it relates to matters of law, is true and correct, and whether such information fairly summarizes the provisions of the documents referred to therein. Bond Counsel has not, however, independently verified any of the factual information contained in this Official Statement nor has it conducted an investigation of the affairs of the District for the purpose of passing upon the accuracy or completeness of this Official Statement. No person is entitled to rely upon Bond Counsel's limited participation as an assumption of responsibility for or an expression of opinion of any kind with regard to the accuracy or completeness of any information contained herein.

Allen Boone Humphries Robinson LLP also serves as general counsel to the District on matters other than the issuance of bonds. The legal fees paid to Bond Counsel for services rendered in connection with the issuance of the Bonds are based on a percentage of the Bonds actually issued, sold and delivered and, therefore, such fees are contingent upon the sale and delivery of the Bonds.

The various legal opinions to be delivered concurrently with the delivery of the Bonds express the professional judgment of the attorneys rendering the opinions as to the legal issues explicitly addressed therein. In rendering a legal opinion, the attorney does not become an insurer or guarantor of the expression of professional judgment, of the transaction opined upon, or of the future performance of the parties to the transaction, nor does the rendering of an opinion guarantee the outcome of any legal dispute that may arise out of the transaction.

### **No Material Adverse Change**

The obligations of the Underwriter to take and pay for the Bonds, and of the District to deliver the Bonds, are subject to the condition that, up to the time of delivery of and receipt of payment for the Bonds, there shall have been no material adverse change in the condition (financial or otherwise) of the District from that set forth or contemplated in the Preliminary Official Statement.

### **No-Litigation Certificate**

The District will furnish the Underwriter a certificate, executed by both the President or Vice President and Secretary or Assistant Secretary of the Board, and dated as of the date of delivery of the Bonds, to the effect that no litigation of any nature is pending or to its knowledge threatened, either in state or federal courts, contesting or attacking the Bonds; restraining or enjoining the levy, assessment and collection of ad valorem taxes to pay the interest or the principal of the Bonds; in any manner questioning the authority or proceedings for the issuance, execution or delivery of the Bonds; or affecting the validity of the Bonds or the title of the present officers of the District.

## **TAX MATTERS**

In the opinion of Allen Boone Humphries Robinson LLP, Bond Counsel, under existing law, (i) interest on the Bonds is excludable from gross income for federal income tax purposes and (ii) interest the Bonds is not subject to the alternative minimum tax on individuals.

The Internal Revenue Code of 1986, as amended (the "Code") imposes a number of requirements that must be satisfied for interest on state or local obligations, such as the Bonds, to be excludable from gross income for federal income tax purposes. These requirements include limitations on the use of proceeds and the source of repayment, limitations on the investment of proceeds prior to expenditure, a requirement that excess arbitrage earned on the investment of proceeds be paid periodically to the United States and a requirement that the issuer file an information report with the Internal Revenue Service (the "Service"). The District has covenanted in the Bond Resolution that it will comply with these requirements.

Bond Counsel's opinion will assume continuing compliance with the covenants of the Bond Resolution pertaining to those sections of the Code which affect the exclusion from gross income of interest on the Bonds for federal income tax purposes and, in addition, will rely on representations by the District, the District's Financial Advisor and the Underwriter with respect to matters solely within the knowledge of the District, the District's Financial Advisor and the Underwriter, respectively, which Bond Counsel has not independently verified. In addition, the District will rely on the report of Public Finance Partners LLC, regarding the mathematical accuracy of certain computations. If the District should fail to comply with the covenants in the Bond Resolution or if the foregoing representations or report should be determined to be inaccurate or incomplete, interest on the Bonds could become taxable from the date of delivery of the Bonds, regardless of the date on which the event causing such taxability occurs.

Under the Code, taxpayers are required to report on their returns the amount of tax exempt interest, such as interest on the Bonds, received or accrued during the year. Payments of interest on tax-exempt obligations such as the Bonds are in many cases required to be reported to the Service. Additionally, backup withholding may apply to any such payments to any owner who is not an "exempt recipient" and who fails to provide certain identifying information. Individuals generally are not exempt recipients, whereas corporations and certain other entities generally are exempt recipients.

Prospective purchasers of the Bonds should be aware that the ownership of tax exempt obligations may result in collateral federal income tax consequences to financial institutions, life insurance and property and casualty insurance companies, certain S corporations with Subchapter C earnings and profits, individual recipients of Social Security or Railroad Retirement benefits, taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry tax exempt obligations, taxpayers owning an interest in a FASIT that holds tax-exempt obligations, and individuals otherwise qualifying for the earned income credit. In addition, certain foreign corporations doing business in the United States may be subject to the "branch profits tax" on their effectively-connected earnings and profits, including tax exempt interest such as interest on the Bonds. These categories of prospective purchasers should consult their own tax advisors as to the applicability of these consequences.

Bond Counsel's opinions are based on existing law, which is subject to change. Such opinions are further based on Bond Counsel's knowledge of facts as of the date hereof. Bond Counsel assumes no duty to update or supplement its opinions to reflect any facts or circumstances that may thereafter come to Bond Counsel's attention or to reflect any changes in any law that may thereafter occur or become effective. Moreover, Bond Counsel's opinions are not a guarantee of result and are not binding on the Service; rather, such opinions represent Bond Counsel's legal judgment based upon its review of existing law and in reliance upon the representations and covenants referenced above that it deems relevant to such opinions. The Service has an ongoing audit program to determine compliance with rules that relate to whether interest on state or local obligations is includable in gross income for federal income tax purposes. No assurance can be given whether or not the Service will commence an audit of the Bonds. If an audit is commenced, in accordance with its current published procedures the Service is likely to treat the District as the taxpayer and the owners of the Bonds may not have a right to participate in such audit. Public awareness of any future audit of the Bonds could adversely affect the value and liquidity of the Bonds during the pendency of the audit regardless of the ultimate outcome of the audit.

### **Tax Accounting Treatment of Original Issue Discount Bonds**

The issue price of certain of the Bonds (the "Original Issue Discount Bonds") is less than the stated redemption price at maturity. In such case, under existing law, and based upon the assumptions hereinafter stated (a) the difference between (i) the stated amount payable at the maturity of each Original Issue Discount Bond and (ii) the issue price of such Original Issue Discount Bond constitutes original issue discount with respect to such Original Issue Discount Bond in the hands of any owner who has purchased such Original Issue Discount Bond at the initial public offering price in the initial public offering of the Bonds; and (b) such initial owner is entitled to exclude from gross income (as defined in Section 61 of the Code) an amount of income with respect to such Original Issue Discount Bond equal to that portion of the amount of such original issue discount allocable to the period that such Original Issue Discount Bond continues to be owned by such owner.

In the event of the redemption, sale or other taxable disposition of such Original Issue Discount Bond prior to stated maturity, however, the amount realized by such owner in excess of the basis of such Original Issue Discount Bond in the hands of such owner (adjusted upward by the portion of the original issue discount allocable to the period for which such Bond was held by such initial owner) is includable in gross income. (Because original issue discount is treated as interest for federal income tax purposes, the discussion regarding interest on the Bonds under the caption "TAX MATTERS" generally applies, except as otherwise provided below, to original issue discount on an Original Issue Discount Bond held by an owner who purchased such Bond at the initial offering price in the initial public offering of the Bonds and should be considered in connection with the discussion in this portion of the Official Statement.)

The foregoing is based on the assumptions that (a) the Underwriter has purchased the Bonds for contemporaneous sale to the general public and not for investment purposes, and (b) all of the Original Issue Discount Bonds have been offered, and a substantial amount of each maturity thereof has been sold, to the general public in arm's-length transactions for a cash price (and with no other consideration being included) equal to the initial offering prices thereof stated on the cover page of this Official Statement, and (c) the respective initial offering prices of the Original Issue Discount Bonds to the general public are equal to the fair market value thereof. Neither the District nor Bond Counsel warrants that the Original Issue Discount Bonds will be offered and sold in accordance with such assumptions.

Under existing law, the original issue discount on each Original Issue Discount Bond is accrued daily to the stated maturity thereof (in amounts calculated as described below for each six-month period ending on the date before the semiannual anniversary dates of the Bonds and ratably within each such six-month period) and the accrued amount is added to an initial owner's basis for such Bond for purposes of determining the amount of gain or loss recognized by such owner upon redemption, sale or other disposition thereof. The amount to be added to basis for each accrual period is equal to (a) the sum of the issue price plus the amount of original issue discount accrued in prior periods multiplied by the yield to stated maturity (determined on the basis of compounding at the close of each accrual period and properly adjusted for the length of the accrual period) less (b) the amounts payable as current interest during such accrual period on such Bond.

The federal income tax consequences of the purchase, ownership, and redemption, sale or other disposition of Original Issue Discount Bonds which are not purchased in the initial offering at the initial offering price may be determined according to rules which differ from those described above. All owners of Original Issue Discount Bonds should consult their own tax advisors with respect to the determination for federal, state and local income tax purposes of interest accrued upon redemption, sale or other disposition of such Bonds and with respect to the federal, state, local and foreign tax consequences of the purchase, ownership and redemption, sale or other disposition of such Bonds.

### **Qualified Tax-Exempt Obligations**

The Code requires a pro rata reduction in the interest expense deduction of a financial institution to reflect such financial institution's investment in tax-exempt obligations acquired after August 7, 1986. An exception to the foregoing provision is provided in the Code for "qualified tax-exempt obligations," which include tax-exempt obligations, such as the Bonds, (a) designated by the issuer as "qualified tax-exempt obligations" and (b) issued by or on behalf of a political subdivision for which the aggregate amount of tax-exempt obligations (not including private activity bonds other than qualified 501(c)(3) bonds) to be issued during the calendar year is not expected to exceed \$10,000,000.

The Issuer has designated the Bonds as “qualified tax-exempt obligations” and has represented that the aggregate amount of tax-exempt bonds (including the Bonds) issued by the Issuer and entities aggregated with the Issuer under the Code during calendar year 2019 is not expected to exceed \$10,000,000 and that the Issuer and entities aggregated with the Issuer under the Code have not designated more than \$10,000,000 in “qualified tax-exempt obligations” (including the Bonds) during calendar year 2019.

Notwithstanding these exceptions, financial institutions acquiring the Bonds will be subject to a 20% disallowance of allocable interest expense.

## **MUNICIPAL BOND RATING**

It is expected that S&P Global Ratings, a business unit of Standard & Poor’s Financial Services LLC, (“S&P”) and Moody’s Investors Service, Inc. (Moody’s) will assign municipal bond ratings of “AA” (stable outlook) and “A2” (stable outlook), respectively, to this issue of Bonds with the understanding that upon delivery of the Bonds, a municipal bond insurance policy insuring the timely payment of the principal of and interest on the Bonds will be issued by Assured Guaranty Municipal Corp. Moody’s has also assigned an underlying rating of “A2” to the Bonds. An explanation of the ratings may be obtained from the company furnishing each rating.

There is no assurance that such ratings will continue for any given period of time or that it will not be revised or withdrawn entirely by S&P or Moody’s, if in their judgment, circumstances so warrant. Any such revisions or withdrawal of the ratings may have an adverse effect on the market price of the Bonds.

## **MUNICIPAL BOND INSURANCE**

### **Bond Insurance Policy**

Concurrently with the issuance of the Bonds, Assured Guaranty Municipal Corp. ("AGM") will issue its Municipal Bond Insurance Policy for the Bonds (the "Policy"). The Policy guarantees the scheduled payment of principal of and interest on the Bonds when due as set forth in the form of the Policy included as APPENDIX B to this OFFICIAL STATEMENT.

The Policy is not covered by any insurance security or guaranty fund established under New York, California, Connecticut or Florida insurance law.

### **Assured Guaranty Municipal Corp.**

AGM is a New York domiciled financial guaranty insurance company and an indirect subsidiary of Assured Guaranty Ltd. (“AGL”), a Bermuda-based holding company whose shares are publicly traded and are listed on the New York Stock Exchange under the symbol “AGO”. AGL, through its operating subsidiaries, provides credit enhancement products to the U.S. and global public finance, infrastructure and structured finance markets. Neither AGL nor any of its shareholders or affiliates, other than AGM, is obligated to pay any debts of AGM or any claims under any insurance policy issued by AGM.

AGM’s financial strength is rated “AA” (stable outlook) by S&P Global Ratings, a business unit of Standard & Poor’s Financial Services LLC (“S&P”), “AA+” (stable outlook) by Kroll Bond Rating Agency, Inc. (“KBRA”) and “A2” (stable outlook) by Moody’s Investors Service, Inc. (“Moody’s”). Each rating of AGM should be evaluated independently. An explanation of the significance of the above ratings may be obtained from the applicable rating agency. The above ratings are not recommendations to buy, sell or hold any security, and such ratings are subject to revision or withdrawal at any time by the rating agencies, including withdrawal initiated at the request of AGM in its sole discretion. In addition, the rating agencies may at any time change AGM’s long-term rating outlooks or place such ratings on a watch list for possible downgrade in the near term. Any downward revision or withdrawal of any of the above ratings, the assignment of a negative outlook to such ratings or the placement of such ratings on a negative watch list may have an adverse effect on the market price of any security guaranteed by AGM. AGM only guarantees scheduled principal and scheduled interest payments payable by the issuer of bonds insured by AGM on the date(s) when such amounts were initially scheduled to become due and payable (subject to and in accordance with the terms of the relevant insurance policy), and does not guarantee the market price or liquidity of the securities it insures, nor does it guarantee that the ratings on such securities will not be revised or withdrawn.

### *Current Financial Strength Ratings*

On December 21, 2018, KBRA announced it had affirmed AGM’s insurance financial strength rating of “AA+” (stable outlook). AGM can give no assurance as to any further ratings action that KBRA may take.

On June 26, 2018, S&P announced it had affirmed AGM’s financial strength rating of “AA” (stable outlook). AGM can give no assurance as to any further ratings action that S&P may take.

On May 7, 2018, Moody's announced it had affirmed AGM's insurance financial strength rating of "A2" (stable outlook). AGM can give no assurance as to any further ratings action that Moody's may take.

For more information regarding AGM's financial strength ratings and the risks relating thereto, see AGL's Annual Report on Form 10-K for the fiscal year ended December 31, 2018.

#### *Capitalization of AGM*

At March 31, 2019:

- The policyholders' surplus of AGM was approximately \$2,523 million.
- The contingency reserves of AGM and its indirect subsidiary Municipal Assurance Corp. ("MAC") (as described below) were approximately \$1,054 million. Such amount includes 100% of AGM's contingency reserve and 60.7% of MAC's contingency reserve.
- The net unearned premium reserves and net deferred ceding commission income of AGM and its subsidiaries (as described below) were approximately \$1,848 million. Such amount includes (i) 100% of the net unearned premium reserve and deferred ceding commission income of AGM, (ii) the net unearned premium reserves and net deferred ceding commissions of AGM's wholly owned subsidiary Assured Guaranty (Europe) plc ("AGE"), and (iii) 60.7% of the net unearned premium reserve of MAC.

The policyholders' surplus of AGM and the contingency reserves, net unearned premium reserves and deferred ceding commission income of AGM and MAC were determined in accordance with statutory accounting principles. The net unearned premium reserves and net deferred ceding commissions of AGE were determined in accordance with accounting principles generally accepted in the United States of America.

#### *Incorporation of Certain Documents by Reference*

Portions of the following document filed by AGL with the Securities and Exchange Commission (the "SEC") that relate to AGM are incorporated by reference into this Official Statement and shall be deemed to be a part hereof:

- (i) the Annual Report on Form 10-K for the fiscal year ended December 31, 2018 (filed by AGL with the SEC on March 1, 2019); and
- (ii) the Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2019 (filed by AGL with the SEC on May 10, 2019).

All consolidated financial statements of AGM and all other information relating to AGM included in, or as exhibits to, documents filed by AGL with the SEC pursuant to Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended, excluding Current Reports or portions thereof "furnished" under Item 2.02 or Item 7.01 of Form 8-K, after the filing of the last document referred to above and before the termination of the offering of the Bonds shall be deemed incorporated by reference into this OFFICIAL STATEMENT and to be a part hereof from the respective dates of filing such documents. Copies of materials incorporated by reference are available over the internet at the SEC's website at <http://www.sec.gov>, at AGL's website at <http://www.assuredguaranty.com>, or will be provided upon request to Assured Guaranty Municipal Corp.: 1633 Broadway, New York, New York 10019, Attention: Communications Department (telephone (212) 974-0100). Except for the information referred to above, no information available on or through AGL's website shall be deemed to be part of or incorporated in this OFFICIAL STATEMENT.

Any information regarding AGM included herein under the caption "MUNICIPAL BOND INSURANCE—Assured Guaranty Municipal Corp." or included in a document incorporated by reference herein (collectively, the "AGM Information") shall be modified or superseded to the extent that any subsequently included AGM Information (either directly or through incorporation by reference) modifies or supersedes such previously included AGM Information. Any AGM Information so modified or superseded shall not constitute a part of this OFFICIAL STATEMENT, except as so modified or superseded.

#### *Miscellaneous Matters*

AGM makes no representation regarding the Bonds or the advisability of investing in the Bonds. In addition, AGM has not independently verified, makes no representation regarding, and does not accept any responsibility for the accuracy or completeness of this OFFICIAL STATEMENT or any information or disclosure contained herein, or omitted herefrom, other than with respect to the accuracy of the information regarding AGM supplied by AGM and presented under the heading "MUNICIPAL BOND INSURANCE."

## VERIFICATION OF MATHEMATICAL CALCULATIONS

Public Finance Partners LLC will deliver to the District, on or before the settlement date of the Bonds, its verification report indicating that it has verified the mathematical accuracy of (a) the mathematical computations of the adequacy of the funds deposited with the Paying Agent for the payment of the Refunded Bonds; (b) the mathematical computations of yield; and (c) compliance with City of Houston Ordinance No. 97-416.

Public Finance Partners LLC relied on the accuracy, completeness and reliability of all information provided to it by, and on all decisions and approvals of, the District. In addition, Public Finance Partners LLC has relied on any information provided to it by the District's retained advisors, consultants or legal counsel.

## SALE AND DISTRIBUTION OF THE BONDS

### The Underwriter

The Bonds are being purchased by SAMCO Capital Markets, Inc. (the "Underwriter") pursuant to a bond purchase agreement with the District (the "Bond Purchase Agreement") at a price of \$2,866,568.24 (representing the principal amount of the Bonds of \$2,885,000.00, plus a net premium on the Bonds of \$10,857.65, less an Underwriter's discount of \$29,289.41) plus accrued interest. The Underwriter's obligation is to purchase all of the Bonds, if any are purchased. See "PLAN OF FINANCING—Sources and Uses of Funds."

The Underwriter has reviewed the information in this Official Statement pursuant to its responsibilities to investors under the federal securities laws, but the Underwriter does not guarantee the accuracy or completeness of such information.

### Prices and Marketability

The prices and other terms with respect to the offering and sale of the Bonds may be changed at any time by the Underwriter after the Bonds are released for sale, and the Bonds may be offered and sold at prices other than the initial offering prices, including sales to dealers who may sell the Bonds into investment accounts. In connection with the offering of the Bonds, the Underwriter may over-allot or effect transactions that stabilize or maintain the market prices of the Bonds at levels above those that might otherwise prevail in the open market. Such stabilizing, if commenced, may be discontinued at any time.

The District has no control over trading of the Bonds in the secondary market. Moreover, there is no guarantee that a secondary market will be made in the Bonds. In such a secondary market, the difference between the bid and asked price of utility district bonds may be greater than the difference between the bid and asked price of bonds of comparable maturity and quality issued by more traditional municipal entities, as bonds of such entities are more generally bought, sold, or traded in the secondary market.

### Securities Laws

No registration statement relating to the offer and sale of the Bonds has been filed with the Securities and Exchange Commission under the Securities Act of 1933, as amended, in reliance upon the exemptions provided thereunder. The Bonds have not been registered or qualified under the Securities Act of Texas in reliance upon various exemptions contained therein; nor have the Bonds been registered or qualified under the securities laws of any other jurisdiction. The District assumes no responsibility for registration or qualification of the Bonds under the securities laws of any other jurisdiction in which the Bonds may be offered, sold or otherwise transferred. This disclaimer of responsibility for registration or qualification for sale or other disposition of the Bonds shall not be construed as an interpretation of any kind with regard to the availability of any exemption from securities registration or qualification provisions in such other jurisdiction.

## PREPARATION OF OFFICIAL STATEMENT

### Sources and Compilation of Information

The financial data and other information contained in this Official Statement has been obtained primarily from the District's records, the Engineer, the Tax Assessor/Collector, the Appraisal District and information from other sources. All of these sources are believed to be reliable, but no guarantee is made by the District as to the accuracy or completeness of the information derived from such sources, and its inclusion herein is not to be construed as a representation on the part of the District except as described below under "Certification of Official Statement." Furthermore, there is no guarantee that any of the assumptions or estimates contained herein will be realized. The summaries of the agreements, reports, statutes, resolutions, engineering and other related information set forth in this Official Statement are included herein subject to all of the provisions of such documents. These summaries do not purport to be complete statements of such provisions, and reference is made to such documents for further information.

## **Financial Advisor**

Masterson Advisors LLC is employed as the Financial Advisor to the District to render certain professional services, including advising the District on a plan of financing and preparing the Official Statement, for the sale of the Bonds. In its capacity as Financial Advisor, Masterson Advisors LLC has compiled and edited this Official Statement. In addition to compiling and editing, the Financial Advisor has obtained the information set forth herein under the caption indicated from the following sources:

“THE DISTRICT” – BGE, Inc. (“Engineer”), and Records of the District (“Records”); “THE SYSTEM”- Engineer; “UNLIMITED TAX BONDS AUTHORIZED BUT UNISSUED” - Records; “SELECTED FINANCIAL INFORMATION” and “FINANCIAL STATEMENT” - Harris County Appraisal District and Tax Tech, Inc., Tax Assessor/Collector; “ESTIMATED OVERLAPPING DEBT STATEMENT” - Municipal Advisory Council of Texas and Financial Advisor; “TAX DATA” - Tax Tech, Inc.; “MANAGEMENT” - District Directors; “DEBT SERVICE REQUIREMENTS” - Financial Advisor; “THE BONDS,” “TAX PROCEDURES,” and “LEGAL MATTERS” - Allen Boone Humphries Robinson LLP.

The Financial Advisor has provided the following sentence for inclusion in this Official Statement. The Financial Advisor has reviewed the information in this Official Statement in accordance with, and as part of, its responsibilities to the District and, as applicable, to investors under the federal securities laws as applied to the facts and circumstances of this transaction, but the Financial Advisor does not guarantee the accuracy or completeness of such information.

## **Consultants**

In approving this Official Statement the District has relied upon the following consultants.

Engineer: The information contained in this Official Statement relating to engineering matters and to the description of the System and in particular that information included in the sections entitled “THE DISTRICT” and “THE SYSTEM” has been provided by BGE, Inc. and has been included herein in reliance upon the authority of said firm as experts in the field of civil engineering.

Appraisal District: The information contained in this Official Statement relating to the assessed valuations has been provided by the Harris County Appraisal District and has been included herein in reliance upon the authority of such entity as experts in assessing the values of property in Harris County, including the District.

Tax Assessor/Collector: The information contained in this Official Statement relating to the historical breakdown of the Assessed Valuations, principal taxpayers, and certain other historical data concerning tax rates and tax collections has been provided by Tax Tech, Inc., and is included herein in reliance upon the authority of said firm as an expert in assessing and collecting taxes.

Auditor: The District's financial statements for the fiscal year ending March 31, 2018 were audited by McCall Gibson Swedlund Barfoot, PLLC, Certified Public Accountants. See APPENDIX A for a copy of the District's audited financial statements for the fiscal year ended March 31, 2018.

Bookkeeper: The information related to the “unaudited” summary of the District's General Fund as it appears in “WATER AND SEWER OPERATIONS” has been provided by Myrtle Cruz, Inc. and is included herein in reliance upon the authority of such firm as experts in the tracking and managing the various funds of municipal utility districts.

## **Updating the Official Statement**

If subsequent to the date of the Official Statement, the District learns, through the ordinary course of business and without undertaking any investigation or examination for such purposes, or is notified by the Underwriter, of any adverse event which causes the Official Statement to be materially misleading, and unless the Underwriter elects to terminate its obligation to purchase the Bonds, the District will promptly prepare and supply to the Underwriter an appropriate amendment or supplement to the Official Statement satisfactory to the Underwriter; provided, however, that the obligation of the District to the Underwriter to so amend or supplement the Official Statement will terminate when the District delivers the Bonds to the Underwriter, unless the Underwriter notifies the District on or before such date that less than all of the bonds have been sold to ultimate customers, in which case the District's obligations hereunder will extend for an additional period of time as required by law (but not more than 90 days after the date the District delivers the Bonds).



## **Certification of Official Statement**

The District, acting through its Board of Directors in its official capacity, hereby certifies, as of the date hereof, that the information, statements, and descriptions or any addenda, supplement and amendment thereto pertaining to the District and its affairs contained herein, to the best of its knowledge and belief, contain no untrue statement of a material fact and do not omit to state any material fact necessary to make the statements herein, in light of the circumstances under which they are made, not misleading. With respect to information included in this Official Statement other than that relating to the District, the District has no reason to believe that such information contains any untrue statement of a material fact or omits to state any material fact necessary to make the statements herein, in the light of the circumstances under which they are made, not misleading; however, the Board has made no independent investigation as to the accuracy or completeness of the information derived from sources other than the District. In rendering such certificate, the official executing this certificate may state that he has relied in part on his examination of records of the District relating to matters within his own area of responsibility, and his discussions with, or certificates or correspondence signed by, certain other officials, employees, consultants and representatives of the District.

## **CONTINUING DISCLOSURE OF INFORMATION**

In the Bond Resolution, the District has made the following agreement for the benefit of the Registered and Beneficial Owners of the Bonds. The District is required to observe the agreement for so long as it remains obligated to advance funds to pay the Bonds. Under the agreement, the District will be obligated to provide certain updated financial information and operating data annually, and timely notice of certain specified events, to the Municipal Securities Rulemaking Board (the "MSRB"). The MSRB has established the Electronic Municipal Market Access ("EMMA") System.

### **Annual Reports**

The District will provide certain updated financial information and operating data to the MSRB. The information to be updated with respect to the District includes all quantitative financial information and operating data of the general type included in this Official Statement under the headings "FINANCIAL STATEMENT", "TAX DATA," "WATER AND SEWER OPERATIONS," and "DEBT SERVICE REQUIREMENTS" (most of which information is contained in the District's annual audit report) and in APPENDIX A. The District will update and provide this information to the MSRB within six months after the end of each of its fiscal years ending in or after 2019. Any financial statements provided by the District shall be prepared in accordance with generally accepted auditing standards or other such principles as the District may be required to employ from time to time pursuant to state law or regulation, and audited if the audit report is completed within the period during which it must be provided. If the audit report is not complete within such period, then the District shall provide unaudited financial statements for the applicable year to the MSRB within such six month period and audited financial statements when the audit becomes available.

The District's current fiscal year end is March 31. Accordingly, it must provide updated information by September 30 in each year, unless the District changes its fiscal year. If the District changes its fiscal year, it will notify the MSRB of the change.

### **Specified Event Notices**

The District will provide timely notices of certain specified events to the MSRB, but in no event will such notices be provided to the MSRB in excess of ten business days after the occurrence of an event. The District will provide notice of any of the following events with respect to the Bonds: (1) principal and interest payment delinquencies; (2) non-payment related defaults, if material; (3) unscheduled draws on debt service reserves reflecting financial difficulties; (4) unscheduled draws on credit enhancements reflecting financial difficulties; (5) substitution of credit or liquidity providers, or their failure to perform; (6) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds; (7) modifications to rights of Beneficial Owners of the Bonds, if material; (8) bond calls, if material, and tender offers; (9) defeasances; (10) release, substitution, or sale of property securing repayment of the Bonds, if material; (11) rating changes; (12) bankruptcy, insolvency, receivership or similar event of the District or other obligated person within the meaning of CFR § 240.15c2-12 (the "Rule"); (13) consummation of a merger, consolidation, or acquisition involving the District or other obligated person within the meaning of the Rule or the sale of all or substantially all of the assets of the District or other obligated person within the meaning of the Rule, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of an definitive agreement relating to any such actions, other than pursuant to its terms, if material; (14) appointment of a successor or additional trustee or the change of name of a trustee, if material; (15) incurrence of a financial

obligation of the District or other obligated person within the meaning of the Rule, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a financial obligation of the District or other obligated person within the meaning of the Rule, any of which affect Beneficial Owners of the Bonds, if material; and (16) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a financial obligation of the District or other obligated person within the meaning of the Rule, any of which reflect financial difficulties. The term "material" when used in this paragraph shall have the meaning ascribed to it under federal securities laws. Neither the Bonds nor the Bond Resolution makes any provision for debt service reserves or liquidity enhancement. In addition, the District will provide timely notice of any failure by the District to provide financial information, operational data, or financial statements in accordance with its agreement described above under "Annual Reports."

#### **Availability of Information from MSRB**

The District has agreed to provide the foregoing information only to the MSRB. The MSRB makes the information available to the public through the EMMA internet portal at [www.emma.msrb.org](http://www.emma.msrb.org).

#### **Limitations and Amendments**

The District has agreed to update information and to provide notices of specified events only as described above. The District has not agreed to provide other information that may be relevant or material to a complete presentation of its financial results of operations, condition, or prospects or agreed to update any information that is provided, except as described above. The District makes no representation or warranty concerning such information or concerning its usefulness to a decision to invest in or sell Bonds at any future date. The District disclaims any contractual or tort liability for damages resulting in whole or in part from any breach of its continuing disclosure agreement or from any statement made pursuant to its agreement, although Registered or Beneficial Owners of Bonds may seek a writ of mandamus to compel the District to comply with its agreement.

The District may amend its continuing disclosure agreement from time to time to adapt the changed circumstances that arise from a change in legal requirements, a change in law, or a change in the identity, nature, status, or type of operations of the District, if but only if the agreement, as amended, would have permitted an underwriter to purchase or sell Bonds in the offering made hereby in compliance with the Rule, taking into account any amendments or interpretations of the Rule to the date of such amendment, as well as such changed circumstances, and either the holders of a majority in aggregate principal amount of the outstanding Bonds consent to the amendment or any person unaffiliated with the District (such as nationally recognized bond counsel) determines that the amendment will not materially impair the interests of the Registered and Beneficial Owners of the Bonds. The District may amend or repeal the agreement in the Bond Resolution if the SEC amends or repeals the applicable provisions of the Rule or a court of final jurisdiction determines that such provisions are invalid or unenforceable, but only to the extent that its right to do so would not prevent the Underwriter from lawfully purchasing the Bonds in the initial offering. If the District so amends the agreement, it has agreed to include with any financial information or operating data next provided in accordance with its agreement described above under "Annual Reports" an explanation, in narrative form, of the reasons for the amendment and of the impact of any change in the type of financial information and operating data so provided.

#### **Compliance with Prior Undertakings**

During the last five years, the District has complied in all material respects with its continuing disclosure agreements made in accordance with SEC Rule 15c2-12.

### **MISCELLANEOUS**

All estimates, statements and assumptions in this Official Statement and the Appendix hereto have been made on the basis of the best information available and are believed to be reliable and accurate. Any statements in this Official Statement involving matters of opinion or estimates, whether or not expressly so stated, are intended as such and not as representations of fact, and no representation is made that any such statements will be realized.

This Official Statement was approved by the Board of Directors of Harris County Municipal Utility District No. 290, as of the date shown on the cover page.

/s/ Michelle Dueitt  
President, Board of Directors  
Harris County Municipal Utility District No. 290

ATTEST:

/s/ Carey Kesner  
Secretary, Board of Directors  
Harris County Municipal Utility District No. 290

**APPENDIX A**

**Financial Statement of the District for the year ended March 31, 2018**

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**

**HARRIS COUNTY, TEXAS**

**ANNUAL FINANCIAL REPORT**

**MARCH 31, 2018**



**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**

**HARRIS COUNTY, TEXAS**

**ANNUAL FINANCIAL REPORT**

**MARCH 31, 2018**



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**McCALL GIBSON SWEDLUND BARFOOT PLLC**  
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INDEPENDENT AUDITOR'S REPORT

Board of Directors  
Harris County Municipal Utility District No. 290  
Harris County, Texas

We have audited the accompanying financial statements of the governmental activities and each major fund of Harris County Municipal Utility District No. 290 (the "District"), as of and for the year ended March 31, 2018, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.



## Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the District as of March 31, 2018, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

## Other Matters

### *Required Supplementary Information*

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis and the Schedule of Revenues, Expenditures, and Changes in Fund Balance – Budget and Actual – General Fund be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

### *Other Information*

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's basic financial statements. The supplementary information required by the Texas Commission on Environmental Quality as published in the *Water District Financial Management Guide* is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The supplementary information, excluding that portion marked "Unaudited" on which we express no opinion or provide any assurance, has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

*McCall Gibson Swedlund Barfoot PLLC*

McCall Gibson Swedlund Barfoot PLLC  
Certified Public Accountants  
Houston, Texas

June 28, 2018



**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED MARCH 31, 2018**

Management's discussion and analysis of Harris County Municipal Utility District No. 290's (the "District") financial performance provides an overview of the District's financial activities for the year ended March 31, 2018. Please read it in conjunction with the District's financial statements.

**USING THIS ANNUAL REPORT**

This annual report consists of a series of financial statements. The basic financial statements include: (1) combined fund financial statements and government-wide financial statements and (2) notes to the financial statements. The combined fund financial statements and government-wide financial statements combine both: (1) the Statement of Net Position and Governmental Funds Balance Sheet and (2) the Statement of Activities and Governmental Funds Statement of Revenues, Expenditures and Changes in Fund Balances. This report also includes required and other supplementary information in addition to the basic financial statements.

**GOVERNMENT-WIDE FINANCIAL STATEMENTS**

The District's annual report includes two financial statements combining the government-wide financial statements and the fund financial statements. The government-wide financial statements provides both long-term and short-term information about the District's overall status. Financial reporting at this level uses a perspective similar to that found in the private sector with its basis in full accrual accounting and elimination or reclassification of internal activities.

The Statement of Net Position includes all of the District's assets, liabilities and deferred inflows and outflows of resources, with the difference reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the District as a whole is improving or deteriorating. Evaluation of the overall health of the District would extend to other non-financial factors.

The Statement of Activities reports how the District's net position changed during the current year. All current year revenues and expenses are included regardless of when cash is received or paid.

**FUND FINANCIAL STATEMENTS**

The combined statements also include fund financial statements. A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The District has three governmental fund types. The General Fund accounts for resources not accounted for in another fund, customer service revenues, costs and general expenditures. The Debt Service Fund accounts for ad valorem taxes and financial resources restricted, committed or assigned for servicing bond debt and the cost of assessing and collecting taxes. The Capital Projects Fund accounts for financial resources restricted, committed or assigned for acquisition or construction of facilities and related costs.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED MARCH 31, 2018**

**FUND FINANCIAL STATEMENTS (Continued)**

Governmental funds are reported in each of the financial statements. The focus in the fund statements provides a distinctive view of the District's governmental funds. These statements report short-term fiscal accountability focusing on the use of spendable resources and balances of spendable resources available at the end of the period. They are useful in evaluating annual financing requirements of the District and the commitment of spendable resources for the near-term.

Since the government-wide focus includes the long-term view, comparisons between these two perspectives may provide insight into the long-term impact of short-term financing decisions. The adjustments columns, the Reconciliation of the Governmental Funds Balance Sheet to the Statement of Net Position and the Reconciliation of the Governmental Funds Statement of Revenues, Expenditures and Changes in Fund Balances to the Statement of Activities explain the differences between the two presentations and assist in understanding the differences between these two perspectives.

**NOTES TO THE FINANCIAL STATEMENTS**

The accompanying notes to the financial statements provide information essential to a full understanding of the government-wide and fund financial statements.

**OTHER INFORMATION**

In addition to the financial statements and accompanying notes, this report also presents certain required supplementary information ("RSI"). A budgetary comparison schedule is included as RSI for the General Fund.

**GOVERNMENT-WIDE FINANCIAL ANALYSIS**

Net position may serve over time as a useful indicator of the District's financial position. In the case of the District, liabilities exceeded assets and deferred outflows of resources by \$2,679,996 as of March 31, 2018.

A portion of the District's net position reflects its net investment in capital assets (water, wastewater and drainage facilities less any debt used to acquire those assets that is still outstanding). The District uses these assets to provide water and wastewater services.

The following is a comparative analysis of government-wide changes in net position:

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**MANAGEMENT'S DISCUSSION AND ANALYSIS**  
**FOR THE YEAR ENDED MARCH 31, 2018**

**GOVERNMENT-WIDE FINANCIAL ANALYSIS (Continued)**

	<u>Summary of Changes in the Statement of Net Position</u>		
	<u>2018</u>	<u>2017</u>	<u>Change Positive (Negative)</u>
Current and Other Assets	\$ 15,394,068	\$ 12,743,850	\$ 2,650,218
Capital Assets (Net of Accumulated Depreciation)	<u>47,671,056</u>	<u>49,079,488</u>	<u>(1,408,432)</u>
Total Assets	<u>\$ 63,065,124</u>	<u>\$ 61,823,338</u>	<u>\$ 1,241,786</u>
Deferred Outflows of Resources	<u>\$ 1,763,422</u>	<u>\$ 1,475,432</u>	<u>\$ 287,990</u>
Long -Term Liabilities	\$ 63,949,655	\$ 62,690,079	\$ (1,259,576)
Other Liabilities	<u>3,558,887</u>	<u>4,124,891</u>	<u>566,004</u>
Total Liabilities	<u>\$ 67,508,542</u>	<u>\$ 66,814,970</u>	<u>\$ (693,572)</u>
Net Position:			
Net Investment in Capital Assets	\$ (15,435,026)	\$ (14,805,159)	\$ (629,867)
Restricted	7,853,498	7,774,184	79,314
Unrestricted	<u>4,901,532</u>	<u>3,514,775</u>	<u>1,386,757</u>
Total Net Position	<u>\$ (2,679,996)</u>	<u>\$ (3,516,200)</u>	<u>\$ 836,204</u>

The following table provides a summary of the District's operations for the years ended March 31, 2018, and March 31, 2017. The District's net position increased by \$836,204.

	<u>Summary of Changes in the Statement of Activities</u>		
	<u>2018</u>	<u>2017</u>	<u>Change Positive (Negative)</u>
Revenues:			
Property Taxes	\$ 6,008,300	\$ 6,026,415	\$ (18,115)
Charges for Services	2,493,381	2,455,277	38,104
Other Revenues	<u>123,293</u>	<u>74,394</u>	<u>48,899</u>
Total Revenues	<u>\$ 8,624,974</u>	<u>\$ 8,556,086</u>	<u>\$ 68,888</u>
Expenses for Services	<u>7,788,770</u>	<u>7,318,991</u>	<u>(469,779)</u>
Change in Net Position	\$ 836,204	\$ 1,237,095	\$ (400,891)
Net Position, Beginning of Year	<u>(3,516,200)</u>	<u>(4,753,295)</u>	<u>1,237,095</u>
Net Position, End of Year	<u>\$ (2,679,996)</u>	<u>\$ (3,516,200)</u>	<u>\$ 836,204</u>



**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED MARCH 31, 2018**

**FINANCIAL ANALYSIS OF THE DISTRICT'S GOVERNMENTAL FUNDS**

The District's combined fund balances as of March 31, 2018, were \$14,724,932, an increase of \$3,450,466 from the prior year.

The General Fund fund balance increased by \$1,362,365. This increase was due to service revenues and property taxes exceeding operation expenditures and capital outlay costs.

The Debt Service Fund fund balance increased by \$72,950 primarily due to the structure of the District's outstanding debt.

The Capital Projects Fund fund balance increased by \$2,015,151 primarily due to unspent proceeds of the Series 2017A bonds.

**GENERAL FUND BUDGETARY HIGHLIGHTS**

The Board of Directors did not amend the budget during the current year. Actual revenues were \$57,961 less than budgeted revenues. Actual expenditures were \$163,545 less than budgeted.

**CAPITAL ASSETS**

Capital assets as of March 31, 2018, total \$47,671,056 (net of accumulated depreciation). These capital assets include land, as well as the water, wastewater and drainage systems. Capital asset events during the current fiscal year included the District's share of improvements at the joint water plant and engineering related to the drainage improvements at Atwood Falls.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED MARCH 31, 2018**

**CAPITAL ASSETS (Continued)**

Additional information on the District's capital assets can be found in Note 6 of this report.

Capital Assets At Year-End, Net of Accumulated Depreciation			
	2018	2017	Change Positive (Negative)
Capital Assets Not Being Depreciated:			
Land and Land Improvements	\$ 621,579	\$ 621,579	\$
Construction in Progress	15,427	19,173	(3,746)
Capital Assets, Net of Accumulated Depreciation:			
Water System	5,020,309	4,901,803	118,506
Wastewater System	10,115,181	10,430,886	(315,705)
Drainage System	21,186,290	21,792,006	(605,716)
Landscaping and Recreational Facilities	2,154,943	2,448,159	(293,216)
Investment in Harris County Municipal Utility District No. 106 Water Plant	4,756,289	4,934,510	(178,221)
Investment in Trail of the Lakes Wastewater Treatment Plant	3,801,038	3,931,372	(130,334)
Total Net Capital Assets	\$ 47,671,056	\$ 49,079,488	\$ (1,408,432)

**LONG-TERM DEBT ACTIVITY**

As of March 31, 2018, the District had total bond debt payable of \$67,710,000.

The changes in the debt position of the District during the year ended March 31, 2018, are summarized as follows:

Bond Debt Payable, April 1, 2017	\$ 66,370,000
Add: Bond Sales	9,405,000
Less: Bond Principal Paid/Refunded	8,065,000
Bond Debt Payable, March 31, 2018	\$ 67,710,000

The District's bonds carry a "A2" underlying rating from Moody's. The Series 2008, 2009, 2010, 2011, and 2012 bonds carry an "AA" rating by virtue of bond insurance issued by Assured Guaranty Municipal Corporation. The Series 2013, 2014, 2015, 2015A, 2016 Refunding bonds, 2017 Refunding bonds, and Series 2017A bonds carry an "AA" rating by virtue of bond insurance issued by Build America Mutual Assurance Company. Credit enhanced ratings provided through bond insurance policies are subject to change based on the rating of the bond insurance company. The above ratings are as of March 31, 2018, and reflect all ratings changes through that date.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED MARCH 31, 2018**

**CONTACTING THE DISTRICT'S MANAGEMENT**

This financial report is designed to provide a general overview of the District's finances. Questions concerning any of the information provided in this report or requests for additional information should be addressed to Harris County Municipal Utility District No. 290, c/o Allen Boone Humphries Robinson LLP, 3200 Southwest Freeway, Suite 2600, Houston, Texas 77027.

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**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**STATEMENT OF NET POSITION AND**  
**GOVERNMENTAL FUNDS BALANCE SHEET**  
**MARCH 31, 2018**

	General Fund	Debt Service Fund
<b>ASSETS</b>		
Cash	\$ 2,383,096	\$ 4,108,515
Investments	2,340,793	3,833,501
Receivables:		
Property Taxes	19,351	89,093
Penalty and Interest on Delinquent Taxes		
Service Accounts (Net of Allowance for Uncollectible Accounts of \$-0-)	303,398	
Accrued Interest	4,427	583
Other	588	
Due from Other Funds	27,903	
Prepaid Costs	42,698	
Advance for Water Plant Operations	120,250	
Advance for Regional Wastewater Treatment Plant Operations	10,000	
Land		
Construction in Progress		
Capital Assets (Net of Accumulated Depreciation)		
<b>TOTAL ASSETS</b>	<b>\$ 5,252,504</b>	<b>\$ 8,031,692</b>
<b>DEFERRED OUTFLOWS OF RESOURCES</b>		
Deferred Charges on Refunding Bonds	\$ -0-	\$ -0-
<b>TOTAL ASSETS AND DEFERRED     OUTFLOWS OF RESOURCES</b>	<b>\$ 5,252,504</b>	<b>\$ 8,031,692</b>

The accompanying notes to the financial  
statements are an integral part of this report.

<u>Capital Projects Fund</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
\$ 393,152	\$ 6,884,763	\$	\$ 6,884,763
1,633,099	7,807,393		7,807,393
	108,444		108,444
		14,588	14,588
	303,398		303,398
	5,010		5,010
	588		588
	27,903	(27,903)	
	42,698	96,936	139,634
	120,250		120,250
	10,000		10,000
		621,579	621,579
		15,427	15,427
		<u>47,034,050</u>	<u>47,034,050</u>
<u>\$ 2,026,251</u>	<u>\$ 15,310,447</u>	<u>\$ 47,754,677</u>	<u>\$ 63,065,124</u>
<u>\$ -0-</u>	<u>\$ -0-</u>	<u>\$ 1,763,422</u>	<u>\$ 1,763,422</u>
<u>\$ 2,026,251</u>	<u>\$ 15,310,447</u>	<u>\$ 49,518,099</u>	<u>\$ 64,828,546</u>

The accompanying notes to the financial statements are an integral part of this report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**STATEMENT OF NET POSITION AND**  
**GOVERNMENTAL FUNDS BALANCE SHEET**  
**MARCH 31, 2018**

	General Fund	Debt Service Fund
<b>LIABILITIES</b>		
Accounts Payable	\$ 221,991	\$
Accrued Interest Payable		
Due to Other Governmental Units	8,617	
Due to Other Funds		16,803
Due to Taxpayers		1,260
Security Deposits	217,300	
Long Term Liabilities:		
Bonds Payable, Due Within One Year		
Bonds Payable, Due After One Year		
<b>TOTAL LIABILITIES</b>	\$ 447,908	\$ 18,063
 <b>DEFERRED INFLOWS OF RESOURCES</b>		
Property Taxes	\$ 19,351	\$ 89,093
 <b>FUND BALANCES</b>		
Nonspendable:		
Prepaid Costs	\$ 42,698	\$
For Water Plant Operations	120,250	
For Regional Wastewater Treatment Plant Operations	10,000	
Restricted for Authorized Construction		
Restricted for Debt Service		7,924,536
Unassigned	4,612,297	
<b>TOTAL FUND BALANCES</b>	\$ 4,785,245	\$ 7,924,536
 <b>TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND FUND BALANCES</b>	\$ 5,252,504	\$ 8,031,692
 <b>NET POSITION</b>		
Net Investment in Capital Assets		
Restricted for Debt Service		
Unrestricted		
<b>TOTAL NET POSITION</b>		

The accompanying notes to the financial  
statements are an integral part of this report.

<u>Capital Projects Fund</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
\$	\$ 221,991	\$	\$ 221,991
		174,719	174,719
	8,617		8,617
11,100	27,903	(27,903)	
	1,260		1,260
	217,300		217,300
		2,935,000	2,935,000
		63,949,655	63,949,655
<u>\$ 11,100</u>	<u>\$ 477,071</u>	<u>\$ 67,031,471</u>	<u>\$ 67,508,542</u>
<u>\$ -0-</u>	<u>\$ 108,444</u>	<u>\$ (108,444)</u>	<u>\$ -0-</u>
\$	\$ 42,698	\$ (42,698)	\$
	120,250	(120,250)	
	10,000	(10,000)	
2,015,151	2,015,151	(2,015,151)	
	7,924,536	(7,924,536)	
	4,612,297	(4,612,297)	
<u>\$ 2,015,151</u>	<u>\$ 14,724,932</u>	<u>\$ (14,724,932)</u>	<u>\$ - 0 -</u>
<u>\$ 2,026,251</u>	<u>\$ 15,310,447</u>		
		\$ (15,435,026)	\$ (15,435,026)
		7,853,498	7,853,498
		4,901,532	4,901,532
		<u>\$ (2,679,996)</u>	<u>\$ (2,679,996)</u>

The accompanying notes to the financial statements are an integral part of this report.



**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**RECONCILIATION OF THE GOVERNMENTAL FUNDS BALANCE SHEET**  
**TO THE STATEMENT OF NET POSITION**  
**MARCH 31, 2018**

Total Fund Balances - Governmental Funds	\$ 14,724,932
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Amounts reported for governmental activities in the Statement of Net Position are different because:

Bond insurance premiums paid at closing are amortized over the term of the refunding bonds.	96,936
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Capital assets used in governmental activities are not current financial resources and, therefore, are not reported as assets in the governmental funds.	47,671,056
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Interest paid in advance as part of a refunding bond sale is recorded as a deferred outflow in the governmental activities and systematically charged to interest expense over the remaining life of the old debt or the life of the new debt, whichever is shorter.	1,763,422
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Deferred inflows of resources related to property tax revenues and uncollected penalty and interest revenues on delinquent taxes for the 2017 and prior tax levies became part of recognized revenue in the governmental activities of the District.	123,032
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Certain liabilities are not due and payable in the current period and, therefore, are not reported as liabilities in the governmental funds. These liabilities at year end consist of:

Accrued Interest Payable	\$ (174,719)	
Bonds Payable Within One Year	(2,935,000)	
Bonds Payable After One Year	<u>(63,949,655)</u>	<u>(67,059,374)</u>

Total Net Position - Governmental Activities	<u>\$ (2,679,996)</u>
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The accompanying notes to the financial statements are an integral part of this report.

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**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**STATEMENT OF ACTIVITIES AND GOVERNMENTAL FUNDS STATEMENT OF**  
**REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES**  
**FOR THE YEAR ENDED MARCH 31, 2018**

	General Fund	Debt Service Fund
<b>REVENUES</b>		
Property Taxes	\$ 1,085,908	\$ 4,924,131
Water Service	993,838	
Wastewater Service	585,038	
Regional Water Authority Fees	857,812	
Penalty and Interest	33,833	22,525
Investment Revenues	32,028	60,880
Miscellaneous Revenues	24,392	
<b>TOTAL REVENUES</b>	<b>\$ 3,612,849</b>	<b>\$ 5,007,536</b>
<b>EXPENDITURES/EXPENSES</b>		
Service Operations:		
Professional Fees	\$ 140,478	\$ 5,771
Contracted Services	721,599	93,927
Purchased Water Service	1,156,731	
Purchased Wastewater Service	354,577	
Utilities	206,457	
Repairs and Maintenance	383,908	
Depreciation		
Other	147,463	25,453
Capital Outlay	15,427	
Debt Service:		
Transfer to Refunding Escrow Agent		15,000
Bond Issuance Costs		231,482
Bond Principal		2,670,000
Bond Interest		2,123,426
<b>TOTAL EXPENDITURES/EXPENSES</b>	<b>\$ 3,126,640</b>	<b>\$ 5,165,059</b>
<b>EXCESS (DEFICIENCY) OF REVENUES OVER</b>		
<b>EXPENDITURES/EXPENSES</b>	<b>\$ 486,209</b>	<b>\$ (157,523)</b>
<b>OTHER FINANCING SOURCES (USES)</b>		
Transfers In(Out)	\$ 876,156	\$
Long-Term Debt Issued		5,915,000
Transfer to Refunding Escrow Agent		(5,631,583)
Bond Discount		(52,944)
<b>TOTAL OTHER FINANCING SOURCES (USES)</b>	<b>\$ 876,156</b>	<b>\$ 230,473</b>
<b>NET CHANGE IN FUND BALANCES</b>	<b>\$ 1,362,365</b>	<b>\$ 72,950</b>
<b>CHANGE IN NET POSITION</b>		
<b>FUND BALANCES/NET POSITION - APRIL 1, 2017</b>	<b>3,422,880</b>	<b>7,851,586</b>
<b>FUND BALANCES/NET POSITION - MARCH 31, 2018</b>	<b>\$ 4,785,245</b>	<b>\$ 7,924,536</b>

The accompanying notes to the financial statements are an integral part of this report.

Capital Projects Fund	Total	Adjustments	Statement of Activities
\$	\$ 6,010,039	\$ (1,739)	\$ 6,008,300
	993,838		993,838
	585,038		585,038
	857,812		857,812
	56,358	335	56,693
5,993	98,901		98,901
	24,392		24,392
\$ 5,993	\$ 8,626,378	\$ (1,404)	\$ 8,624,974
\$ 688	\$ 146,937	\$	\$ 146,937
	815,526		815,526
	1,156,731		1,156,731
	354,577		354,577
	206,457		206,457
	383,908		383,908
		1,693,403	1,693,403
102	173,018		173,018
269,544	284,971	(284,971)	
	15,000	(15,000)	
334,352	565,834	(29,528)	536,306
	2,670,000	(2,670,000)	
	2,123,426	198,481	2,321,907
\$ 604,686	\$ 8,896,385	\$ (1,107,615)	\$ 7,788,770
\$ (598,693)	\$ (270,007)	\$ 1,106,211	\$ 836,204
\$ (876,156)	\$	\$	\$
3,490,000	9,405,000	(9,405,000)	
	(5,631,583)	5,631,583	
	(52,944)	52,944	
\$ 2,613,844	\$ 3,720,473	\$ (3,720,473)	\$ -0-
\$ 2,015,151	\$ 3,450,466	(3,450,466)	-
		836,204	836,204
	11,274,466	(14,790,666)	(3,516,200)
\$ 2,015,151	\$ 14,724,932	\$ (17,404,928)	\$ (2,679,996)

The accompanying notes to the financial statements are an integral part of this report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290  
RECONCILIATION OF THE GOVERNMENTAL FUNDS STATEMENT OF  
REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES  
TO THE STATEMENT OF ACTIVITIES  
FOR THE YEAR ENDED MARCH 31, 2018**

Net Change in Fund Balances - Governmental Funds	\$ 3,450,466
Amounts reported for governmental activities in the Statement of Activities are different because:	
Governmental funds report tax revenues when collected. However, in the Statement of Activities, revenue is recorded in the accounting period for which the taxes are	(1,739)
Governmental funds report penalty and interest revenue on property taxes when collected. However, in the Statement of Activities, revenue is recorded when penalties and interest are assessed.	335
Governmental funds do not account for depreciation. However, in the Statement of Net Position, capital assets are depreciated and depreciation expense is recorded in the Statement of Activities.	(1,693,403)
Governmental funds report capital expenditures as expenditures in the period purchased. However, in the Statement of Net Position, capital assets are increased by new purchases and the Statement of Activities is not affected.	284,971
Governmental funds report bond insurance and an expenses and bond discounts as other financing uses in the period paid. However, in the Statement of Net Position, bond insurance and bond discounts are amortized over the life of the bonds and the current period amortized portion is recorded in the Statement of Activities.	82,472
Governmental funds report bond principal payments as expenditures. However, in the Statement of Net Position, bond principal payments are reported as decreases in long-term liabilities.	2,670,000
Governmental funds report interest expenditures on long-term debt as expenditures in the peiod paid. However, in the Statement of Net Position, interest is accrued on the long-term debt through fiscal year-end.	(198,481)
Governmental funds report bond proceeds as other financing sources. Issued bonds increase long-term liabilities in the Statement of Net Position.	(9,405,000)
Governmental funds report the payment to the refunded bond escrow agent as an expenditure and as an other financing use. However, the refunding of outstanding bonds decreases long-term liabilities in the Statement of Net Position.	<u>5,646,583</u>
Change in Net Position - Governmental Activities	<u><u>\$ 836,204</u></u>

The accompanying notes to the financial statements are an integral part of this report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**MARCH 31, 2018**

**NOTE 1. CREATION OF DISTRICT**

Harris County Municipal Utility District No. 290 of Harris County, Texas (the “District”) was created effective February 13, 1985, by an Order of the Texas Water Commission presently known as the Texas Commission on Environmental Quality (the “Commission”). Pursuant to the provisions of Chapters 49 and 54 of the Texas Water Code, the District is empowered to purchase, operate and maintain all facilities, plants, and improvements necessary to provide water, sanitary sewer service, storm sewer drainage, irrigation, solid waste collection and disposal, including recycling, parks and recreational facilities for the residents of the District. The District is also empowered to contract for or employ its own peace officers with powers to make arrests and to establish, operate and maintain a fire department to perform all fire-fighting activities within the District. The Board of Directors held its first meeting on April 5, 1986. The District remained dormant until November 7, 2002, when the Commission confirmed the appointment of five temporary directors for the District and the District was reactivated. The District held its reorganizational meeting on December 3, 2002 and sold its first series of bonds on December 13, 2006.

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES**

The accompanying basic financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America as promulgated by the Governmental Accounting Standards Board (“GASB”). In addition, the accounting records of the District are maintained generally in accordance with the *Water District Financial Management Guide* published by the Commission.

The District is a political subdivision of the State of Texas governed by an elected board. GASB has established the criteria for determining whether or not an entity is a primary government or a component unit of a primary government. The primary criteria are that it has a separately elected governing body, it is legally separate, and it is fiscally independent of other state and local governments. Under these criteria, the District is considered a primary government and is not a component unit of any other government. Additionally, no other entities meet the criteria for inclusion in the District’s financial statement as component units.

The District entered into a joint venture with Trail of the Lakes Municipal Utility District (“Trail of the Lakes”) and Harris County Municipal Utility District No. 292 (“District No. 292”) for wastewater disposal through the Trail of the Lakes Regional Sewage Treatment Plant (the “Plant”). Trail of the Lakes has oversight responsibility over the sewage treatment plant. Additional disclosure concerning this joint venture is provided in Note 8. In addition, the District has entered into a joint venture with Harris County Municipal Utility District No. 106 (District No. 106) for water service through the District No. 106 joint water plant. District No. 106 has oversight responsibility over the water plant. Additional disclosure concerning this joint

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**MARCH 31, 2018**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

venture is provided in Note 9. The joint water plant's financial information is included in the financial statements for District No. 106. Copies of the financial statements can be obtained from the District's auditor.

Financial Statement Presentation

These financial statements have been prepared in accordance with GASB Codification of Governmental Accounting and Financial Reporting Standards Part II, Financial Reporting ("GASB Codification").

The GASB Codification sets forth standards for external financial reporting for all state and local government entities, which include a requirement for a Statement of Net Position and a Statement of Activities. It requires the classification of net position into three components: Net Investment in Capital Assets, Restricted; and Unrestricted. These classifications are defined as follows:

- Net Investment in Capital Assets – This component of net position consists of capital assets, including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvements of those assets.
- Restricted Net Position – This component of net position consists of external constraints placed on the use of assets imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulation of other governments or constraints imposed by law through constitutional provisions or enabling legislation.
- Unrestricted Net Position – This component of net position consists of assets that do not meet the definition of Restricted or Net Investment in Capital Assets.

When both restricted and unrestricted resources are available for use, generally it is the District's policy to use restricted resources first.

Government-Wide Financial Statements

The Statement of Net Position and the Statement of Activities display information about the District as a whole. The District's Statement of Net Position and Statement of Activities are combined with the governmental fund financial statements. The District is viewed as a special-purpose government and has the option of combining these financial statements.

The Statement of Net Position is reported by adjusting the governmental fund types to report on the full accrual basis, economic resource basis, which recognizes all long-term assets and receivables as well as long-term debt and obligations. Any amounts recorded due to and due from other funds are eliminated in the Statement of Net Position.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**MARCH 31, 2018**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Government-Wide Financial Statements (Continued)

The Statement of Activities is reported by adjusting the governmental fund types to report only items related to current revenues and expenditures. Items such as capital outlay are allocated over their estimated useful lives as depreciation expense. Internal activities between governmental funds, if any, are eliminated to obtain net total revenues and expenses of the government-wide Statement of Activities.

Fund Financial Statements

As discussed above, the District's fund financial statements are combined with the government-wide statements. The fund statements include a Balance Sheet and Statement of Revenues, Expenditures and Changes in Fund Balances.

Governmental Funds

The District has three governmental funds and considers each to be a major fund.

General Fund - To account for resources not required to be accounted for in another fund, customer service revenues, costs and general expenditures.

Debt Service Fund - To account for ad valorem taxes and financial resources restricted, committed or assigned for servicing bond debt and the cost of assessing and collecting taxes.

Capital Projects Fund - To account for financial resources restricted, committed or assigned for acquisition or construction of facilities and related costs.

Basis of Accounting

The District uses the modified accrual basis of accounting for governmental fund types. The modified accrual basis of accounting recognizes revenues when both "measurable and available." Measurable means the amount can be determined. Available means collectable within the current period or soon enough thereafter to pay current liabilities. The District considers revenue reported in governmental funds to be available if they are collectable within 60 days after year-end. Also, under the modified accrual basis of accounting, expenditures are recorded when the related fund liability is incurred, except for principal and interest on long-term debt, which are recognized as expenditures when payment is due.

Property taxes considered available by the District and included in revenue include taxes collected during the current year and taxes collected after March 31, 2018, which were considered available to defray the expenditures of the current year. Deferred inflows of resources related to property tax revenues are those taxes which the District does not reasonably expect to be collected soon enough in the subsequent period to finance current expenditures.



**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**MARCH 31, 2018**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Basis of Accounting (Continued)

Amounts transferred from one fund to another fund are reported as other financing sources or uses. Loans by one fund to another fund and amounts paid by one fund for another fund are reported as interfund receivables and payables in the Governmental Funds Balance Sheet if there is intent to repay the amount and if the debtor fund has the ability to repay the advance on a timely basis. As of March 31, 2018, the Debt Service Fund recorded a payable to the General Fund in the amount of \$15,793 for maintenance tax collections, the Debt Service Fund recorded a payable to the General Fund in the amount of \$1,010 for costs related to the Series 2017 Refunding bonds, and the Capital Projects Fund recorded a payable to the General Fund in the amount of \$11,100 for capital expenditures paid in the current year. During the current fiscal year, the Capital Projects Fund transferred \$876,156 to the General Fund for capital expenditures paid in a prior year.

Capital Assets

Capital assets, which include property, plant, equipment, and infrastructure assets, are reported in the government-wide Statement of Net Position. All capital assets are valued at historical cost or estimated historical cost if actual historical cost is not available. Donated assets are valued at their fair market value on the date donated. Repairs and maintenance are recorded as expenditures in the governmental fund incurred and as an expense in the government-wide Statement of Activities. Capital asset additions, improvements and preservation costs that extend the life of an asset are capitalized and depreciated over the estimated useful life of the asset. Interest costs, including developer interest, engineering fees and certain other costs are capitalized as part of the asset. Assets are capitalized, including infrastructure assets, if they have an original cost greater than \$10,000 and a useful life over two years. Depreciation is calculated on each class of depreciable property using the straight-line method of depreciation. Estimated useful lives are as follows:

	Years
Buildings	40
Water System	10-45
Wastewater System	10-45
Drainage System	10-45
All Other Equipment	3-20

Budgeting

In compliance with governmental accounting principles, the Board of Directors annually adopts an unappropriated budget for the General Fund. The budget was not amended during the current year.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**MARCH 31, 2018**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Pensions

A pension plan has not been established. The District does not have employees, except that the Internal Revenue Service has determined that directors are considered to be “employees” for federal payroll tax purposes only.

Measurement Focus

Measurement focus is a term used to describe which transactions are recognized within the various financial statements. In the government-wide Statement of Net Position and Statement of Activities, the governmental activities are presented using the economic resources measurement focus. The accounting objectives of this measurement focus are the determination of operating income, changes in net position, financial position, and cash flows. All assets and liabilities associated with the activities are reported. Fund equity is classified as net position.

Governmental fund types are accounted for on a spending or financial flow measurement focus. Accordingly, only current assets and current liabilities are included on the Balance Sheet, and the reported fund balances provide an indication of available spendable or appropriable resources. Operating statements of governmental fund types report increases and decreases in available spendable resources. Fund balances in governmental funds are classified using the following hierarchy:

*Nonspendable:* amounts that cannot be spent either because they are in nonspendable form or because they are legally or contractually required to be maintained intact.

*Restricted:* amounts that can be spent only for specific purposes because of constitutional provisions, or enabling legislation, or because of constraints that are imposed externally.

*Committed:* amounts that can be spent only for purposes determined by a formal action of the Board of Directors. The Board is the highest level of decision-making authority for the District. This action must be made no later than the end of the fiscal year. Commitments may be established, modified, or rescinded only through ordinances or resolutions approved by the Board. The District does not have any committed fund balances.

*Assigned:* amounts that do not meet the criteria to be classified as restricted or committed, but that are intended to be used for specific purposes. The District has not adopted a formal policy regarding the assignment of fund balances and does not have any assigned fund balances.

*Unassigned:* all other spendable amounts in the General Fund.

When expenditures are incurred for which restricted, committed, assigned or unassigned fund balances are available, the District considers amounts to have been spent first out of restricted funds, then committed funds, then assigned funds, and finally unassigned funds.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**MARCH 31, 2018**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Accounting Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenditures during the reporting period. Actual results could differ from those estimates.

**NOTE 3. LONG-TERM DEBT**

The following is a summary of transactions regarding bonds payable for the year ended March 31, 2018:

	April 1, 2017	Additions	Retirements	March 31, 2018
Bonds Payable	\$ 66,370,000	\$ 9,405,000	\$ 8,065,000	\$ 67,710,000
Unamortized Discounts	(1,009,921)	(72,467)	(257,043)	(825,345)
Total Long-Term Liabilities	\$ 65,360,079	\$ 9,332,533	\$ 7,807,957	\$ 66,884,655
		Amount Due Within One Year		\$ 2,935,000
		Amount Due After One Year		63,949,655
		Total Long-Term Liabilities		\$ 66,884,655

	Series 2008	Series 2009
Amount Outstanding – March 31, 2018	\$200,000	\$390,000
Interest Rates	5.25%	5.00% - 5.25%
Maturity Date	September 1, 2018	September 1, 2018/2020
Interest Payment Dates	March 1/ September 1	March 1/ September 1
Callable Dates	September 1, 2018*	September 1, 2018*

\* Or any date thereafter at a price of par plus unpaid accrued interest in whole or in part, at the option of the District. Series 2008 term bonds maturing September 1, 2018, are subject to mandatory redemption by random selection beginning September 1, 2017. Series 2009 term bonds maturing September 1, 2020, are subject to mandatory redemption by random selection beginning September 1, 2019.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**MARCH 31, 2018**

**NOTE 3. LONG-TERM DEBT (Continued)**

	<u>Series 2010</u>	<u>Series 2011</u>	<u>Series 2012</u>
Amount Outstanding – March 31, 2018	\$390,000	\$3,875,000	\$5,765,000
Interest Rates	4.00% - 5.50%	2.60% - 4.50%	2.50% - 4.00%
Maturity Date	September 1, 2018/2020	September 1, 2018/2034	September 1, 2018/2037
Interest Payment Dates	March 1/ September 1	March 1/ September 1	March 1/ September 1
Callable Dates	September 1, 2019*	September 1, 2019*	September 1, 2020*
	<u>Series 2013</u>	<u>Series 2014</u>	
Amount Outstanding – March 31, 2018	\$6,840,000	\$9,550,000	
Interest Rates	3.00% - 4.75%	2.00% - 4.00%	
Maturity Date	September 1, 2018/2037	September 1, 2018/2039	
Interest Payment Dates	March 1/ September 1	March 1/ September 1	
Callable Dates	September 1, 2021*	September 1, 2022*	

\* Or any date thereafter at a price of par plus unpaid accrued interest in whole or in part, at the option of the District. Series 2011 term bonds maturing September 1, 2026, September 1, 2030, and September 1, 2034 are subject to mandatory redemption by random selection beginning September 1, 2025, September 1, 2027 and September 1, 2031, respectively. Series 2012 term bonds maturing September 1, 2022, September 1, 2024, September 1, 2026, September 1, 2028, September 1, 2030, September 1, 2032, September 1, 2034, and September 1, 2037 are subject to mandatory redemption by random selection beginning September 1, 2021, September 1, 2023, September 1, 2025, September 1, 2027, September 1, 2029, September 1, 2031, September 1, 2033 and September 1, 2035, respectively. Series 2013 term bonds maturing September 1, 2028, September 1, 2030, September 1, 2032 and September 1, 2034 are subject to mandatory redemption by random selection beginning September 1, 2025, September 1, 2029, September 1, 2031 and September 1, 2033, respectively. Series 2014 term bonds maturing September 1, 2026 and September 1, 2039 are subject to mandatory redemption by random selection beginning September 1, 2025 and September 1, 2036, respectively.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**MARCH 31, 2018**

**NOTE 3. LONG-TERM DEBT (Continued)**

	Series 2015	Series 2015A	Refunding Series 2016
Amount Outstanding – March 31, 2018	\$2,540,000	\$5,900,000	\$22,855,000
Interest Rates	2.00% - 4.00%	1.50% - 3.00%	2.00% -3.50%
Maturity Date	September 1, 2018/2039	September 1, 2018/2029	September 1, 2018/2034
Interest Payment Dates	March 1/ September 1	March 1/ September 1	March 1/ September 1
Callable Dates	September 1, 2022*	September 1, 2023*	September 1, 2023*
	Refunding Series 2017	Series 2017A	
Amount Outstanding – March 31, 2018	\$5,915,000	\$3,490,000	
Interest Rates	2.00% -3.125%	2.00% -3.25%	
Maturity Date	September 1, 2018/2034	September 1, 2018/2039	
Interest Payment Dates	March 1/ September 1	March 1/ September 1	
Callable Dates	September 1, 2024*	September 1, 2024*	

\* Or any date thereafter at a price of par plus unpaid accrued interest in whole or in part, at the option of the District Series 2015 term bonds maturing September 1, 2025, September 1, 2027, September 1, 2030, September 1, 2033, September 1, 2036, and September 1, 2039 are subject to mandatory redemption by random selection beginning September 1, 2023, September 1, 2026, September 1, 2028, September 1, 2031, September 1, 2034, and September 1, 2037, respectively. Series 2016 Refunding term bonds maturing September 1, 2028 are subject to mandatory redemption by random selection beginning September 1, 2027.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**MARCH 31, 2018**

**NOTE 3. LONG-TERM DEBT (Continued)**

As of March 31, 2018, the debt service requirements on the bonds outstanding were as follows:

Fiscal Year	Principal	Interest	Total
2019	\$ 2,935,000	\$ 2,056,665	\$ 4,991,665
2020	3,010,000	1,978,035	4,988,035
2021	3,085,000	1,901,596	4,986,596
2022	3,160,000	1,826,227	4,986,227
2023	3,220,000	1,751,695	4,971,695
2024-2028	17,110,000	7,472,043	24,582,043
2029-2033	17,870,000	4,794,918	22,664,918
2034-2038	14,880,000	1,805,029	16,685,029
2039-2040	2,440,000	93,551	2,533,551
	<u>\$ 67,710,000</u>	<u>\$ 23,679,759</u>	<u>\$ 91,389,759</u>

The bonds are payable from the proceeds of an ad valorem tax levied upon all property subject to taxation within the District, without limitation as to rate or amount. During the fiscal year ended March 31, 2018, the District levied an ad valorem debt service tax rate of \$0.68 per \$100 of assessed valuation, which resulted in a tax levy of \$4,925,863 on the adjusted taxable valuation of \$724,391,488 for the 2017 tax year. The bond resolutions require the District to levy and collect an ad valorem debt service tax sufficient to pay interest and principal on bonds when due and the cost of assessing and collecting taxes. See Note 7 for the maintenance tax levy.

The District's tax calendar is as follows:

Levy Date	-	October 1, as soon thereafter as practicable.
Lien Date	-	January 1.
Due Date	-	Upon receipt but not later than January 31.
Delinquent Date	-	February 1, at which time the taxpayer is liable for penalty and interest.

**NOTE 4. SIGNIFICANT BOND RESOLUTION AND LEGAL REQUIREMENTS**

A. The bond resolutions state that the District is required by the Securities and Exchange Commission to provide continuing disclosure of certain general financial information and operating data with respect to the District to the state information depository. This information, along with the audited annual financial statements, is to be provided within six (6) months after the end of each fiscal year and shall continue to be provided through the life of the bonds.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**MARCH 31, 2018**

**NOTE 5. DEPOSITS AND INVESTMENTS**

Deposits

Custodial credit risk is the risk that, in the event of the failure of a depository financial institution, a government will not be able to recover deposits or will not be able to recover collateral securities that are in the possession of an outside party. The District’s deposit policy for custodial credit risk requires compliance with the provisions of Texas statutes.

Texas statutes require that any cash balance in any fund shall, to the extent not insured by the Federal Deposit Insurance Corporation or its successor, be continuously secured by a valid pledge to the District of securities eligible under the laws of Texas to secure the funds of the District, having an aggregate market value, including accrued interest, at all times equal to the uninsured cash balance in the fund to which such securities are pledged. At fiscal year end, the carrying amount of the District’s deposits was \$7,675,101 and the bank balance was \$7,762,513. The District was not exposed to custodial credit risk at year-end.

The carrying values of the deposits are included in the Governmental Funds Balance Sheet and the Statement of Net Position at March 31, 2018, as listed below:

	Cash	Certificates of Deposit	Total
GENERAL FUND	\$ 2,383,096	\$ 604,341	\$ 2,987,437
DEBT SERVICE FUND	4,108,515	185,997	4,294,512
CAPITAL PROJECTS FUND	393,152		393,152
<b>TOTAL DEPOSITS</b>	<b>\$ 6,884,763</b>	<b>\$ 790,338</b>	<b>\$ 7,675,101</b>

Investments

Under Texas law, the District is required to invest its funds under written investment policies that primarily emphasize safety of principal and liquidity and that address investment diversification, yield, maturity, and the quality and capability of investment management, and all District funds must be invested in accordance with the following investment objectives: understanding the suitability of the investment to the District’s financial requirements, first; preservation and safety of principal, second; liquidity, third; marketability of the investments if the need arises to liquidate the investment before maturity, fourth; diversification of the investment portfolio, fifth; and yield, sixth. The District’s investments must be made “with judgment and care, under prevailing circumstances, that a person of prudence, discretion, and intelligence would exercise in the management of the person’s own affairs, not for speculation, but for investment, considering the probable safety of capital and the probable income to be derived.” No person may invest District funds without express written authority from the Board of Directors.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**MARCH 31, 2018**

**NOTE 5. DEPOSITS AND INVESTMENTS (Continued)**

Investments (Continued)

Texas statutes include specifications for and limitations applicable to the District and its authority to purchase investments as defined in the Public Funds Investment Act. The District has adopted a written investment policy to establish the guidelines by which it may invest. This policy is reviewed annually. The District's investment policy may be more restrictive than the Public Funds Investment Act.

The District also invests in Texas Cooperative Liquid Assets Securities System Trust ("Texas CLASS"), an external public funds investment pool that is not SEC-registered. Public Trust Advisors, LLC serves as the pool's administrator and investment advisor. The pool is subject to the general supervision of the Board of Trustees and its Advisory Board. Wells Fargo Bank, N.A. serves as custodian for the pool. Investments held by Texas CLASS are priced to market on a weekly basis. The investments are considered to be Level I investments because their fair value is measured by quoted prices in active markets. The fair value of the District's position in the pool is the same as the value of the pool shares. There are no limitations or restrictions on withdrawals from Texas CLASS.

As of March 31, 2018, the District had the following investments and maturities:

Fund and Investment Type	Fair Value	Maturities in Years			
		Less Than 1	1-5	6-10	More Than 10
<u>GENERAL FUND</u>					
Texas CLASS	\$ 1,736,452	\$ 1,736,452	\$	\$	\$
Certificates of Deposit	604,341	604,341			
<u>DEBT SERVICE FUND</u>					
Texas CLASS	3,647,504	3,647,504			
Certificates of Deposit	185,997	185,997			
<u>CAPITAL PROJECTS FUND</u>					
Texas CLASS	1,633,099	1,633,099			
<b>TOTAL INVESTMENTS</b>	<u>\$ 7,807,393</u>	<u>\$ 7,807,393</u>	<u>\$ - 0 -</u>	<u>\$ - 0 -</u>	<u>\$ - 0 -</u>

Credit risk is the risk that the issuer or other counterparty to an investment will not fulfill its obligations. At March 31, 2018, the District's investment in Texas CLASS was rated AAAM by Standard and Poor's. The District also manages credit risk by typically investing in certificates of deposit with balances below FDIC coverage.

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The District considers the investment in Texas CLASS to have a maturity of less than one year due to the fact the share position can usually be redeemed each day at the discretion of the District, unless there has been a significant change in value. The District also manages interest risk by investing in certificates of deposit with maturities of less than one year.



**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**MARCH 31, 2018**

**NOTE 5. DEPOSITS AND INVESTMENTS (Continued)**

Restrictions

All cash and investments of the Debt Service Fund are restricted for the payment of debt service and the cost of assessing and collecting taxes. All cash and investments of the Capital Projects Fund are restricted for the purchase of capital assets.

**NOTE 6. CAPITAL ASSETS**

Capital asset activity for the year ended March 31, 2018:

	April 1, 2017	Increases	Decreases	March 31, 2018
<b>Capital Assets Not Being Depreciated</b>				
Land and Land Improvements	\$ 621,579	\$	\$	\$ 621,579
Construction in Progress	19,173	284,971	288,717	15,427
<b>Total Capital Assets Not Being Depreciated</b>	<b>\$ 640,752</b>	<b>\$ 284,971</b>	<b>\$ 288,717</b>	<b>\$ 637,006</b>
<b>Capital Assets Subject to Depreciation</b>				
Water System	\$ 6,054,201	\$ 288,717	\$	\$ 6,342,918
Wastewater System	13,170,220			13,170,220
Drainage System	27,257,242			27,257,242
Landscaping and Recreational Facilities	6,535,319			6,535,319
Investment in Harris County Municipal Utility District No. 106 Water Plant	6,228,796			6,228,796
Investment in Trail of the Lakes Wastewater Treatment Plant	5,213,351			5,213,351
<b>Total Capital Assets Subject to Depreciation</b>	<b>\$ 64,459,129</b>	<b>\$ 288,717</b>	<b>\$ - 0 -</b>	<b>\$ 64,747,846</b>
<b>Less Accumulated Depreciation</b>				
Water System	\$ 1,152,398	\$ 170,211	\$	\$ 1,322,609
Wastewater System	2,739,334	315,705		3,055,039
Drainage System	5,465,236	605,716		6,070,952
Landscaping and Recreational Facilities	4,087,160	293,216		4,380,376
Investment in Harris County Municipal Utility District No. 106 Water Plant	1,294,286	178,221		1,472,507
Investment in Trail of the Lakes Wastewater Treatment Plant	1,281,979	130,334		1,412,313
<b>Total Accumulated Depreciation</b>	<b>\$ 16,020,393</b>	<b>\$ 1,693,403</b>	<b>\$ - 0 -</b>	<b>\$ 17,713,796</b>
<b>Total Depreciable Capital Assets, Net of Accumulated Depreciation</b>	<b>\$ 48,438,736</b>	<b>\$ (1,404,686)</b>	<b>\$ - 0 -</b>	<b>\$ 47,034,050</b>
<b>Total Capital Assets, Net of Accumulated Depreciation</b>	<b>\$ 49,079,488</b>	<b>\$ (1,119,715)</b>	<b>\$ 288,717</b>	<b>\$ 47,671,056</b>

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**MARCH 31, 2018**

**NOTE 7. MAINTENANCE TAX**

On November 4, 2003, the voters of the District approved the levy and collection of a maintenance tax not to exceed \$1.50 per \$100 of assessed valuation of taxable property within the District. This maintenance tax is to be used by the General Fund to pay expenditures of operating the District’s waterworks and sanitary sewer system. During the fiscal year ended March 31, 2018, the District levied an ad valorem maintenance tax at the rate of \$0.15 per \$100 of assessed valuation, which resulted in a tax levy of \$1,086,588 on the adjusted taxable valuation of \$724,391,488 for the 2017 tax year.

**NOTE 8. REGIONAL SEWAGE TREATMENT PLANT**

On June 27, 2001, the District’s Developer, on behalf of the District, entered into the regional sewage treatment plant agreement between the District, Trail of the Lakes Municipal Utility District (“Trail of the Lakes”) and Harris County Municipal Utility District No. 292 (“District No. 292”). On August 27, 2007, District No. 292 was dissolved. On May 7, 2008, the land originally included in District No. 292 was annexed into the District.

On December 3, 2002, the District approved the assignment and acceptance of this agreement from the Developer. The regional sewage treatment plant has been constructed on the site of the existing sewage treatment plant owned and operated by Trail of the Lakes. All the capacity of the existing plant, 380,000 gallons per day (“gpd”), belongs to Trail of the Lakes. Phase I of the construction was the construction of a 760,000 gpd sewage treatment plant.

After completion of Phase I, Trail of the Lakes evaluated its previously existing sewage treatment plant to determine if the plant should be rehabilitated or abandoned. Trail of the Lakes determined to rehabilitate the existing plant and the cost was borne exclusively by Trail of the Lakes. The existing plant was then integrated with the Phase I construction. The total plant capacity upon completion of Phase I was 1,140,000 gpd.

On January 29, 2007, Trail of the Lakes and the District entered into an agreement to construct Phase II of the plant. Phase II was for the construction of an additional 610,000 gpd of capacity in the plant. Phase II was completed in September 2008. Upon completion of Phase II, the total plant capacity is now 1,750,000 gpd.

The participating districts and their respective pro rata share of capacity in the regional sewage treatment plant after completion of Phase I and II and the integration of the previously existing plant is:

Participants	Percentage
Trail of the Lakes Municipal Utility District	52.00%
The District	<u>48.00</u>
TOTAL	<u>100.00%</u>

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
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**NOTE 8. REGIONAL SEWAGE TREATMENT PLANT (Continued)**

The agreement provides for an initial operating reserve of \$10,000 per District. All operating costs of the Plant are billed monthly based upon fixed and variable costs. Fixed costs are billed based upon owned capacity and variable costs are billed based upon each participant's number of connections. During the year ended March 31, 2018, the District incurred \$354,577 of costs related to this agreement.

The following summary financial data on the regional sewage treatment plant is presented for the fiscal year ended September 30, 2017. A copy of the financial statements for the plant can be obtained by contacting Radcliff Bobbitt Adams Polly PLLC at 2929 Allen Parkway, Suite 3450, Houston, TX 77019.

	Joint Venture
	General Fund
Total Assets	\$ 82,690
Total Liabilities	<u>62,690</u>
Total Fund Balance	<u>\$ 20,000</u>
Total Revenues	\$ 724,826
Total Expenditures	<u>724,826</u>
Net Change in Fund Balance	\$ -0-
Fund Balance, October 1, 2016	<u>20,000</u>
Fund Balance, September 30, 2017	<u>\$ 20,000</u>

The term of the agreement is 50 years; thereafter, the agreement shall be renewed for successive one-year terms unless a participating district provides written notice to the other of its intent not to renew prior to any renewal term.

**NOTE 9. WATER SUPPLY CONTRACT**

On July 24, 2006, the District entered into an Amended and Restated Water Supply Agreement with Harris County Municipal Utility District No. 106 (District No. 106). The agreement is effective as of June 25, 2003. This agreement replaced the original Water Supply Agreement entered into on June 25, 2003, and all the amendments to that original agreement. Amendment No. 1 to the Amended and Restated Water Supply Agreement became effective January 28, 2013. Amendment No. 2 to the Amended and Restated Water Supply Agreement became effective August 7, 2015. Amendment No. 3 to the Amended and Restated Water Supply Agreement became effective July 15, 2015. The districts acknowledge that District No. 106 has financed the design and construction of certain shared lines and may finance the design and construction of other water plant facilities. From future bond issues, and to the extent the District has not yet paid its full pro rata share of the total costs, the District agrees to reimburse District No. 106 for its pro rata share of the existing water plant and any shared lines. On August 23, 2013, District No. 106 awarded the contract for Water Well No. 3 to Alsay Incorporated in

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
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**NOTE 9. WATER SUPPLY CONTRACT (Continued)**

the amount of \$1,984,360. The revised contract amount is \$2,002,201. This project was completed in a prior fiscal year. A calculation was performed as of March 31, 2016, and it was determined that the District still owed District No. 106 \$804,906 to meet its full pro rata share of the total costs. During the current fiscal year, the District paid this amount to District No. 106. These costs and any other future improvements have or will be allocated 37.07% to District No. 106 and 62.93% to the District. Each district will be responsible for the construction, operation, maintenance and repair and extensions of their respective internal water distribution system.

The agreement provides for an operating reserve which currently is \$185,000, with the District's share being \$120,250 and District No. 106's share being \$64,750. Each district will be billed monthly for operations and maintenance of the water plant based upon its proportionate share of costs. Proportionate share is equal to the amount of water used by each individual district, divided by the total amount of water billed by both districts, using the well meters to calculate total water pumped and all connection meters to calculate the total water used. The operators of each district shall calculate such usage from meters, taking into account estimated unaccounted for water. During the fiscal year ended March 31, 2018, the District incurred costs of \$1,156,731 in relation to this agreement.

Summary financial activities of the plant as of March 31, 2018, and for the year then ended are as follows:

Total Assets	\$ 301,421
Total Liabilities	<u>116,421</u>
Total Fund Balance	<u>\$ 185,000</u>
Total Revenues	\$ 2,276,613
Total Expenditures	<u>2,276,613</u>
Net Change in Fund Balance	\$ -0-
Fund Balance – April 1, 2017	<u>185,000</u>
Fund Balance – March 31, 2018	<u>\$ 185,000</u>

The term of the agreement is 50 years. If neither district is annexed by the City of Houston by the end of the initial term, this agreement shall renew for successive one-year terms until terminated by either district on one-year notice to the other.

**NOTE 10. RISK MANAGEMENT**

The District is exposed to various risks of loss related to torts, theft of, damage to and destruction of assets; error and omission; and natural disasters. The District carries commercial insurance for its fidelity bonds and participates in the Texas Municipal League Intergovernmental Risk Pool (TML) to provide general liability, property coverage, boiler and machinery coverage, pollution liability, auto liability, and directors' and officers' liability coverage. The District,

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
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**NOTE 10. RISK MANAGEMENT (Continued)**

along with other participating entities, contributes annual amounts determined by TML's management. As claims arise, they are submitted and paid by TML. There have been no significant reductions in coverage from the prior year and settlements have not exceeded coverage in the past three years.

**NOTE 11. EMERGENCY WATER SUPPLY CONTRACT**

Since 1999, the District, District No. 106 and Harris County Municipal Utility District No. 278 (District No. 278) had an Interim and Emergency Water Supply Contract which was terminated in a prior fiscal year. On February 8, 2007, this contract was amended and restated to become the Amended and Restated Emergency Water Supply Contract. The term of this agreement is 30 years. During a prior fiscal year, the First Amendment to Amended and Restated Emergency Water Supply Contract was approved, which suspended this agreement due to District No. 278 converting to a chloramine disinfection system, which is not compatible with the Eagle Springs regional water disinfection system.

On November 18, 2015, the District, District No. 106 and Trail of the Lakes entered into an Emergency Water Supply Agreement. Trail of the Lakes was responsible for the construction of the waterline extension between their water system and the Joint Water System. Shared construction costs were divided with 50% paid by Trail of the Lakes and 50% paid by the District and District No. 106. The rates to be charged by each district for emergency water service shall be \$1.50, plus the applicable West Harris County Regional Water Authority ground pumpage fee per 1,000 gallons of water delivered. The term of this agreement is 40 years from the date of execution.

**NOTE 12. GROUNDWATER REDUCTION PLAN PARTICIPATION AGREEMENT**

On April 30, 2002, District No. 106 entered into a Groundwater Reduction Plan Participation Agreement with the West Harris County Regional Water Authority (the "Authority"). Amendment No. 1 to the agreement was approved on August 11, 2004, whereby the District and District No. 292 were added as parties to the agreement. As noted in Note 8, District No. 292 has been dissolved and the land originally included in District No. 292 has been annexed into the District. The Authority was created under Article 16, Section 59 of the Texas Constitution by House Bill 1842 (the "Act"), as passed by the 77th Texas Legislature, in 2001. The Act empowers the Authority for purposes including the acquisition and provision of surface water and groundwater for residential, commercial, industrial, agricultural, and other uses, the reduction of groundwater withdrawals, the conservation, preservation, protection, recharge, and prevention of waste of groundwater, and of groundwater reservoirs or their subdivisions, and the control of subsidence caused by withdrawal of water from those groundwater reservoirs or their subdivisions. The Authority is overseeing that its participants comply with subsidence district pumpage requirements.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**MARCH 31, 2018**

**NOTE 12. GROUNDWATER REDUCTION PLAN PARTICIPATION AGREEMENT**  
(Continued)

The District is considered a “Contract Member” of the Authority. The District does not lie within the Authority’s boundaries and is not entitled to vote for any director of the Authority. The District agrees to pay the Authority a water well pumpage fee, based on the amount of water pumped from all well(s) owned and operated by the District. This fee will enable the Authority to fulfill its purpose and regulatory functions. The current fee being charged is \$2.70 per 1,000 gallons of water pumped from each well. During the fiscal year ended March 31, 2018, the Joint Water Plant, (see Note 9), recorded expenditures of \$1,319,083 related to this agreement. The District’s share of the cost is included in purchased water services.

The term of this agreement is for 40 years.

**NOTE 13. SECURITY SERVICES CONTRACT**

Effective March 1, 2018, the District entered into a new cost sharing agreement for Law Enforcement Services with District No. 106 for the 12-month period March 1, 2018 through February 28, 2019. The agreement can be terminated without cause at any time by any party giving the other parties at least 60 days advance written notice. District No. 106 paid costs of \$414,697 for security services. The District’s share of these costs was \$155,897, of which \$8,617 was payable to District No. 106 as of March 31, 2018.

**NOTE 14. INTERLOCAL AGREEMENT**

On April 9, 2013, the District entered into an agreement with the Harris County Flood Control District (“HCFCF”). The District will provide mowing services for approximately 18.693 acres of HCFCF land located within, adjacent to or downstream from the District. Mowing services are to be provided at least three times per growing season which is defined as the period from May 1 to November 30. The terms of the contract allow for billing \$70.00 per acre per mowing cycle, not to exceed \$11,777 for the three-year term of the contract. The contract ended on November 30, 2015. On April 26, 2016, the District and HCFCF entered into a new agreement for an additional three-year term.

**NOTE 15. USE OF SURPLUS FUNDS**

In accordance with Rule 30 T.A.C. 293.83(c)(3) of the Commission, by letter dated April 26, 2018, subsequent to year end, the District approved the use of surplus Capital Projects Fund monies to fund approximately \$119,568 for the District’s share of the replacement of the fence surrounding the water plant and the water well no. 2 sites with District No. 106. These costs will be incurred during the District’s fiscal year ending March 31, 2019.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**NOTES TO THE FINANCIAL STATEMENTS**  
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**NOTE 16. BOND SALES**

On October 31, 2017 the District closed on the sale of its Series 2017A Unlimited Tax Bonds in the amount of \$3,490,000. Proceeds from the bond sale will be used to fund the following: construction and engineering costs associated with the District’s share of the District No. 106 water plant no. 1 tank rehabilitation and water plant no. 1 and lift station rehabilitation; the District’s share of the Trail of the Lakes WWTP improvements, phases 1 – 3; the District’s share of the Trail of the Lakes pump replacements, permit renewal and belt press feasibility study; the west drainage channel rehabilitation, the lift station rehabilitation, force main manhole and air release valve rehabilitation, and water well and water plant reallocation.

On September 7, 2017, the District closed on the sale of its \$5,915,000 Unlimited Tax Refunding Bonds, Series 2017. Proceeds of the bonds, plus \$15,000 in available Debt Service Fund monies, were used to redeem, prior to stated maturities, a portion of the outstanding Series 2009 bonds in the amount of \$3,175,000 and Series 2010 bonds in the amount of \$2,220,000. The refunding resulted in gross debt service savings of \$686,759 and net present value savings of \$521,965.

<u>Series</u>	<u>Interest Rates</u>	<u>Maturities</u>	<u>Callable Dates</u>	<u>Outstanding at March 31, 2018</u>
2009	5.00% - 5.15%	2021-2034	September 1, 2018	\$ 3,175,000
				<u>2,220,000</u>
2010	4.00% - 4.625%	2021-2034	September 1, 2019	<u>\$ 5,395,000</u>

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**

**REQUIRED SUPPLEMENTARY INFORMATION**

**MARCH 31, 2018**





**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES**  
**CHANGES IN FUND BALANCE - BUDGET AND ACTUAL - GENERAL FUND**  
**FOR THE YEAR ENDED MARCH 31, 2018**

	Original and Final Budget	Actual	Variance Positive (Negative)
<b>REVENUES</b>			
Property Taxes	\$ 1,065,660	\$ 1,085,908	\$ 20,248
Water Service	1,063,000	993,838	(69,162)
Wastewater Service	578,000	585,038	7,038
Regional Water Authority Fee	915,000	857,812	(57,188)
Penalty and Interest	30,000	33,833	3,833
Investment Revenues	15,000	32,028	17,028
Miscellaneous Revenues	<u>4,150</u>	<u>24,392</u>	<u>20,242</u>
<b>TOTAL REVENUES</b>	<u>\$ 3,670,810</u>	<u>\$ 3,612,849</u>	<u>\$ (57,961)</u>
<b>EXPENDITURES</b>			
Services Operations:			
Professional Fees	\$ 149,500	\$ 140,478	\$ 9,022
Contracted Services	728,905	721,599	7,306
Purchased Water Service	1,207,000	1,156,731	50,269
Purchased Wastewater Service	360,000	354,577	5,423
Utilities	226,700	206,457	20,243
Repairs and Maintenance	282,000	383,908	(101,908)
Other	186,080	147,463	38,617
Capital Outlay	<u>150,000</u>	<u>15,427</u>	<u>134,573</u>
<b>TOTAL EXPENDITURES</b>	<u>\$ 3,290,185</u>	<u>\$ 3,126,640</u>	<u>\$ 163,545</u>
<b>EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES</b>	<u>\$ 380,625</u>	<u>\$ 486,209</u>	<u>\$ 105,584</u>
<b>OTHER FINANCING SOURCES(USES)</b>			
Transfers In	<u>\$ -0-</u>	<u>\$ 876,156</u>	<u>\$ 876,156</u>
<b>NET CHANGE IN FUND BALANCE</b>	\$ 380,625	\$ 1,362,365	\$ 981,740
<b>FUND BALANCE - APRIL 1, 2017</b>	<u>3,422,880</u>	<u>3,422,880</u>	<u>                    </u>
<b>FUND BALANCE - MARCH 31, 2018</b>	<u>\$ 3,803,505</u>	<u>\$ 4,785,245</u>	<u>\$ 981,740</u>

See accompanying independent auditor's report.

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**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**SUPPLEMENTARY INFORMATION REQUIRED BY THE**  
**WATER DISTRICT FINANCIAL MANAGEMENT GUIDE**  
**MARCH 31, 2018**



**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290  
SERVICES AND RATES  
FOR THE YEAR ENDED MARCH 31, 2018**

**1. SERVICES PROVIDED BY THE DISTRICT DURING THE CURRENT YEAR:**

<u>  X  </u>	Retail Water	_____	Wholesale Water	<u>  X  </u>	Drainage
<u>  X  </u>	Retail Wastewater	_____	Wholesale Wastewater	_____	Irrigation
<u>  X  </u>	Parks/Recreation	_____	Fire Protection	<u>  X  </u>	Security
<u>  X  </u>	Solid Waste/Garbage	_____	Flood Control	_____	Roads
<u>  X  </u>	Participates in joint venture, regional system and/or wastewater service (other than emergency interconnect)				
_____	Other (specify): _____				

**2. RETAIL SERVICE PROVIDERS**

**a. RETAIL RATES FOR A 5/8" METER (OR EQUIVALENT):**

Based on the rate order approved April 27, 2017.

	<u>Minimum Charge</u>	<u>Minimum Usage</u>	<u>Flat Rate Y/N</u>	<u>Rate per 1,000 Gallons</u>	<u>Usage Levels</u>
WATER:	\$ 18.00	N/A	N	\$ 1.05	0 to 11,000
				\$ 1.30	11,001 to 14,000
				\$ 1.55	14,001 to 17,000
				\$ 1.80	17,001 to 20,000
				\$ 2.80	20,001 to 25,000
				\$ 3.05	25,001 to 30,000
				\$ 3.30	30,001 and up
WASTEWATER:	\$ 18.00	N/A	Y		
SURCHARGE:					
Solid Waste/					
Garbage					
Commission					
Regulatory					
Assessments					
Regional Water			N	\$ 2.70	Each 1,000 gallons over
Authority Fees					-0- usage
Other (Name)					

District employs winter averaging for wastewater usage? \_\_\_\_\_   X    
Yes      No

Total monthly charges per 10,000 gallons usage: Water: \$28.50 Wastewater: \$18.00 Surcharge: \$27.00

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290  
SERVICES AND RATES  
FOR THE YEAR ENDED MARCH 31, 2018**

**2. RETAIL SERVICE PROVIDERS (Continued)**

**b. WATER AND WASTEWATER RETAIL CONNECTIONS: (Unaudited)**

<u>Meter Size</u>	<u>Total Connections</u>	<u>Active Connections</u>	<u>ESFC Factor</u>	<u>Active ESFCs</u>
Unmetered			x 1.0	
≤¾"	<u>2,746</u>	<u>2,733</u>	x 1.0	<u>2,733</u>
1"	<u>57</u>	<u>57</u>	x 2.5	<u>143</u>
1½"	<u>4</u>	<u>4</u>	x 5.0	<u>20</u>
2"	<u>19</u>	<u>19</u>	x 8.0	<u>152</u>
3"			x 15.0	
4"	<u>1</u>	<u>1</u>	x 25.0	<u>25</u>
6"			x 50.0	
8"			x 80.0	
10"			x 115.0	
Total Water Connections	<u>2,827</u>	<u>2,814</u>		<u>3,073</u>
Total Wastewater Connections	<u>2,713</u>	<u>2,700</u>	x 1.0	<u>2,700</u>

**3. TOTAL WATER CONSUMPTION DURING THE YEAR ROUNDED TO THE NEAREST THOUSAND: (Unaudited)**

Gallons pumped into system:	*	Water Accountability Ratio: 98% (Gallons billed and sold/Gallons pumped and purchased)
Gallons billed to customers:	346,213,000	
Leaks and Flushing:	3,816,000	

\* The District is on an integrated water supply system with District No. 106. During the year ended March 31, 2018, the water system pumped 532,440,000 gallons of water into the system. District No. 106 billed its customers for 173,049,000 gallons of water usage.

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**SERVICES AND RATES**  
**FOR THE YEAR ENDED MARCH 31, 2018**

**4. STANDBY FEES** (authorized only under TWC Section 49.231):

Does the District have Debt Service standby fees?                      Yes     No

Does the District have Operation and Maintenance standby fees?    Yes     No

**5. LOCATION OF DISTRICT:**

Is the District located entirely within one county?

Yes                       No

County or Counties in which District is located:

Harris County, Texas

Is the District located within a city?

Entirely                       Partly                       Not at all

Is the District located within a city's extra territorial jurisdiction (ETJ)?

Entirely                       Partly                       Not at all

ETJ's in which District is located:

City of Houston, Texas.

Are Board Members appointed by an office outside the District?

Yes                       No

See accompanying independent auditor's report.



**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**GENERAL FUND EXPENDITURES**  
**FOR THE YEAR ENDED MARCH 31, 2018**

PROFESSIONAL FEES:	
Auditing	\$ 16,250
Engineering	32,513
Legal	91,715
TOTAL PROFESSIONAL FEES	<u>\$ 140,478</u>
PURCHASED SERVICES FOR RESALE:	
Purchased Water Service	\$ 1,156,731
Purchased Wastewater Service	354,577
TOTAL PURCHASED SERVICES FOR RESALE	<u>\$ 1,511,308</u>
CONTRACTED SERVICES:	
Bookkeeping	\$ 16,088
Operations and Billing	82,573
Security	132,001
TOTAL CONTRACTED SERVICES	<u>\$ 230,662</u>
UTILITIES	<u>\$ 206,457</u>
REPAIRS AND MAINTENANCE	<u>\$ 383,908</u>
ADMINISTRATIVE EXPENDITURES:	
Director Fees	\$ 8,850
Dues	650
Insurance	7,957
Office Supplies and Postage	60,854
Payroll Taxes	677
Travel and Meetings	5,545
Regulatory Assessment	7,790
Other	23,579
TOTAL ADMINISTRATIVE EXPENDITURES	<u>\$ 115,902</u>
CAPITAL OUTLAY	<u>\$ 15,427</u>
SOLID WASTE DISPOSAL	<u>\$ 490,937</u>
OTHER EXPENDITURES:	
Laboratory Fees	\$ 5,563
Permit Fees	6,627
Reconnection Fees	19,371
TOTAL OTHER EXPENDITURES	<u>\$ 31,561</u>
TOTAL EXPENDITURES	<u>\$ 3,126,640</u>

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**INVESTMENTS**  
**MARCH 31, 2018**

Fund	Identification or Certificate Number	Interest Rate	Maturity Date	Balance at End of Year	Accrued Interest Receivable at End of Year
<u>GENERAL FUND</u>					
Texas CLASS	XXXX0001	Varies	Daily	\$ 1,736,452	\$
Certificate of Deposit	XXXX1872	1.27%	07/21/18	500,000	4,401
Certificate of Deposit	XXXX8918	1.80%	03/26/19	104,341	26
TOTAL GENERAL FUND				<u>\$ 2,340,793</u>	<u>\$ 4,427</u>
<u>DEBT SERVICE FUND</u>					
Texas CLASS	XXXX0004	Varies	Daily	\$ 3,647,504	\$
Certificate of Deposit	XXXX6129	1.30%	01/02/19	185,997	583
TOTAL DEBT SERVICE FUND				<u>\$ 3,833,501</u>	<u>\$ 583</u>
<u>CAPITAL PROJECTS FUND</u>					
Texas CLASS	XXXX0002	Varies	Daily	\$ 1,633,099	\$ -0-
TOTAL - ALL FUNDS				<u>\$ 7,807,393</u>	<u>\$ 5,010</u>

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**TAXES LEVIED AND RECEIVABLE**  
**FOR THE YEAR ENDED MARCH 31, 2018**

	Maintenance Taxes		Debt Service Taxes	
TAXES RECEIVABLE -				
APRIL 1, 2017	\$	19,437	\$	90,746
Adjustments to Beginning				
Balance		<u>(766)</u>	\$	<u>18,671</u>
			<u>(3,385)</u>	\$
				87,361
Original 2017 Tax Levy	\$	1,050,269	\$	4,761,218
Adjustment to 2017 Tax Levy		<u>36,319</u>	<u>1,086,588</u>	<u>164,645</u>
				<u>4,925,863</u>
 TOTAL TO BE				
ACCOUNTED FOR		\$	1,105,259	\$
				5,013,224
 TAX COLLECTIONS:				
Prior Years	\$	15,768	\$	72,830
Current Year		<u>1,070,140</u>	<u>1,085,908</u>	<u>4,851,301</u>
				<u>4,924,131</u>
 TAXES RECEIVABLE -				
MARCH 31, 2018		<u>\$</u>	<u>19,351</u>	<u>\$</u>
				<u>89,093</u>
 TAXES RECEIVABLE BY				
YEAR:				
2017	\$	16,448	\$	74,562
2016		1,541		6,984
2015		662		3,545
2014		481		2,920
2013		139		813
2011		23		89
2010		27		90
2009		<u>30</u>		<u>90</u>
 TOTAL	\$	<u>19,351</u>	\$	<u>89,093</u>

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290  
TAXES LEVIED AND RECEIVABLE  
FOR THE YEAR ENDED MARCH 31, 2018**

	<u>2017</u>	<u>2016</u>	<u>2015</u>	<u>2014</u>
PROPERTY VALUATIONS:				
Land	\$ 96,525,655	\$ 96,460,791	\$ 96,398,663	\$ 94,294,489
Improvements	636,284,582	635,910,554	593,377,579	459,291,574
Personal Property	4,446,727	4,789,535	4,806,928	3,938,983
Exemptions	<u>(12,865,476)</u>	<u>(11,673,468)</u>	<u>(10,536,920)</u>	<u>(7,574,454)</u>
TOTAL PROPERTY VALUATIONS	<u>\$ 724,391,488</u>	<u>\$ 725,487,412</u>	<u>\$ 684,046,250</u>	<u>\$ 549,950,592</u>
TAX RATES PER \$100 VALUATION:				
Debt Service	\$ 0.68	\$ 0.68	\$ 0.75	\$ 0.85
Maintenance	<u>0.15</u>	<u>0.15</u>	<u>0.14</u>	<u>0.14</u>
TOTAL TAX RATES PER \$100 VALUATION	<u>\$ 0.83</u>	<u>\$ 0.83</u>	<u>\$ 0.89</u>	<u>\$ 0.99</u>
ADJUSTED TAX LEVY*	<u>\$ 6,012,451</u>	<u>\$ 6,021,546</u>	<u>\$ 6,088,011</u>	<u>\$ 5,444,512</u>
PERCENTAGE OF TAXES COLLECTED TO TAXES LEVIED	<u>98.49 %</u>	<u>99.86 %</u>	<u>99.93 %</u>	<u>99.94 %</u>

\* Based upon the adjusted tax levy at the time of the audit for the fiscal year in which the tax was levied.

Maintenance Tax – Maximum tax rate of \$1.50 per \$100 of assessed valuation approved by voters on November 4, 2003.

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**LONG-TERM DEBT SERVICE REQUIREMENTS**  
**MARCH 31, 2018**

S E R I E S - 2 0 0 8			
Due During Fiscal Years Ending March 31	Principal Due September 1	Interest Due September 1/ March 1	Total
2019	\$ 200,000	\$ 5,250	\$ 205,250
2020			
2021			
2022			
2023			
2024			
2025			
2026			
2027			
2028			
2029			
2030			
2031			
2032			
2033			
2034			
2035			
2036			
2037			
2038			
2039			
2040			
	\$ 200,000	\$ 5,250	\$ 205,250

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**LONG-TERM DEBT SERVICE REQUIREMENTS**  
**MARCH 31, 2018**

S E R I E S - 2 0 0 9			
Due During Fiscal Years Ending March 31	Principal Due September 1	Interest Due September 1/ March 1	Total
2019	\$ 120,000	\$ 16,650	\$ 136,650
2020	130,000	10,250	140,250
2021	140,000	3,500	143,500
2022			
2023			
2024			
2025			
2026			
2027			
2028			
2029			
2030			
2031			
2032			
2033			
2034			
2035			
2036			
2037			
2038			
2039			
2040			
	\$ 390,000	\$ 30,400	\$ 420,400

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**LONG-TERM DEBT SERVICE REQUIREMENTS**  
**MARCH 31, 2018**

S E R I E S - 2 0 1 0			
Due During Fiscal Years Ending March 31	Principal Due September 1	Interest Due September 1/ March 1	Total
2019	\$ 120,000	\$ 16,050	\$ 136,050
2020	130,000	9,175	139,175
2021	140,000	2,800	142,800
2022			
2023			
2024			
2025			
2026			
2027			
2028			
2029			
2030			
2031			
2032			
2033			
2034			
2035			
2036			
2037			
2038			
2039			
2040			
	\$ 390,000	\$ 28,025	\$ 418,025

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**LONG-TERM DEBT SERVICE REQUIREMENTS**  
**MARCH 31, 2018**

S E R I E S - 2 0 1 1			
Due During Fiscal Years Ending March 31	Principal Due September 1	Interest Due September 1/ March 1	Total
2019	\$ 225,000	\$ 143,269	\$ 368,269
2020	225,000	135,113	360,113
2021	225,000	128,250	353,250
2022	225,000	122,175	347,175
2023	225,000	115,650	340,650
2024	225,000	108,675	333,675
2025	225,000	101,363	326,363
2026	225,000	93,600	318,600
2027	225,000	85,500	310,500
2028	225,000	76,613	301,613
2029	225,000	66,938	291,938
2030	225,000	57,262	282,262
2031	225,000	47,588	272,588
2032	225,000	37,687	262,687
2033	225,000	27,563	252,563
2034	250,000	16,875	266,875
2035	250,000	5,625	255,625
2036			
2037			
2038			
2039			
2040			
	\$ 3,875,000	\$ 1,369,746	\$ 5,244,746

See accompanying independent auditor's report.



**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**LONG-TERM DEBT SERVICE REQUIREMENTS**  
**MARCH 31, 2018**

S E R I E S - 2 0 1 2				
Due During Fiscal Years Ending March 31	Principal Due September 1	Interest Due September 1/ March 1	Total	
2019	\$ 185,000	\$ 184,588	\$	369,588
2020	190,000	177,088		367,088
2021	200,000	169,288		369,288
2022	210,000	162,663		372,663
2023	220,000	157,288		377,288
2024	230,000	151,375		381,375
2025	240,000	144,912		384,912
2026	250,000	137,862		387,862
2027	260,000	130,212		390,212
2028	275,000	122,187		397,187
2029	285,000	113,787		398,787
2030	300,000	104,637		404,637
2031	310,000	94,725		404,725
2032	325,000	84,407		409,407
2033	340,000	73,601		413,601
2034	355,000	61,863		416,863
2035	370,000	49,175		419,175
2036	390,000	35,875		425,875
2037	405,000	21,963		426,963
2038	425,000	7,438		432,438
2039				
2040				
	\$ 5,765,000	\$ 2,184,934	\$	7,949,934

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**LONG-TERM DEBT SERVICE REQUIREMENTS**  
**MARCH 31, 2018**

S E R I E S - 2 0 1 3			
Due During Fiscal Years Ending March 31	Principal Due September 1	Interest Due September 1/ March 1	Total
2019	\$ 150,000	\$ 294,176	\$ 444,176
2020	150,000	289,676	439,676
2021	150,000	285,176	435,176
2022	150,000	279,926	429,926
2023	150,000	273,926	423,926
2024	150,000	267,926	417,926
2025	175,000	261,426	436,426
2026	175,000	254,426	429,426
2027	175,000	247,426	422,426
2028	175,000	240,426	415,426
2029	200,000	232,926	432,926
2030	225,000	224,144	449,144
2031	250,000	214,050	464,050
2032	275,000	202,722	477,722
2033	300,000	190,144	490,144
2034	300,000	176,832	476,832
2035	465,000	159,619	624,619
2036	1,075,000	124,969	1,199,969
2037	1,075,000	75,922	1,150,922
2038	1,075,000	25,531	1,100,531
2039			
2040			
	\$ 6,840,000	\$ 4,321,369	\$ 11,161,369

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**LONG-TERM DEBT SERVICE REQUIREMENTS**  
**MARCH 31, 2018**

S E R I E S - 2 0 1 4			
Due During Fiscal Years Ending March 31	Principal Due September 1	Interest Due September 1/ March 1	Total
2019	\$ 150,000	\$ 326,094	\$ 476,094
2020	175,000	322,844	497,844
2021	200,000	319,094	519,094
2022	225,000	313,719	538,719
2023	250,000	306,594	556,594
2024	275,000	298,719	573,719
2025	300,000	290,094	590,094
2026	325,000	280,719	605,719
2027	350,000	270,594	620,594
2028	375,000	259,719	634,719
2029	400,000	247,844	647,844
2030	425,000	234,687	659,687
2031	450,000	220,469	670,469
2032	475,000	205,140	680,140
2033	500,000	188,374	688,374
2034	500,000	170,874	670,874
2035	525,000	152,937	677,937
2036	600,000	132,875	732,875
2037	650,000	109,000	759,000
2038	700,000	82,000	782,000
2039	850,000	51,000	901,000
2040	850,000	17,000	867,000
	\$ 9,550,000	\$ 4,800,390	\$ 14,350,390

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**LONG-TERM DEBT SERVICE REQUIREMENTS**  
**MARCH 31, 2018**

S E R I E S - 2 0 1 5			
Due During Fiscal Years Ending March 31	Principal Due September 1	Interest Due September 1/ March 1	Total
2019	\$ 125,000	\$ 78,369	\$ 203,369
2020	125,000	75,869	200,869
2021	125,000	73,369	198,369
2022	125,000	70,775	195,775
2023	125,000	67,869	192,869
2024	125,000	64,431	189,431
2025	125,000	60,681	185,681
2026	125,000	56,931	181,931
2027	125,000	53,025	178,025
2028	125,000	48,962	173,962
2029	125,000	44,822	169,822
2030	125,000	40,603	165,603
2031	125,000	36,384	161,384
2032	115,000	32,263	147,263
2033	100,000	28,500	128,500
2034	100,000	25,000	125,000
2035	100,000	21,375	121,375
2036	100,000	17,625	117,625
2037	100,000	13,875	113,875
2038	100,000	10,000	110,000
2039	100,000	6,000	106,000
2040	100,000	2,000	102,000
	\$ 2,540,000	\$ 928,728	\$ 3,468,728

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**LONG-TERM DEBT SERVICE REQUIREMENTS**  
**MARCH 31, 2018**

S E R I E S - 2 0 1 5 A			
Due During Fiscal Years Ending March 31	Principal Due September 1	Interest Due September 1/ March 1	Total
2019	\$ 500,000	\$ 137,000	\$ 637,000
2020	500,000	128,250	628,250
2021	500,000	118,250	618,250
2022	500,000	108,250	608,250
2023	500,000	98,250	598,250
2024	500,000	87,000	587,000
2025	500,000	74,500	574,500
2026	500,000	62,000	562,000
2027	500,000	48,875	548,875
2028	500,000	34,500	534,500
2029	500,000	19,500	519,500
2030	400,000	6,000	406,000
2031			
2032			
2033			
2034			
2035			
2036			
2037			
2038			
2039			
2040			
	\$ 5,900,000	\$ 922,375	\$ 6,822,375

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**LONG-TERM DEBT SERVICE REQUIREMENTS**  
**MARCH 31, 2018**

SERIES - 2016 REFUNDING

Due During Fiscal Years Ending March 31	Principal Due September 1	Interest Due September 1/ March 1	Total
2019	\$ 995,000	\$ 604,256	\$ 1,599,256
2020	1,215,000	582,157	1,797,157
2021	1,235,000	557,656	1,792,656
2022	1,255,000	532,757	1,787,757
2023	1,275,000	507,456	1,782,456
2024	1,285,000	481,053	1,766,053
2025	1,310,000	452,663	1,762,663
2026	1,340,000	421,175	1,761,175
2027	1,360,000	385,725	1,745,725
2028	1,385,000	346,250	1,731,250
2029	1,420,000	304,175	1,724,175
2030	1,460,000	260,975	1,720,975
2031	1,490,000	216,725	1,706,725
2032	1,520,000	169,675	1,689,675
2033	1,560,000	119,625	1,679,625
2034	1,580,000	67,612	1,647,612
2035	1,170,000	20,475	1,190,475
2036			
2037			
2038			
2039			
2040			
	<u>\$ 22,855,000</u>	<u>\$ 6,030,410</u>	<u>\$ 28,885,410</u>

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**LONG-TERM DEBT SERVICE REQUIREMENTS**  
**MARCH 31, 2018**

SERIES - 2017 REFUNDING

Due During Fiscal Years Ending March 31	Principal Due September 1	Interest Due September 1/ March 1	Total
2019	\$ 65,000	\$ 151,413	\$ 216,413
2020	70,000	150,063	220,063
2021	70,000	148,663	218,663
2022	370,000	142,412	512,412
2023	375,000	133,112	508,112
2024	390,000	125,462	515,462
2025	390,000	117,662	507,662
2026	390,000	109,862	499,862
2027	395,000	101,518	496,518
2028	385,000	92,744	477,744
2029	380,000	83,662	463,662
2030	370,000	73,825	443,825
2031	390,000	62,888	452,888
2032	405,000	50,963	455,963
2033	400,000	38,888	438,888
2034	440,000	26,288	466,288
2035	630,000	9,844	639,844
2036			
2037			
2038			
2039			
2040			
	<u>\$ 5,915,000</u>	<u>\$ 1,619,269</u>	<u>\$ 7,534,269</u>

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**LONG-TERM DEBT SERVICE REQUIREMENTS**  
**MARCH 31, 2018**

S E R I E S - 2 0 1 7 A			
Due During Fiscal Years Ending March 31	Principal Due September 1	Interest Due September 1/ March 1	Total
2019	\$ 100,000	\$ 99,550	\$ 199,550
2020	100,000	97,550	197,550
2021	100,000	95,550	195,550
2022	100,000	93,550	193,550
2023	100,000	91,550	191,550
2024	100,000	89,550	189,550
2025	100,000	87,550	187,550
2026	100,000	85,050	185,050
2027	100,000	82,050	182,050
2028	100,000	79,050	179,050
2029	100,000	76,050	176,050
2030	100,000	73,050	173,050
2031	200,000	68,550	268,550
2032	200,000	62,550	262,550
2033	200,000	56,550	256,550
2034	200,000	50,550	250,550
2035	200,000	44,425	244,425
2036	250,000	37,393	287,393
2037	250,000	29,581	279,581
2038	250,000	21,613	271,613
2039	270,000	13,163	283,163
2040	270,000	4,388	274,388
	\$ 3,490,000	\$ 1,438,863	\$ 4,928,863

See accompanying independent auditor's report.



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**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**LONG-TERM DEBT SERVICE REQUIREMENTS**  
**MARCH 31, 2018**

ANNUAL REQUIREMENTS  
FOR ALL SERIES

Due During Fiscal Years Ending March 31	Total Principal Due	Total Interest Due	Total Principal and Interest Due
2019	\$ 2,935,000	\$ 2,056,665	\$ 4,991,665
2020	3,010,000	1,978,035	4,988,035
2021	3,085,000	1,901,596	4,986,596
2022	3,160,000	1,826,227	4,986,227
2023	3,220,000	1,751,695	4,971,695
2024	3,280,000	1,674,191	4,954,191
2025	3,365,000	1,590,851	4,955,851
2026	3,430,000	1,501,625	4,931,625
2027	3,490,000	1,404,925	4,894,925
2028	3,545,000	1,300,451	4,845,451
2029	3,635,000	1,189,704	4,824,704
2030	3,630,000	1,075,183	4,705,183
2031	3,440,000	961,379	4,401,379
2032	3,540,000	845,407	4,385,407
2033	3,625,000	723,245	4,348,245
2034	3,725,000	595,894	4,320,894
2035	3,710,000	463,475	4,173,475
2036	2,415,000	348,737	2,763,737
2037	2,480,000	250,341	2,730,341
2038	2,550,000	146,582	2,696,582
2039	1,220,000	70,163	1,290,163
2040	1,220,000	23,388	1,243,388
	<u>\$ 67,710,000</u>	<u>\$ 23,679,759</u>	<u>\$ 91,389,759</u>

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**CHANGE IN LONG-TERM BOND DEBT**  
**FOR THE YEAR ENDED MARCH 31, 2018**

Description	Original Bonds Issued	Bonds Outstanding April 1, 2017
Harris County Municipal Utility District No. 290 Unlimited Tax Bonds - Series 2007	\$ 7,960,000	\$ 250,000
Harris County Municipal Utility District No. 290 Unlimited Tax Bonds - Series 2007A	10,010,000	340,000
Harris County Municipal Utility District No. 290 Unlimited Tax Bonds - Series 2008	6,560,000	390,000
Harris County Municipal Utility District No. 290 Unlimited Tax Bonds - Series 2009	4,275,000	3,675,000
Harris County Municipal Utility District No. 290 Unlimited Tax Bonds - Series 2010	3,320,000	2,720,000
Harris County Municipal Utility District No. 290 Unlimited Tax Bonds - Series 2011	5,000,000	4,100,000
Harris County Municipal Utility District No. 290 Unlimited Tax Bonds - Series 2012	6,425,000	5,940,000
Harris County Municipal Utility District No. 290 Unlimited Tax Bonds - Series 2013	7,290,000	6,990,000
Harris County Municipal Utility District No. 290 Unlimited Tax Bonds - Series 2014	9,775,000	9,675,000
Harris County Municipal Utility District No. 290 Unlimited Tax Bonds - Series 2015	2,790,000	2,665,000
Harris County Municipal Utility District No. 290 Unlimited Tax Park Bonds - Series 2015A	6,900,000	6,400,000
Harris County Municipal Utility District No. 290 Unlimited Tax Refunding Bonds - Series 2016	23,710,000	23,225,000

See accompanying independent auditor's report.

Current Year Transactions					
Bonds Sold	Retirements		Bonds Outstanding March 31, 2018	Paying Agent	
	Principal	Interest			
\$	\$ 250,000	\$ 5,156	\$ -0-	Wells Fargo Bank N.A. Houston, TX	
	340,000	7,225	-0-	Wells Fargo Bank N.A. Houston, TX	
	190,000	15,488	200,000	Wells Fargo Bank N.A. Houston, TX	
	3,285,000	102,850	390,000	Wells Fargo Bank N.A. Houston, TX	
	2,330,000	70,375	390,000	Wells Fargo Bank N.A. Houston, TX	
	225,000	151,987	3,875,000	Wells Fargo Bank N.A. Houston, TX	
	175,000	191,788	5,765,000	The Bank of New York Mellon Trust Company, N.A. Dallas, TX	
	150,000	299,426	6,840,000	The Bank of New York Mellon Trust Company, N.A. Dallas, TX	
	125,000	328,844	9,550,000	The Bank of New York Mellon Trust Company, N.A. Dallas, TX	
	125,000	80,869	2,540,000	The Bank of New York Mellon Trust Company, N.A. Dallas, TX	
	500,000	144,500	5,900,000	The Bank of New York Mellon Trust Company, N.A. Dallas, TX	
	370,000	617,906	22,855,000	The Bank of New York Mellon Trust Company, N.A. Dallas, TX	

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**CHANGE IN LONG-TERM BOND DEBT**  
**FOR THE YEAR ENDED MARCH 31, 2018**

Description	Original Bonds Issued	Bonds Outstanding April 1, 2017
Harris County Municipal Utility District No. 290 Unlimited Tax Refunding Bonds - Series 2017	5,915,000	
Harris County Municipal Utility District No. 290 Unlimited Tax Bonds - Series 2017A	<u>3,490,000</u>	
<b>TOTAL</b>	<b><u>\$ 103,420,000</u></b>	<b><u>\$ 66,370,000</u></b>

Bond Authority:	Water and Sewer Bonds *	Refunding Bonds	Park Bonds
Amount Authorized by Voters	\$ 123,915,000	\$ 50,000,000	\$ 7,400,000
Amount Issued	<u>70,495,000</u>	<u>2,780,000</u>	<u>6,900,000</u>
Remaining to be Issued	<u>\$ 53,420,000</u>	<u>\$ 47,220,000</u>	<u>\$ 500,000</u>

Debt Service Fund cash and investments balances as of March 31, 2018:	<u>\$ 7,942,016</u>
Average annual debt service payment (principal and interest) for remaining term of all debt:	<u>\$ 4,154,080</u>

See Note 3 for interest rate, interest payment dates and maturity dates.

\* Includes all bonds secured with tax revenues. Bonds in this category may also be secured with other revenues in combination with taxes.

See accompanying independent auditor's report.

<u>Current Year Transactions</u>				
	<u>Retirements</u>		<u>Bonds Outstanding</u>	<u>Paying Agent</u>
<u>Bonds Sold</u>	<u>Principal</u>	<u>Interest</u>	<u>March 31, 2018</u>	
5,915,000		73,496	5,915,000	The Bank of New York Mellon Trust Company, N.A. Dallas, TX
<u>3,490,000</u>		<u>33,516</u>	<u>3,490,000</u>	The Bank of New York Mellon Trust Company, N.A. Dallas, TX
<u>\$ 9,405,000</u>	<u>\$ 8,065,000</u>	<u>\$ 2,123,426</u>	<u>\$ 67,710,000</u>	

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**COMPARATIVE SCHEDULE OF REVENUES AND EXPENDITURES**  
**GENERAL FUND - FIVE YEARS**

	Amounts		
	2018	2017	2016
<b>REVENUES</b>			
Property Taxes	\$ 1,085,908	\$ 1,084,708	\$ 959,638
Water Service	993,838	995,851	935,707
Wastewater Service	585,038	586,806	585,059
Regional Water Authority Fee	857,812	815,530	725,983
Penalty and Interest	33,833	34,654	32,589
Tap Connection and Inspection Fees			29,290
Investment Revenues	32,028	16,914	6,680
Miscellaneous Revenues	24,392	25,879	29,147
<b>TOTAL REVENUES</b>	<b>\$ 3,612,849</b>	<b>\$ 3,560,342</b>	<b>\$ 3,304,093</b>
<b>EXPENDITURES</b>			
Professional Fees	\$ 140,478	\$ 165,175	\$ 181,392
Contracted Services	721,599	691,949	684,436
Purchased Water Service	1,156,731	1,103,486	1,023,841
Purchased Wastewater Service	354,577	343,256	348,260
Utilities	206,457	211,705	223,612
Repairs and Maintenance	383,908	240,625	288,861
Other	147,463	137,557	187,905
Capital Outlay	15,427	35,447	754,732
<b>TOTAL EXPENDITURES</b>	<b>\$ 3,126,640</b>	<b>\$ 2,929,200</b>	<b>\$ 3,693,039</b>
<b>EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES</b>	<b>\$ 486,209</b>	<b>\$ 631,142</b>	<b>\$ (388,946)</b>
<b>OTHER FINANCING SOURCES (USES)</b>			
Transfers In(Out)	\$ 876,156	\$ 5,512	\$
Contributed by Developer			
<b>TOTAL OTHER FINANCING SOURCES (USES)</b>	<b>\$ 876,156</b>	<b>\$ 5,512</b>	<b>\$ - 0 -</b>
<b>NET CHANGE IN FUND BALANCE</b>	<b>\$ 1,362,365</b>	<b>\$ 636,654</b>	<b>\$ (388,946)</b>
<b>BEGINNING FUND BALANCE</b>	<b>3,422,880</b>	<b>2,786,226</b>	<b>3,175,172</b>
<b>ENDING FUND BALANCE</b>	<b>\$ 4,785,245</b>	<b>\$ 3,422,880</b>	<b>\$ 2,786,226</b>

\* Eighteen-month Period

See accompanying independent auditor's report.

		Percentage of Total Revenue				
2015	2014 *	2018	2017	2016	2015	2014 *
\$ 763,035	\$ 1,292,704	30.2 %	30.5 %	29.1 %	24.0 %	28.0 %
880,444	1,148,630	27.4	27.9	28.2	27.3	25.8
546,614	723,559	16.2	16.5	17.7	17.0	15.8
627,326	785,203	23.7	22.9	22.0	19.5	18.7
49,014	45,258	0.9	1.0	1.0	1.5	1.3
304,402	572,213			0.9	9.5	8.9
5,715	6,866	0.9	0.5	0.2	0.2	0.3
32,478	59,490	0.7	0.7	0.9	1.0	1.2
<u>\$ 3,209,028</u>	<u>\$ 4,633,923</u>	<u>100.0 %</u>	<u>100.0 %</u>	<u>100.0 %</u>	<u>100.0 %</u>	<u>100.0 %</u>
\$ 171,644	\$ 250,679	3.9 %	4.6 %	5.5 %	5.3 %	5.4 %
662,360	869,639	20.0	19.4	20.7	20.6	18.8
840,332	1,165,535	32.0	31.0	31.0	26.2	25.2
335,149	458,367	9.8	9.6	10.5	10.4	9.9
218,686	305,171	5.7	5.9	6.8	6.8	6.6
337,430	473,153	10.6	6.8	8.7	10.5	10.2
317,527	436,460	4.1	3.9	5.7	9.9	9.4
634,753	1,064,576	0.4	1.0	22.8	19.8	23.0
<u>\$ 3,517,881</u>	<u>\$ 5,023,580</u>	<u>86.5 %</u>	<u>82.2 %</u>	<u>111.7 %</u>	<u>109.5 %</u>	<u>108.5 %</u>
<u>\$ (308,853)</u>	<u>\$ (389,657)</u>	<u>13.5 %</u>	<u>17.8 %</u>	<u>(11.7) %</u>	<u>(9.5) %</u>	<u>(8.5) %</u>
\$ 582,622	\$ 836,775					
<u>\$ 582,622</u>	<u>\$ 836,775</u>					
\$ 273,769	\$ 447,118					
<u>2,901,403</u>	<u>2,454,285</u>					
<u>\$ 3,175,172</u>	<u>\$ 2,901,403</u>					

See accompanying independent auditor's report.



**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**COMPARATIVE SCHEDULE OF REVENUES AND EXPENDITURES**  
**DEBT SERVICE FUND - FIVE YEARS**

	Amounts		
	2018	2017	2016
<b>REVENUES</b>			
Property Taxes	\$ 4,924,131	\$ 4,928,223	\$ 5,151,632
Penalty and Interest	22,525	17,947	17,754
Interest on Investments	60,880	30,747	12,346
Miscellaneous Revenues	_____	_____	75
<b>TOTAL REVENUES</b>	<b>\$ 5,007,536</b>	<b>\$ 4,976,917</b>	<b>\$ 5,181,807</b>
<b>EXPENDITURES</b>			
Tax Collection Expenditures	\$ 116,601	\$ 109,883	\$ 110,248
Debt Service Principal	2,670,000	2,800,000	1,540,000
Debt Service Interest and Fees	2,131,976	2,328,328	2,076,186
Transfer to Refunding Escrow Agent	15,000		
Bond Issuance Costs	231,482	_____	747,182
<b>TOTAL EXPENDITURES</b>	<b>\$ 5,165,059</b>	<b>\$ 5,238,211</b>	<b>\$ 4,473,616</b>
<b>EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES</b>	<b>\$ (157,523)</b>	<b>\$ (261,294)</b>	<b>\$ 708,191</b>
<b>OTHER FINANCING SOURCES (USES)</b>			
Long-Term Debt Issued	\$ 5,915,000	\$ _____	\$ 23,710,000
Transfer to Refunding Escrow Agent	(5,631,583)		(22,583,371)
Bond Discount	(52,944)	_____	(373,217)
<b>TOTAL OTHER FINANCING SOURCES (USES)</b>	<b>\$ 230,473</b>	<b>\$ - 0 -</b>	<b>\$ 753,412</b>
<b>NET CHANGE IN FUND BALANCE</b>	<b>\$ 72,950</b>	<b>\$ (261,294)</b>	<b>\$ 1,461,603</b>
<b>BEGINNING FUND BALANCE</b>	<b>7,851,586</b>	<b>8,112,880</b>	<b>6,651,277</b>
<b>ENDING FUND BALANCE</b>	<b>\$ 7,924,536</b>	<b>\$ 7,851,586</b>	<b>\$ 8,112,880</b>
<b>TOTAL ACTIVE RETAIL WATER CONNECTIONS</b>	<b>2,814</b>	<b>2,814</b>	<b>2,821</b>
<b>TOTAL ACTIVE RETAIL WASTEWATER CONNECTIONS</b>	<b>2,700</b>	<b>2,700</b>	<b>2,707</b>
<b>* Eighteen-month Period</b>			

See accompanying independent auditor's report.

		Percentage of Total Revenue				
2015	2014 *	2018	2017	2016	2015	2014 *
\$ 4,629,203	\$ 6,908,912	98.4 %	99.0 %	99.5 %	99.4 %	99.5 %
14,661	21,642	0.4	0.4	0.3	0.3	0.3
12,414	16,398	1.2	0.6	0.2	0.3	0.2
<u>\$ 4,656,278</u>	<u>\$ 6,946,952</u>	<u>100.0 %</u>	<u>100.0 %</u>	<u>100.0 %</u>	<u>100.0 %</u>	<u>100.0 %</u>
\$ 71,356	\$ 124,301	2.3 %	2.2 %	2.1 %	1.5 %	1.8 %
1,350,000	1,160,000	53.3	56.3	29.7	29.0	16.7
2,362,215	3,049,979	42.6	46.8	40.1	50.7	43.9
		0.3				
		4.6		14.4		
<u>\$ 3,783,571</u>	<u>\$ 4,334,280</u>	<u>103.1 %</u>	<u>105.3 %</u>	<u>86.3 %</u>	<u>81.2 %</u>	<u>62.4 %</u>
<u>\$ 872,707</u>	<u>\$ 2,612,672</u>	<u>(3.1) %</u>	<u>(5.3) %</u>	<u>13.7 %</u>	<u>18.8 %</u>	<u>37.6 %</u>
\$ 332,094	\$ 527,163					
<u>\$ 332,094</u>	<u>\$ 527,163</u>					
\$ 1,204,801	\$ 3,139,835					
<u>5,446,476</u>	<u>2,306,641</u>					
<u>\$ 6,651,277</u>	<u>\$ 5,446,476</u>					
<u>2,796</u>	<u>2,563</u>					
<u>2,682</u>	<u>2,474</u>					

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290  
BOARD MEMBERS, KEY PERSONNEL AND CONSULTANTS  
MARCH 31, 2018**

District Mailing Address - Harris County Municipal Utility District No. 290  
c/o Allen Boone Humphries Robinson LLP  
3200 Southwest Freeway, Suite 2600  
Houston, TX 77027

District Telephone Number - (713) 860-6400

<b>Board Members:</b>	Term of Office (Elected or <u>Appointed</u> )	Fees of Office for the year ended <u>March 31, 2018</u>	Expense Reimbursements for the year ended <u>March 31, 2018</u>	<u>Title</u>
Michelle Dueitt	05/2016 05/2020 (Elected)	\$ 3,000	\$ 2,236	President
Joshua Stibrich	05/2016 05/2020 (Elected)	\$ 1,350	\$ 216	Vice President
Steven Humphrey	08/2015 05/2018 (Appointed)	\$ 1,350	\$ 162	Assistant Vice President
Carey Kesner	05/2014 05/2018 (Elected)	\$ 1,500	\$ 243	Secretary
Ginger Salas	06/2015 05/2018 (Appointed)	\$ 1,500	\$ 189	Assistant Secretary

Notes: No Director has any business or family relationships (as defined by the Texas Water Code) with major landowners in the District, with the District's developers or with any of the District's consultants.

Submission date of most recent District Registration Form (TWC Sections 36.054 and 49.054):  
May 24, 2016.

The limit on Fees of Office that a Director may receive during a fiscal year is \$7,200 as set by Board Resolution (TWC Section 49.060) on December 3, 2002. Fees of Office are the amounts actually paid to a Director during the District's current period.

See accompanying independent auditor's report.

**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 290**  
**BOARD MEMBERS, KEY PERSONNEL AND CONSULTANTS**  
**MARCH 31, 2018**

<b>Consultants:</b>	<u>Date Hired</u>	<u>Fees / Compensation for the year ended March 31, 2018</u>	<u>Title</u>
Allen Boone Humphries Robinson LLP	07/26/03	\$ 91,715 162,241	General Counsel Bond Counsel
McCall Gibson Swedlund Barfoot PLLC	08/27/03	\$ 16,250 \$ 5,800	Auditor AUP Services
Myrtle Cruz, Inc.	04/30/08	\$ 25,388	Bookkeeper
Perdue, Brandon, Fielder, Collins & Mott, L.L.P.	03/24/04	\$ 5,771	Delinquent Tax Attorney
BGE, Inc.	03/01/13	\$ 62,719	Engineer
Hilltop Securities, Inc.	12/03/02- 04/26/18	\$ 137,677	Financial Advisor
Masterson Advisors LLC	04/26/18	\$ -0-	Financial Advisor
Mary Jarmon	11/21/13	\$ -0-	Investment Officer
Municipal Operations & Consulting	03/15/13	\$ 407,119	Operator
Tax Tech, Incorporated	01/23/08	\$ 42,894	Tax Assessor/ Collector

See accompanying independent auditor's report.

**APPENDIX B**

**Specimen Municipal Bond Insurance Policy**



## MUNICIPAL BOND INSURANCE POLICY

ISSUER:

Policy No: -N

BONDS: \$ in aggregate principal amount of

Effective Date:

Premium: \$

ASSURED GUARANTY MUNICIPAL CORP. ("AGM"), for consideration received, hereby UNCONDITIONALLY AND IRREVOCABLY agrees to pay to the trustee (the "Trustee") or paying agent (the "Paying Agent") (as set forth in the documentation providing for the issuance of and securing the Bonds) for the Bonds, for the benefit of the Owners or, at the election of AGM, directly to each Owner, subject only to the terms of this Policy (which includes each endorsement hereto), that portion of the principal of and interest on the Bonds that shall become Due for Payment but shall be unpaid by reason of Nonpayment by the Issuer.

On the later of the day on which such principal and interest becomes Due for Payment or the Business Day next following the Business Day on which AGM shall have received Notice of Nonpayment, AGM will disburse to or for the benefit of each Owner of a Bond the face amount of principal of and interest on the Bond that is then Due for Payment but is then unpaid by reason of Nonpayment by the Issuer, but only upon receipt by AGM, in a form reasonably satisfactory to it, of (a) evidence of the Owner's right to receive payment of the principal or interest then Due for Payment and (b) evidence, including any appropriate instruments of assignment, that all of the Owner's rights with respect to payment of such principal or interest that is Due for Payment shall thereupon vest in AGM. A Notice of Nonpayment will be deemed received on a given Business Day if it is received prior to 1:00 p.m. (New York time) on such Business Day; otherwise, it will be deemed received on the next Business Day. If any Notice of Nonpayment received by AGM is incomplete, it shall be deemed not to have been received by AGM for purposes of the preceding sentence and AGM shall promptly so advise the Trustee, Paying Agent or Owner, as appropriate, who may submit an amended Notice of Nonpayment. Upon disbursement in respect of a Bond, AGM shall become the owner of the Bond, any appurtenant coupon to the Bond or right to receipt of payment of principal of or interest on the Bond and shall be fully subrogated to the rights of the Owner, including the Owner's right to receive payments under the Bond, to the extent of any payment by AGM hereunder. Payment by AGM to the Trustee or Paying Agent for the benefit of the Owners shall, to the extent thereof, discharge the obligation of AGM under this Policy.

Except to the extent expressly modified by an endorsement hereto, the following terms shall have the meanings specified for all purposes of this Policy. "Business Day" means any day other than (a) a Saturday or Sunday or (b) a day on which banking institutions in the State of New York or the Insurer's Fiscal Agent are authorized or required by law or executive order to remain closed. "Due for Payment" means (a) when referring to the principal of a Bond, payable on the stated maturity date thereof or the date on which the same shall have been duly called for mandatory sinking fund redemption and does not refer to any earlier date on which payment is due by reason of call for redemption (other than by mandatory sinking fund redemption), acceleration or other advancement of maturity unless AGM shall elect, in its sole discretion, to pay such principal due upon such acceleration together with any accrued interest to the date of acceleration and (b) when referring to interest on a Bond, payable on the stated date for payment of interest. "Nonpayment" means, in respect of a Bond, the failure of the Issuer to have provided sufficient funds to the Trustee or, if there is no Trustee, to the Paying Agent for payment in full of all principal and interest that is Due for Payment on such Bond. "Nonpayment" shall also include, in respect of a Bond, any payment of principal or interest that is Due for Payment made to an Owner by or on behalf of the Issuer which has been recovered from such Owner pursuant to the

United States Bankruptcy Code by a trustee in bankruptcy in accordance with a final, nonappealable order of a court having competent jurisdiction. "Notice" means telephonic or telecopied notice, subsequently confirmed in a signed writing, or written notice by registered or certified mail, from an Owner, the Trustee or the Paying Agent to AGM which notice shall specify (a) the person or entity making the claim, (b) the Policy Number, (c) the claimed amount and (d) the date such claimed amount became Due for Payment. "Owner" means, in respect of a Bond, the person or entity who, at the time of Nonpayment, is entitled under the terms of such Bond to payment thereof, except that "Owner" shall not include the Issuer or any person or entity whose direct or indirect obligation constitutes the underlying security for the Bonds.

AGM may appoint a fiscal agent (the "Insurer's Fiscal Agent") for purposes of this Policy by giving written notice to the Trustee and the Paying Agent specifying the name and notice address of the Insurer's Fiscal Agent. From and after the date of receipt of such notice by the Trustee and the Paying Agent, (a) copies of all notices required to be delivered to AGM pursuant to this Policy shall be simultaneously delivered to the Insurer's Fiscal Agent and to AGM and shall not be deemed received until received by both and (b) all payments required to be made by AGM under this Policy may be made directly by AGM or by the Insurer's Fiscal Agent on behalf of AGM. The Insurer's Fiscal Agent is the agent of AGM only and the Insurer's Fiscal Agent shall in no event be liable to any Owner for any act of the Insurer's Fiscal Agent or any failure of AGM to deposit or cause to be deposited sufficient funds to make payments due under this Policy.

To the fullest extent permitted by applicable law, AGM agrees not to assert, and hereby waives, only for the benefit of each Owner, all rights (whether by counterclaim, setoff or otherwise) and defenses (including, without limitation, the defense of fraud), whether acquired by subrogation, assignment or otherwise, to the extent that such rights and defenses may be available to AGM to avoid payment of its obligations under this Policy in accordance with the express provisions of this Policy.

This Policy sets forth in full the undertaking of AGM, and shall not be modified, altered or affected by any other agreement or instrument, including any modification or amendment thereto. Except to the extent expressly modified by an endorsement hereto, (a) any premium paid in respect of this Policy is nonrefundable for any reason whatsoever, including payment, or provision being made for payment, of the Bonds prior to maturity and (b) this Policy may not be canceled or revoked. THIS POLICY IS NOT COVERED BY THE PROPERTY/CASUALTY INSURANCE SECURITY FUND SPECIFIED IN ARTICLE 76 OF THE NEW YORK INSURANCE LAW.

In witness whereof, ASSURED GUARANTY MUNICIPAL CORP. has caused this Policy to be executed on its behalf by its Authorized Officer.

ASSURED GUARANTY MUNICIPAL CORP.

By \_\_\_\_\_  
Authorized Officer

A subsidiary of Assured Guaranty Municipal Holdings Inc.  
1633 Broadway, New York, N.Y. 10019  
(212) 974-0100