

**OFFICIAL STATEMENT DATED AUGUST 31, 2021**

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 ARE NOT "QUALIFIED TAX-EXEMPT OBLIGATIONS" FOR FINANCIAL INSTITUTIONS.

**NEW ISSUE-Book-Entry-Only**

Insured Ratings (AGM): S&P "AA" (stable outlook)  
Moody's "A2" (stable outlook)  
Underlying Rating: Moody's "A3"  
See "MUNICIPAL BOND RATING" and "MUNICIPAL BOND INSURANCE" herein.

**\$12,685,000**  
**HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 287**  
*(A political subdivision of the State of Texas located within Harris County)*  
**UNLIMITED TAX BONDS**  
**SERIES 2021A**

The bonds described above (the "Bonds") are obligations solely of Harris County Municipal Utility District No. 287 (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, when issued, will constitute valid and legally binding obligations of 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 within the District. THE BONDS ARE SUBJECT TO SPECIAL INVESTMENT CONSIDERATIONS DESCRIBED HEREIN. See "INVESTMENT CONSIDERATIONS."

**Dated Date: September 1, 2021**

**Interest Accrual Date: Date of Delivery**

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

Principal of the Bonds is payable at maturity or earlier redemption at the principal payment office of the paying agent/registrar, initially The Bank of New York Mellon Trust Company, N.A., Dallas, Texas (the "Paying Agent/Registrar" or "Paying Agent"), upon surrender of the Bonds for payment. Interest on the Bonds accrues from the initial date of delivery (expected September 28, 2021) (the "Date of Delivery"), and is payable each March 1 and September 1, commencing March 1, 2022, until maturity or prior redemption. The Bonds will be issued only in fully registered form in denominations of \$5,000 each or integral multiples thereof. The Bonds are subject to redemption prior to their 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 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 (March 1)	Principal Amount	Interest Rate	Initial Reoffering Yield (c)	CUSIP Number (b)	Due (March 1)	Principal Amount	Interest Rate	Initial Reoffering Yield (c)	CUSIP Number (b)
2023	\$ 530,000	2.00%	0.30%	41422L KK2	2033	\$ 530,000 (a)	2.00%	1.80%	41422L KV8
2024	530,000	2.00%	0.40%	41422L KL0	2034	530,000 (a)	2.00%	2.00%	41422L KW4
2025	530,000	2.00%	0.55%	41422L KM8	2035	530,000 (a)	2.00%	2.10%	41422L KX4
2026	530,000	2.00%	0.70%	41422L KN6	2036	530,000 (a)	2.00%	2.15%	41422L KY2
2027	530,000	2.00%	0.85%	41422L KP1	2037	530,000 (a)	2.00%	2.20%	41422L KZ9
2028	530,000 (a)	1.00%	1.20%	41422L KQ9	2038	530,000 (a)	2.00%	2.25%	41422L LA3
2029	530,000 (a)	1.00%	1.40%	41422L KR7	2039	530,000 (a)	2.125%	2.30%	41422L LB1
***	***	***	***	***	2040	525,000 (a)	2.125%	2.35%	41422L LC9
2032	530,000 (a)	2.00%	1.60%	41422L KU0	2041	525,000 (a)	2.250%	2.40%	41422L LD7

\$1,060,000 Term Bonds due March 1, 2031 (a), 41422L KT3 (b), 1.500% Interest Rate, 1.60% Yield (c)

\$1,050,000 Term Bonds due March 1, 2043 (a), 41422L LF2 (b), 2.375% Interest Rate, 2.45% Yield (c)

\$1,575,000 Term Bonds due March 1, 2046 (a), 41422L LJ4 (b), 2.375% Interest Rate, 2.50% Yield (c)

- (a) Bonds maturing on or after March 1, 2028, are subject to redemption at the option of the District prior to their maturity dates in whole, or from time to time in part, on March 1, 2027, or on any date thereafter at a price of par value plus unpaid accrued interest from the most recent Interest Payment Date (as herein defined) to the date fixed for redemption. The Term Bonds (as defined herein) are also subject to mandatory sinking fund redemption as more fully described herein. See "THE BONDS—Redemption Provisions."
- (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) Initial reoffering yield represents the initial offering yield to the public, which has been established by the Underwriter for offers to the public and which subsequently may be changed.

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, Houston, Texas, Bond Counsel. See "LEGAL MATTERS." Delivery of the Bonds in book-entry form through the facilities of DTC is expected on or about September 28, 2021 in Houston, Texas.

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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 representations 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, resolutions, 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, Bond Counsel, 3200 Southwest Freeway, Suite 2600, Houston, Texas, 77027, upon payment of duplication costs.

References to web site addresses presented herein are for informational purposes only and may be in the form of a hyperlink solely for the reader's convenience. Unless specified otherwise, such web sites and the information or links contained therein are not incorporated into, and are not part of, this Official Statement for purposes of, and as that term is defined in, SEC Rule 15c2-12, as amended.

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 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—Specimen Municipal Bond Insurance Policy."

## **SALE AND DISTRIBUTION OF THE BONDS**

### **Award of the Bonds**

After requesting competitive bids for the Bonds, the District accepted the bid resulting in the lowest net effective interest rate, which bid was tendered by SAMCO Capital Markets, Inc. (the "Underwriter") bearing the interest rates shown on the cover page hereof, at a price of 98.2144% of the par value thereof plus accrued interest to the date of delivery which resulted in a net effective interest rate of 2.229549% as calculated pursuant to Chapter 1204 of the Texas Government Code, as amended.

### **Prices and Marketability**

The prices and other terms with respect to the offering and sale of the Bonds may be changed from time-to-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 which stabilize or maintain the market prices of the Bonds at levels above those which 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 and the Bonds have not 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.

## OFFICIAL STATEMENT SUMMARY

The following is a brief summary of certain information contained herein which is qualified in its entirety by the detailed information and financial statements appearing elsewhere in this OFFICIAL STATEMENT. The summary should not be detached and should be used in conjunction with more complete information contained herein. A full review should be made of the entire OFFICIAL STATEMENT and of the documents summarized or described therein.

### INFECTIOUS DISEASE OUTLOOK (COVID-19)

*General*.....In March 2020, the World Health Organization and the President of the United States separately declared the outbreak of a respiratory disease caused by a novel coronavirus (“COVID-19”) to be a public health emergency. On March 13, 2020, the Governor of Texas (the “Governor”) declared a state of disaster for all counties in the State of Texas (the “State”) because of the effects of COVID-19. Subsequently, in response to a rise in COVID-19 infections in the State and pursuant to the Chapter 418 of the Texas Government Code, the Governor issued a number of executive orders intended to help limit the spread of COVID-19 and mitigate injury and the loss of life, including limitations imposed on business operations, social gatherings and other activities.

Over the ensuing year, COVID-19 negatively affected commerce, travel and businesses locally and globally, and negatively affected economic growth worldwide and within the State. Following the widespread release and distribution of various COVID-19 vaccines in 2021 and a decrease in active COVID-19 cases generally in the United States, state governments (including Texas) have started to lift business and social limitations associated with COVID-19. Beginning in March 2021, the Governor issued various executive orders, which, among other things, rescinded and superseded prior executive orders and provide that there are currently no COVID-19 related operating limits for any business or other establishment except in counties with an “area with high hospitalizations” where a county judge may impose COVID-19 related mitigation strategies. Harris County is not currently an “area with high hospitalizations.” The Governor retains the right to impose additional restrictions on activities if needed in order to mitigate the effects of COVID-19. Additional information regarding executive orders issued by the Governor is accessible on the website of the Governor at <https://gov.texas.gov/>. Neither the information on, nor accessed through, such website of the Governor is incorporated by reference into this OFFICIAL STATEMENT.

With the easing or removal of associated governmental restrictions, economic activity has increased. However, there are no assurances that such increased economic activity will continue or continue at the same rate, especially if there are future outbreaks of COVID-19. The District has not experienced any decrease in property values, unusual tax delinquencies or interruptions to any service as a result of COVID 19; however, the District cannot predict the long-term economic effect of COVID-19 or a similar virus should there be a reversal of economic activity and reinstitution of restrictions. See “INVESTMENT CONSIDERATIONS—Infectious Disease Outlook (COVID-19).”

### THE DISTRICT

*Description*.....Harris County Municipal Utility District No. 287 (the “District”) is a political subdivision of the State of Texas, created by an order of the Texas Commission on Environmental Quality (the “TCEQ”) on July 29, 1985, and operates pursuant to Chapters 49 and 54 of the Texas Water Code, as amended. At the time of its creation the District contained approximately 322 acres and subsequently annexed approximately 390 acres. The District currently consists of approximately 712 acres of land. See “THE DISTRICT.”

*Location*.....The District is located approximately 25 miles west of the central downtown business district of the City of Houston, Texas in Harris County. The District lies wholly within the exclusive extraterritorial jurisdiction of the City of Houston and within the boundaries of the Katy Independent School District. The District is located along Texas State Highway 99 (the “Grand Parkway”) and lies mostly north of Morton Road, south of Clay Road, and west of Mason Road. See “THE DISTRICT—Description and Location” and “AERIAL PHOTOGRAPH.”

<i>The Developers</i> .....	<p>Clay Road 628 Development LP (“Clay Road”) has developed commercial tracts within the District and continues to own approximately 37 acres of commercial tracts.</p> <p>Duke Realty Land, LLC, an Indiana limited liability company, (“Duke”) initially owned approximately 78 acres of commercial tracts within the District. A 433,200 square foot industrial building has been constructed on approximately 24 of such acres and has recently been leased by RTIC Outdoors, LLC (“RTIC”), who has not yet begun occupying the building but is in the process of completing build out for occupancy which is expected by the end of 2021. Additionally, Duke constructed an approximately 805,601 square foot building on approximately 54 acres of its initial tract within the District and has leased it to Amazon, who began occupying the facility in the fourth quarter of 2020. Subsequently, Duke sold the 805,601 square foot Amazon building to Walton Street Capital, LLC but retains ownership of the 433,200 square foot building leased by RTIC.</p> <p>Landmark Industries, LLC, (“Landmark”) owns approximately 25 acres of commercial tracts. Approximately 3 of such acres have been developed by Landmark Industries Development, LLC, a Texas limited liability corporation, as a gas station.</p> <p>Clay Road, Duke, and Landmark are collectively referred to herein as the “Developers.” Other developers have developed smaller tracts of land within the District. See “THE DEVELOPERS.” Neither the Developers nor any landowners are obligated to pay any principal of or interest on the Bonds. See “INVESTMENT CONSIDERATIONS—Dependence on Major Taxpayers” and “THE DEVELOPERS.”</p>
<i>Status of Development</i> .....	<p>The residential portion of the District has been developed as Waterstone and Morton Ranch, consisting of 1,156 lots on approximately 237 acres. As of June 28, 2021, homes had been constructed on all lots (1,151 occupied). Home values within the District range from approximately \$190,000 to \$350,000. See “THE DISTRICT—Land Use,” and “—Status of Development.”</p> <p>A 340-unit apartment community, Seville at Clay Crossing, has been constructed on approximately 15 acres. A 376-unit apartment community, Brea Luxury Apartments, has recently been constructed on approximately 15 acres and began leasing in April 2021. In addition, a 350-unit apartment community is under construction on approximately 12 acres and completion is expected in September 2022.</p> <p>The District includes approximately 219 acres of commercial tracts served with utilities. On approximately 24 of such acres, the Grand Morton Town Center has been constructed which includes a Wal-Mart with gas facilities, a McDonald’s, a Taco Bell and a retail strip center. A public storage facility has been constructed on approximately 2 acres of the developed commercial tracts and a second retail center has been constructed on approximately 5 acres. A third retail center, a convenience store, a Dairy Queen, and two auto service centers have also been constructed on approximately 12 acres. A 433,200 square foot industrial building has been constructed on approximately 24 acres and has recently been leased by RTIC Outdoors, LLC (“RTIC”), who has not yet begun occupying the building but is in the process of completing build out for occupancy which is expected by the end of 2021. . An approximately 805,601 square foot building leased to Amazon has been constructed on approximately 54 acres and a gas station has been constructed on approximately 3 acres.</p> <p>The remainder of the District consists of approximately 214 undevelopable acres. See “THE DISTRICT—Land Use” and “—Status of Development.”</p>
<i>Payment Record</i> .....	<p>The District has previously issued seven series of unlimited tax bonds for water, sewer and drainage facilities, one series of unlimited tax bonds for road facilities and two series of unlimited tax refunding bonds in the aggregate principal amount of \$64,035,000 of which \$53,180,000 principal amount collectively remains outstanding (the “Outstanding Bonds”) as of the date hereof. The District has never defaulted on its debt service obligations.</p>

## THE BONDS

<i>Description</i> .....	\$12,685,000 Unlimited Tax Bonds, Series 2021A (the “Bonds”) are being issued pursuant to a resolution authorizing the issuance of the Bonds adopted by the District's Board of Directors (the “Board”) as fully registered bonds. The Bonds are scheduled to mature serially on March 1 in the years 2023 through 2029, both inclusive, and in the years 2032 through 2041, both inclusive, and as term bonds on March 1 in each of the years 2031, 2043, and 2046 (the “Term Bonds”) in the principal amounts and accrue interest at the rates shown on the cover page hereof. Interest on the Bonds accrues from the Date of Delivery, and is payable March 1, 2022, and each September 1 and March 1 thereafter, until the earlier of maturity or redemption. The Bonds will be issued in denominations of \$5,000 or integral multiples of \$5,000. See “THE BONDS.”
<i>Book-Entry-Only System</i> .....	The Depository Trust Company (defined as “DTC”), New York, New York, will act as securities depository for the Bonds. The Bonds will be issued as fully-registered securities 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. One fully- registered certificate will be issued for each maturity of the Bonds and will be deposited with DTC. See “BOOK-ENTRY-ONLY SYSTEM.”
<i>Redemption</i> .....	Bonds maturing on or after March 1, 2028, are subject to redemption prior to their maturity dates in whole, or from time to time in part, at the option of the District on March 1, 2027, or on any date thereafter, at a price of par value plus unpaid accrued interest from the most recent Interest Payment Date to the date fixed for redemption. The Term Bonds (as defined herein) are also subject to mandatory sinking fund redemption as more fully described herein. See “THE BONDS—Redemption Provisions.”
<i>Use of Proceeds</i> .....	Proceeds of the Bonds will be used to pay for construction costs as shown herein under the heading “USE AND DISTRIBUTION OF BOND PROCEEDS,” to pay interest on funds advanced by the Developers on behalf of the District, to capitalize twelve (12) months of interest, and to pay administrative costs and certain other costs and engineering fees related to the issuance of the Bonds.
<i>Authority for Issuance</i> .....	The Bonds are the eighth series of bonds issued out of an aggregate of \$103,000,000 principal amount of unlimited tax bonds authorized by the District's voters for the purpose of constructing water, sewer and storm drainage facilities. The Bonds are issued by the District pursuant to the terms and provisions of Article XVI, Section 59 of the Texas Constitution, Chapters 49 and 54 of the Texas Water Code, as amended, the general laws of the State of Texas related to the issuance of bonds by political subdivisions of the State of Texas, an order of the TCEQ and a resolution authorizing the issuance of the Bonds (the “Bond Resolution”). See “THE BONDS—Authority for Issuance,” “—Issuance of Additional Debt” and “INVESTMENT CONSIDERATIONS—Future Debt.”
<i>Source of Payment</i> .....	Principal of and interest on the Bonds are payable from the proceeds of a continuing direct annual ad valorem tax, without legal limitation as to rate or amount, levied against all taxable property within the District. The Bonds are obligations 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. See “THE BONDS—Source of Payment.”
<i>Municipal Bond Rating and Municipal Bond Insurance</i> .....	S&P Global Ratings, a business unit of Standard & Poor’s Financial Services LLC, (“S&P”) has assigned municipal bond ratings of “AA” (stable outlook) and Moody’s Investors Service, Inc. (“Moody’s”) is expected to assign municipal bond ratings of “A2” (stable outlook), respectively, to the Bonds with the understanding that, upon delivery of the Bonds, a 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”) for the bonds. Moody’s has also assigned an underlying rating of “A3” to the Bonds. An explanation of the ratings may be obtained from S&P and Moody’s. See “INVESTMENT CONSIDERATIONS—Risk Factors Related to the Purchase of Municipal Bond Insurance,” “MUNICIPAL BOND RATING,” “MUNICIPAL BOND INSURANCE” and “APPENDIX B.”

*Not Qualified Tax-Exempt*

*Obligations*.....The Bonds are **not** “qualified tax-exempt obligations” within the meaning of Section 265(b) of the Internal Revenue Code of 1986, as amended.

*Bond Counsel* .....Allen Boone Humphries Robinson LLP, Houston, Texas. See “MANAGEMENT OF THE DISTRICT” and “LEGAL MATTERS.”

*Financial Advisor* .....Masterson Advisors LLC, Houston, Texas.

*Disclosure Counsel* .....McCall, Parkhurst & Horton L.L.P., Houston, Texas.

*Paying Agent/Registrar* .....The Bank of New York Mellon Trust Company, N.A., Dallas, Texas.

**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 (UNAUDITED)

2021 Taxable Assessed Valuation.....	\$603,282,349 (a)
Estimated Taxable Assessed Valuation as of July 1, 2021.....	\$615,117,045 (b)
Gross Direct Debt Outstanding .....	\$65,865,000 (c)
Estimated Overlapping Debt .....	<u>19,860,983 (d)</u>
Gross Direct Debt and Estimated Overlapping Debt.....	\$85,725,983
Ratios of Gross Direct Debt to:	
2021 Taxable Assessed Valuation.....	10.92%
Estimated Taxable Assessed Valuation as of July 1, 2021 .....	10.71%
Ratios of Gross Direct Debt and Estimated Overlapping Debt to:	
2021 Taxable Assessed Valuation.....	14.21%
Estimated Taxable Assessed Valuation as of July 1, 2021 .....	13.94%
Debt Service Funds Available as of August 16, 2021:	
Water, Sewer and Drainage Debt Service Funds.....	\$3,560,964 (e)
Capitalized Interest from proceeds of the Bonds (twelve (12) months) .....	250,275 (f)
Road Debt Service Funds .....	<u>1,137,534 (e)</u>
Total Debt Service Funds Available .....	\$4,948,773
Operating Funds Available as of August 16, 2021 .....	\$8,046,735
Water, Sewer and Drainage Capital Projects Funds Available as of August 16, 2021.....	\$1,425,203 (g)
2020 Debt Service Tax Rate.....	\$0.82
2020 Maintenance Tax Rate.....	<u>0.32</u>
Total 2020 Tax Rate .....	\$1.14
2021 Anticipated Debt Service Tax Rate .....	\$0.75
2021 Anticipated Maintenance Tax Rate .....	<u>0.34</u>
Total 2021 Anticipated Tax Rate.....	\$1.09 (h)
Average Annual Debt Service (2022-2046) .....	\$3,269,224 (i)
Maximum Annual Debt Service (2023).....	\$4,537,056 (i)
Tax Rates Required to Pay Average Annual Debt Service (2022-2046) at a 95% Collection Rate	
Based on 2021 Taxable Assessed Valuation .....	\$0.58
Based on Estimated Taxable Assessed Valuation as of July 1, 2021 .....	\$0.56
Tax Rates Required to Pay Maximum Annual Debt Service (2023) at a 95% Collection Rate	
Based on 2021 Taxable Assessed Valuation .....	\$0.80
Based on Estimated Taxable Assessed Valuation as of July 1, 2021 .....	\$0.78
Status of Development as of June 28, 2021 (i):	
Completed Homes (1,151 Occupied) .....	1,156
Multi-Family Units .....	716
Commercial.....	(j)
Estimated Population .....	5,461 (k)

- (a) Harris County Appraisal District ("Appraisal District") has certified \$545,449,136 of taxable assessed value. An additional \$57,833,213 of taxable assessed value remains uncertified and is subject to review and downward revision prior to certification. The uncertified value represents the landowner's opinion of the value. See "TAXING PROCEDURES."
- (b) The Estimated Taxable Assessed Valuation has been provided by the Appraisal District as of July 1, 2021. No tax will be levied on such amount until it is certified by the Appraisal District.
- (c) After the issuance of the Bonds. See "FINANCIAL INFORMATION CONCERNING THE DISTRICT (UNAUDITED)—Outstanding Bonds."
- (d) See "FINANCIAL INFORMATION CONCERNING THE DISTRICT (UNAUDITED)—Estimated Overlapping Debt."
- (e) Includes funds for the District's September 1, 2021, debt service payment. Although all of the District's debt, including the Outstanding Bonds and the Bonds, is payable from an unlimited tax pledge on parity, a pro rata portion of the District's ad valorem tax revenue will be allocated to the District's outstanding bonds issued for water, sewer and drainage facilities, including the Bonds, and a pro rata portion will be allocated to the District's outstanding bonds issued for road facilities. See "FINANCIAL INFORMATION CONCERNING THE DISTRICT (UNAUDITED)—Outstanding Bonds." Water, Sewer and Drainage Debt Service Funds are available to pay debt service on the District's bonds issued for water, sanitary sewer and drainage facilities (including the Bonds) and are not available to pay debt service on the District's bonds issued for road facilities. Neither Texas law nor any bond resolution (including the Bond Resolution) requires the District to maintain any minimum balance of Water, Sewer and Drainage Debt Service Funds. Road Debt Service Funds are available to pay debt service on the District's bonds issued for road facilities and are not available to pay debt service on the District's bonds issued for water, sanitary sewer and drainage facilities (including the Bonds). Neither Texas law nor any bond resolution requires the District to maintain any minimum balance of Road Debt Service Funds.
- (f) The District will capitalize twelve (12) months of interest on the Bonds. See "THE BONDS—Funds" and "USE AND DISTRIBUTION OF BOND PROCEEDS."
- (g) Includes \$1,400,000 in surplus funds to be applied towards the Bonds. See "USE AND DISTRIBUTION OF BOND PROCEEDS."
- (h) The District authorized publication of its intent to levy a total tax rate of \$1.09 per \$100 of taxable assessed valuation for 2021, of which \$0.75 per \$100 of taxable assessed valuation is allocated to debt service and \$0.34 per \$100 of taxable assessed valuation is allocated to maintenance and operations. The District expects to adopt such tax rate in October 2021. See "TAX DATA—Historical Tax Rate Distribution."
- (i) See "FINANCIAL INFORMATION CONCERNING THE DISTRICT (UNAUDITED)—Debt Service Requirements."
- (j) See "THE DISTRICT—Land Use," and "—Status of Development", including description of commercial properties and multi-family development.
- (k) Based upon 3.5 persons per occupied single-family residence and 2 persons per multi-family unit.

## OFFICIAL STATEMENT

**\$12,685,000**

### **HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 287**

*(A political subdivision of the State of Texas located within Harris County)*

### **UNLIMITED TAX BONDS**

#### **SERIES 2021A**

This OFFICIAL STATEMENT provides certain information in connection with the issuance by Harris County Municipal Utility District No. 287 (the "District") of its \$12,685,000 Unlimited Tax Bonds, Series 2021A (the "Bonds").

The Bonds are issued pursuant to Article XVI, Section 59 of the Texas Constitution, the general laws of the State of Texas relating to the issuance of bonds by political subdivisions, Chapters 49 and 54 of the Texas Water Code, as amended, an order of the Texas Commission on Environmental Quality ("TCEQ"), 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, Clay Road 628 Development LP ("Clay Road"), Duke Realty Land, LLC ("Duke"), Landmark Industries, LLC ("Landmark") and development activity in the District. Clay Road, Duke and Landmark are collectively referred to herein as the "Developers." 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 Allen Boone Humphries Robinson LLP, Bond Counsel, 3200 Southwest Freeway, Suite 2600, Houston, Texas 77027 upon payment of duplication costs therefor.

## THE BONDS

### **Description**

The Bonds will be dated September 1, 2021 and accrue interest from the Date of Delivery, with interest payable each March 1 and September 1, beginning March 1, 2022 (the "Interest Payment Date"), 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., 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-only 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.

### **Source of 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 Water/Sewer/Drainage 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.

The District also maintains a Road Debt Service Fund that is not pledged to the Water/Sewer/Drainage Bonds, including the Bonds. Funds in the Road Debt Service Fund are not available to pay principal and interest on the Bonds and funds in the Water/Sewer/Drainage Debt Service Fund are not available to pay principal and interest on bonds issued to finance road facilities.

An amount equal to twelve (12) months of interest on the Bonds shall be deposited into the Water/Sewer/Drainage Debt Service Fund upon receipt. The remaining proceeds from the sale of the Bonds shall be deposited into the Water/Sewer/Drainage Capital Projects Fund, to pay the costs of acquiring or constructing District water, sewer and drainage facilities and the costs of issuing the Bonds. Any monies remaining in the Water/Sewer/Drainage Capital Projects Fund will be used as described in the Bond Resolution or ultimately transferred to the Water/Sewer/Drainage Debt Service Fund. See "USE AND DISTRIBUTION OF BOND PROCEEDS."

## **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.

## **Redemption Provisions**

*Mandatory Redemption:* The Bonds maturing on March 1 in each of the years 2031, 2043, and 2046 (the "Term Bonds") shall be redeemed, at a price equal to the principal amount thereof, plus accrued interest to the date fixed for redemption (the "Mandatory Redemption Date"), on March 1 in each of the years and in the principal amounts set forth in the following schedule (with each such scheduled principal amount reduced by the principal amount as may have been previously redeemed through the exercise of the District's reserved right of optional redemption, as provided under "Optional Redemption" below):

<b>\$1,060,000 Term Bonds</b>		<b>\$1,050,000 Term Bonds</b>		<b>\$1,575,000 Term Bonds</b>	
<b>Due March 1, 2031</b>		<b>Due March 1, 2043</b>		<b>Due March 1, 2046</b>	
<b>Mandatory</b>	<b>Principal</b>	<b>Mandatory</b>	<b>Principal</b>	<b>Mandatory</b>	<b>Principal</b>
<b>Redemption Date</b>	<b>Amount</b>	<b>Redemption Date</b>	<b>Amount</b>	<b>Redemption Date</b>	<b>Amount</b>
2030	\$ 530,000	2042	\$ 525,000	2044	\$ 525,000
2031 (maturity)	530,000	2043 (maturity)	525,000	2045	525,000
				2046 (maturity)	525,000

On or before 30 days prior to each Mandatory Redemption Date set forth above, the Registrar shall (i) determine the principal amount of such Term Bond that must be mandatorily redeemed on such Mandatory Redemption Date, after taking into account deliveries for cancellation and optional redemptions as more fully provided for below, (ii) select, by lot or other customary random method, the Term Bond or portions of the Term Bond of such maturity to be mandatorily redeemed on such Mandatory Redemption Date, and (iii) give notice of such redemption as provided in the Bond Resolution. The principal amount of any Term Bond to be mandatorily redeemed on such Mandatory Redemption Date shall be reduced by the principal amount of such Term Bond, which, by the 45th day prior to such Mandatory Redemption Date, either has been purchased in the open market and delivered or tendered for cancellation by or on behalf of the District to the Registrar or optionally redeemed and which, in either case, has not previously been made the basis for a reduction under this sentence.

*Optional Redemption:* The District reserves the right, at its option, to redeem the Bonds maturing on or after March 1, 2028, prior to their scheduled maturities, in whole or from time to time in part, in integral multiples of \$5,000 on March 1, 2027, or any date thereafter, at a price of par value plus unpaid accrued interest on the principal amounts called for redemption from the most recent Interest Payment Date to the date fixed for redemption.

If less than all of the Bonds are redeemed at any time, the maturities of the Bonds to be redeemed will be selected by the District. If less than all of the Bonds of a certain maturity are to be redeemed, the particular Bonds to be redeemed shall be selected by the Paying Agent/Registrar by lot or other random method (or by DTC in accordance with its procedures while the Bonds are in book-entry-only form).

If a Bond subject to redemption is in a denomination larger than \$5,000, a portion of such Bond may be redeemed, but only in integral multiples of \$5,000. Upon surrender of any Bond for redemption in part, the Paying Agent/Registrar shall authenticate and deliver in exchange therefor a Bond or Bonds of like maturity and interest rate in an aggregate principal amount equal to the unredeemed portion of the Bond so surrendered.

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 less than all the Bonds outstanding 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 which would otherwise accrue after the redemption date on any Bond or portion thereof called for redemption shall terminate on the date fixed for redemption.

### **Authority for Issuance**

At a bond election held within the District on November 7, 2006, voters of the District authorized the issuance of \$103,000,000 principal amount of unlimited tax bonds for constructing or acquiring water, sewer and drainage facilities. The Bonds are issued pursuant to such authorization. See "Issuance of Additional Debt" below.

The Bonds are issued by the District pursuant to the terms and provisions of Article XVI, Section 59 of the Texas Constitution, Chapters 49 and 54 of the Texas Water Code, as amended, an order of the TCEQ, the general laws of the State of Texas relating to the issuance of bonds by political subdivisions of the State of Texas, and the Bond Resolution.

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.

### **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.

In the event the Book-Entry-Only System should be discontinued, each Bond shall be transferable only upon the presentation and surrender of such Bond at the principal payment office of the Paying Agent/Registrar, duly endorsed for transfer, or accompanied by an assignment duly executed by the Registered Owner or his authorized representative in form satisfactory to the Paying Agent/Registrar. Upon due presentation of any Bond in proper form for transfer, the Paying Agent/Registrar has been directed by the District to authenticate and deliver in exchange therefor, within three (3) business days after such presentation, a new Bond or Bonds, registered in the name of the transferee or transferees, in authorized denominations and of the same maturity and aggregate principal amount and paying interest at the same rate as the Bond or Bonds so presented.

All Bonds shall be exchangeable upon presentation and surrender thereof at the principal payment office of the Paying Agent/Registrar for a Bond or Bonds of the same maturity and interest rate and in any authorized denomination in an aggregate amount equal to the unpaid principal amount of the Bond or Bonds presented for exchange. The Paying Agent/Registrar is authorized to authenticate and deliver exchange Bonds. Each Bond delivered shall be entitled to the benefits and security of the Bond Resolution to the same extent as the Bond or Bonds in lieu of which such Bond is delivered.

Neither the District nor the Paying Agent/Registrar shall be required to transfer or to exchange any Bond during the period beginning on a Record Date and ending the next succeeding Interest Payment Date or to transfer or exchange any Bond called for redemption during the thirty (30) day period prior to the date fixed for redemption of such Bond.

The District or the Paying Agent/Registrar may require the Registered Owner of any Bond to pay a sum sufficient to cover any tax or other governmental charge that may be imposed in connection with the transfer or exchange of such Bond. Any fee or charge of the Paying Agent/Registrar for such transfer or exchange shall be paid by the District.

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

In the event the Book-Entry-Only System is 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 Bonds. 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's voters have authorized the issuance of \$103,000,000 principal amount of unlimited tax bonds for the purpose of acquiring or constructing water, sewer or drainage facilities, \$5,700,000 principal amount of unlimited tax bonds for acquiring or constructing park and recreational facilities, \$10,000,000 principal amount of unlimited tax bonds for constructing road facilities, and \$103,000,000 principal amount of unlimited tax bonds for refunding outstanding bonds and could authorize additional amounts. After the issuance of the Bonds, \$41,160,000 principal amount of unlimited tax bonds authorized but unissued for acquiring or constructing water, sewer and drainage facilities, none of the unlimited tax bonds authorized for constructing road facilities, \$102,790,000 principal amount of unlimited tax refunding bonds authorized but unissued, and all of the bonds authorized for park and recreational facilities will remain authorized but unissued. 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.

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

If additional debt obligations are issued in the future by the District such issuance may increase gross debt/property ratios and might adversely affect the investment security of 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, the District must conform to a City of Houston consent ordinance. Generally, the District may be annexed by the City of Houston 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. See "Strategic Partnership Agreement," below, for a description of the terms of the Strategic Partnership Agreement between the City and the District.

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

## **Strategic Partnership Agreement**

Effective June 5, 2014, the District entered into a Strategic Partnership Agreement (the “SPA”) with the City of Houston pursuant to Chapter 43 of the Texas Local Government Code. The SPA provides for a “limited purpose annexation” of a portion of the land within the District that is planned to be developed for retail and commercial purposes. The SPA provides that the City of Houston will not annex the District for “full purposes” for thirty (30) years from the date of the SPA. The SPA also provides that the City of Houston will impose a one percent (1%) retail City of Houston Sales Tax within the portion of land annexed for limited purposes of which the District would receive one-half. However, that portion of land is within the boundaries of an Emergency Services District that purportedly has priority to collect the sales tax that would otherwise be available to the City of Houston. Since the City of Houston will not be collecting such tax, the District will not be receiving any sales tax revenue through the SPA. In any event, no sales tax revenue from the SPA is pledged toward the payment of principal and interest on the Bonds.

## **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 the utility system) 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, 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. 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 now or hereafter 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. One fully-registered Bond certificate will be issued 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 rating of "AA+" by S&P Global Ratings. 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 Underwriter take any responsibility for the accuracy thereof.



## USE AND DISTRIBUTION OF BOND PROCEEDS

The construction costs below were compiled by BGE, Inc., the District's engineer (the "Engineer"). Non-construction costs are based upon either contract amounts, or estimates of various costs by the Engineer and Masterson Advisors LLC (the "Financial Advisor"). The actual amounts to be reimbursed by the District and the non-construction costs will be finalized after the sale of the Bonds and certain agreed upon procedures are completed by the District's auditor. The surplus funds, if any, may be expended for any lawful purpose for which surplus construction funds may be used, if approved by the TCEQ where required.

### I. CONSTRUCTION COSTS

Waterstone West Section One, Phase 1 Water, Wastewater & Drainage.....	\$ 3,740,196
Waterstone West Section Two Storm Sewer.....	89,902
Waterstone West Section Three Water, Wastewater & Drainage.....	783,223
Morton Ranch Road Commercial Tracts Water, Wastewater, Drainage & Lift Station.....	339,629
Landmark Utilities Extension Water and Drainage.....	134,976
Waterstone Detention Phase Three North Land Acquisition Costs.....	6,250,260
Lift Station No. Three Parcel Land Acquisition Costs.....	18,284
Reserve A, Lift Station No. Two Land Acquisition Costs.....	14,859
Waterstone Section Six Detention Basin Land Acquisition Costs.....	165,053
Engineering.....	639,982
Materials Testing.....	97,766
Storm Water Pollution Prevention Plan Management.....	48,883
Less: Surplus Funds.....	<u>(1,400,000)</u>

**Total Construction Costs..... \$ 10,923,013**

### II. NON-CONSTRUCTION COSTS

Underwriter's Discount (a).....	\$ 226,502
Capitalized Interest (a).....	250,275
Developer Interest (Estimated).....	<u>434,671</u>

**Total Non-Construction Costs..... \$ 911,448**

### III. ISSUANCE COSTS AND FEES

Issuance Costs and Professional Fees.....	\$ 529,400
Bond Application Report Costs.....	40,000
State Regulatory Fees.....	41,213
Contingency (a).....	<u>239,926</u>

**Total Issuance Costs and Fees..... \$ 850,539**

**TOTAL BOND ISSUE REQUIREMENT \$ 12,685,000**

(a) Contingency represents the difference in the estimated and actual amounts of Underwriter's discount and capitalized interest.

## THE DISTRICT

### **General**

The District is a political subdivision of the State of Texas, created by an order of the Texas Water Commission, now known as the TCEQ, dated July 29, 1985. The rights, powers, privileges, authority and functions of the District are established by the general laws of the State of Texas pertaining to utility districts, particularly Article XVI, Section 59 and Article II, Section 52 of the Texas Constitution, and Chapters 49 and 54 of the Texas Water Code, as amended. At the time of its creation, the District contained approximately 322 acres and subsequently annexed approximately 390 acres. The District currently contains approximately 712 acres of land.

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 is also empowered to construct thoroughfare, arterial, and collector roads and improvements in aid thereof and to establish parks and recreational facilities. The District may issue bonds and other forms of indebtedness to purchase or construct all of such facilities. The District is also empowered to establish, operate, and maintain fire-fighting facilities, independently or with one or more conservation and reclamation districts, after approval by the City of Houston, the TCEQ and the voters of the District. See "THE BONDS-Issuance of Additional Debt."

The TCEQ exercises continuing supervisory jurisdiction over the District. In order to obtain the consent for creation from the City of Houston, within whose extraterritorial jurisdiction the District lies, the District is required to observe certain requirements of the City of Houston which: limit the purposes for which the District may sell bonds for the acquisition, construction, and improvement of waterworks, wastewater, drainage, road 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; and require certain public facilities to be designed in accordance with applicable City of Houston standards. Construction and operation of the District's system is subject to the regulatory jurisdiction of additional governmental agencies. See "THE SYSTEM—Regulation."

The District is located in Harris County approximately 25 miles west of the central downtown business district of the City of Houston. The District lies wholly within the extraterritorial jurisdiction of the City of Houston and within the boundaries of Katy Independent School District. The District is located along Texas State Highway 99 (the "Grand Parkway") and lies mostly north of Morton Road, south of Clay Road, and west of Mason Road. See "AERIAL LOCATION MAP."

*[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]*

## Land Use

The District currently includes approximately 237 developed acres of single-family residential development (1,156 lots), 214 undevelopable acres (drainage and pipeline easements, detention, open spaces, roads, utility sites) and approximately 261 acres of commercial/multi-family tracts (including approximately 12 acres on which a 350-unit apartment community is under construction, with completion and first occupancy expected in September 2022). The table below represents a detailed breakdown of the current acreage and development in the District. The following table has been provided by the Engineer and represents the current land use within the District.

	Approximate Acres	Lots
<i><u>Single-Family Residential</u></i>		
<i><b>Morton Ranch:</b></i>		
Section Five .....	18	91
Section Six .....	12	70
Section Seven .....	19	100
Section Eight .....	14	90
<i><b>Waterstone:</b></i>		
Section One .....	23	111
Section Two .....	12	59
Section Three .....	16	60
Section Four .....	14	65
Section Five .....	27	123
Section Six .....	11	51
Section Seven .....	12	42
Section Eight .....	8	39
Section Nine .....	10	50
Section Ten .....	12	60
Section Eleven .....	7	40
Section Twelve .....	11	52
Section Thirteen .....	11	53
Subtotal .....	237	1,156
<i><u>Commercial (a)</u></i> .....	219	---
<i><u>Multi-Family (b)</u></i> .....	42	---
<i><u>Undevelopable (c)</u></i> .....	214	---
District Total .....	712	1,156

(a) See "Status of Development-Commercial" below.

(b) Includes approximately 12 acres on which a 350-unit apartment community is under construction, with completion expected in September 2022. See "Status of Development- Multi-Family" below.

(c) Includes public rights-of-way, detention, open spaces, easements, and utility sites.

## Status of Development

*Single-Family Residential:* The residential portion of the District has been developed as Waterstone and Morton Ranch, consisting of 1,156 lots on approximately 237 acres. As of June 28, 2021, homes had been constructed on all lots (1,151 occupied). Home values within the District range from approximately \$190,000 to \$350,000. The estimated population of the District, based up on 3.5 persons per occupied residence and 2 persons per multi-family unit, is 5,461.

*Multi-Family:* A 340-unit apartment community, Seville at Clay Crossing, has been constructed on approximately 15 acres. A 376-unit apartment community, Brea Luxury Apartments, has recently been constructed on approximately 15 acres and began leasing in April 2021. In addition, a 350-unit apartment community is under construction on approximately 12 acres and completion is expected in September 2022.

*Commercial Development:* The District includes approximately 219 acres of commercial tracts served with utilities. On approximately 24 acres, the Grand Morton Town Center has been constructed which includes a Wal-Mart with gas facilities, a McDonald's, a Taco Bell and a retail strip center. A public storage facility has been constructed on approximately 2 acres of the developed commercial tracts and a second retail center has been constructed on approximately 5 acres. A third retail center, a convenience store, a Dairy Queen, and two auto service centers have also been constructed on approximately 12 acres. A 433,200 square foot industrial building has been constructed on approximately 24 acres and has recently been leased by RTIC Outdoors, LLC ("RTIC"), who has not yet begun occupying the building but is in the process of completing build out for occupancy which is expected by the end of 2021. An approximately 805,601 square foot building leased to Amazon has been constructed on approximately 54 acres, which Amazon began occupying in the fourth quarter of 2020. A gas station has been constructed on approximately 3 acres.

## **Future Development**

There is no developable land remaining to be developed. However, after the issuance of the Bonds, the District will continue to owe various developers of land within the district, including, but not limited to the Developers described herein, funds advanced to construct water, sewer and drainage facilities in the District in the amount of \$1,560,000. The District anticipates issuing additional bonds to fully reimburse such Developers for such facilities. See “THE BONDS—Issuance of Additional Debt,” “INVESTMENT CONSIDERATIONS—Future Debt,” “THE ROAD SYSTEM,” and “THE SYSTEM.” The Engineer has stated that under regulatory criteria and current development plans (and excluding any costs of converting to surface water), the remaining authorized but unissued bonds (\$41,160,000) should be sufficient to finance the construction of facilities to complete the District’s water, sewer, drainage and recreation system for full development of the District.

## **MANAGEMENT OF THE DISTRICT**

### **Board of Directors**

The District is governed by the Board, consisting of five (5) directors, which has control over and management supervision of all affairs of the District. Directors are elected to four-year terms and elections are held in May in even numbered years only. None of the members of the Board resides in the District; however, all of the members own land within the District, subject to a deed of trust and a note in favor of a developer. Directors have staggered four-year terms. The current members and officers of the Board along with their titles and terms, are listed as follows:

<u>Name</u>	<u>District Board Title</u>	<u>Term Expires</u>
Frank Sheehy	President	May 2024
Dinh V. Ho	Vice President	May 2024
Andres M. Juarez	Secretary	May 2022
Al Secor	Assistant Secretary	May 2022
Claudine Pacioni	Assistant Vice President	May 2022

### **District Consultants**

The District does not have a general manager or other full-time employees, but contracts for certain necessary services as described below.

**Bond Counsel/Attorney:** The District has engaged Allen Boone Humphries Robinson LLP as general counsel to the District and as Bond Counsel in connection with the issuance of the District's Bonds. The fees of the attorneys in their capacity as Bond Counsel are payable from proceeds of the sale of the Bonds and contingent upon the sale and delivery of the Bonds. Compensation to the attorneys for other services to the District is based on time charges actually incurred.

**Financial Advisor:** Masterson Advisors LLC serves as the District's Financial Advisor. The fee for services rendered in connection with the issuance of the Bonds is based on a percentage of the Bonds actually issued, sold and delivered and, therefore, such fee is contingent upon the sale and delivery of the Bonds.

**Auditor:** The financial statements of the District as of March 31, 2021, and for the year then ended, have been audited by McGrath & Co., PLLC, independent auditors, as stated in their report appearing herein. See “APPENDIX A” for a copy of the District's March 31, 2021 financial statements.

**Engineer:** The District's consulting engineer is BGE, Inc. (the “Engineer”).

**Bookkeeper:** The District has contracted with McLennan & Associates, Inc. for bookkeeping services (the “Bookkeeper”).

**Utility System Operator:** The operator of the District's internal water and wastewater system is Environmental Development Partners, LLC. See “THE SYSTEM.”

**Tax Appraisal:** The Harris County Appraisal District has the responsibility of appraising all property within the District. See “TAXING PROCEDURES.”

**Tax Assessor/Collector:** Tax Tech, Inc. serves as the District’s tax assessor/collector. The information contained in this OFFICIAL STATEMENT relating to the historical breakdown of the District's assessed valuations 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 such individual as an expert in assessing property values and collecting taxes.

## **THE DEVELOPERS**

### **Role of a Developer**

In general, the activities of a landowner or developer in a municipal utility district such as the District include designing the project, defining a marketing program and setting building schedules; securing necessary governmental approvals and permits for development; arranging for the construction of streets and the installation of utilities; and selling or leasing improved tracts or commercial reserves to other developers or third parties. While a developer is required by the TCEQ to pave streets in areas where utilities are to be financed by a district through a specified bond issue, a developer is under no obligation to a district to undertake development activities according to any particular plan or schedule. Furthermore, there is no restriction on a developer's right to sell any or all of the land which the developer owns within a district. In addition, the developer is ordinarily the major taxpayer within the district during the early stages of development. The relative success or failure of a developer to perform in the above-described capacities may affect the ability of a district to collect sufficient taxes to pay debt service and retire bonds.

Prospective Bond purchasers should note that the prior real estate experience of the Developers should not be construed as an indication that further development within the District will occur, or that construction of taxable improvements upon property within the District will occur, or that marketing or leasing of taxable improvements constructed upon property within the District will be successful. See "INVESTMENT CONSIDERATIONS."

### **Clay Road 628 Development LP**

Clay Road 628 Development LP ("Clay Road"), a Texas limited partnership, has developed commercial tracts within the District and continues to own approximately 37 acres of commercial tracts within the District.

### **Duke Realty Land, LLC**

Duke Realty Land, LLC, an Indiana limited liability company, ("Duke") initially owned approximately 78 acres of commercial tracts within the District. A 433,200 square foot industrial building has been constructed on approximately 24 of such acres and has recently been leased by RTIC Outdoors, LLC ("RTIC"), who has not yet begun occupying the building but is in the process of completing build out for occupancy which is expected by the end of 2021. Additionally, Duke constructed an approximately 805,601 square foot building on approximately 54 acres of its initial tract within the District and has leased it to Amazon, who began occupying the facility in the fourth quarter of 2020. Subsequently, Duke sold the 805,601 square foot Amazon building to Walton Street Capital, LLC but retains ownership of the 433,200 square foot building leased by RTIC.

### **Landmark Industries, LLC**

Landmark Industries, LLC ("Landmark") owns approximately 25 acres of commercial tracts within the District. Approximately 3 of such acres have been developed by Landmark Industries Development, LLC, a Texas limited liability corporation, as a gas station.

### **Other Developers**

In addition to the Developers described above, other developers have developed smaller tracts of land within the District.

## **THE SYSTEM**

### **Regulation**

Construction and operation of the District's water, sewer and drainage system (the "System") as it now exists or as it may be expanded from time to time is subject to regulatory jurisdiction of federal, state and local authorities. The TCEQ exercises continuing, supervisory authority over the District. Discharge of treated sewage into Texas waters is also subject to the regulatory authority of the TCEQ and the United States Environmental Protection Agency. Withdrawal of ground water and the issuance of water well permits is subject to the regulatory authority of the Harris-Galveston Subsidence District where applicable (see "Water Supply" and "Subsidence and Conversion to Surface Water Supply" below). Construction of drainage facilities is subject to the regulatory authority of the Harris County Flood Control District. Harris County, the City of Houston, and the Texas Department of Health also exercise regulatory jurisdiction over the District's System.

### **Water Supply**

The District receives potable water from Harris County Municipal Utility District No. 71 ("MUD 71") as outlined in the Joint Water Facilities and Cost Sharing Agreement, as amended, (the "Water Agreement"). The District does not have any wells or water plant facilities of its own but has a contractual right to capacity in both the existing MUD 71 facilities and certain additional facilities that are to be constructed pursuant to the Water Agreement. Future phases of the shared facilities are funded, in part, by the District. Construction costs for future water supply improvements will be paid on a pro rata basis between the District and MUD 71 as provided in the Water Agreement. The available water supply is capable of serving 8,750 equivalent single-family connections, which is sufficient to serve existing development in the District and MUD 71. As of July 2021, the District was serving 2,012 active 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 (including the District) and a small portion of Fort Bend County. The District is located within the boundaries of the Authority. The Authority has entered into a Water Supply Contract with the City of Houston, Texas 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 groundwater well(s) providing water to the District are included within the Authority's GRP. The authority to pump groundwater from such well(s) 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 the fees to be paid by MUD 71 and the District for groundwater pumped by MUD 71 or for surface water received by MUD 71 and the District from the Authority), user fees, rates, and charges as necessary to accomplish its purposes; and (iii) mandate water users, including MUD 71 and the District, to convert from groundwater to surface water. The Authority currently charges MUD 71, which charges the District its allocable share, and other major groundwater users a fee per 1,000 gallons based on the amount of groundwater pumped by MUD 71 and a fee per 1,000 gallons of surface water, if any, received from the Authority by MUD 71 for MUD 71 and the District. 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 per 1,000 gallons ("Disincentive Fees") imposed by the Subsidence District for any groundwater withdrawn in excess of 20% of the total annual water demand in the Authority's GRP within Harris County. 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 continue passing 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.

### **Wastewater Treatment**

The District currently leases three interim packages for its wastewater treatment, which provide 800,000 gallons per day (“gpd”) and are sufficient to serve 3,200 equivalent single-family connections. The District also receives wastewater treatment services for approximately 81 acres in the District (within the Morton Ranch subdivisions) from MUD 71 as outlined in the Joint Wastewater Treatment Facilities and Cost Sharing Agreement, as amended, (the “Wastewater Agreement”). Under the Wastewater Agreement, capacity from MUD 71 is reserved through the payment of a connection fee of \$1,260 per equivalent single-family connection. The District has purchased 351 equivalent single-family connections which is sufficient for the 81 acres served. As of July 2021, the District was serving 2,012 active connections.

### **Water Distribution, Wastewater Collection and Storm Drainage Facilities**

Water distribution, wastewater collection and storm drainage facilities have been constructed to serve 1,156 single-family residential lots and 261 acres of commercial/multi-family tracts within the District. See “THE DISTRICT—Land Use.”

### **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 rainstorm 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 not an assurance that homes built in such area will not be flooded, and a number of neighborhoods in the greater Houston area that are above the 100-year flood plain have flooded multiple times in the last several years.

According to the Engineer, none of the currently developed acreage or the undeveloped but developable acreage within the District is located within the 100-year flood plain. All of the acreage within the District is outside the 100-year flood plain as reflected on the current flood plain maps. See “INVESTMENT CONSIDERATIONS—Extreme Weather Events.”

### **Atlas 14**

The National Weather Service recently completed a rainfall study known as NOAA Atlas 14, Volume 11 Precipitation-Frequency Atlas of the United States (“Atlas 14”). Floodplain boundaries within the District may be redrawn based on the Atlas 14 study based on a higher statistical rainfall amount, resulting in the application of more stringent floodplain regulations applying to a larger area and potentially leaving less developable property within the District. The application of such regulations could additionally result in higher insurance rates, increased development fees, and stricter building codes for any property located within the expanded boundaries of the floodplain. See “INVESTMENT CONSIDERATIONS—Atlas 14.”

## **Water and Wastewater Operations**

The Bonds are payable solely from the levy of an ad valorem tax, without legal limitation as to rate or amount, upon all taxable property in the District. Nevertheless, net revenues from operations of the District's water and wastewater system, if any, are available for any legal purpose, including the payment of debt service on the Bonds, upon Board action. However, it is not anticipated that net revenues will be used or would be sufficient to pay debt service on the Bonds.

The following statement sets forth, in condensed form, the General Operating Fund for the District as shown in the District's audited financial statements for the fiscal years ended March 31, 2017 through 2021. Accounting principles customarily employed in the determination of net revenues have been observed and in all instances exclude depreciation. Reference is made to "APPENDIX A" for further and complete information.

	Fiscal Year Ended March 31				
	2021	2020	2019	2018	2017
<b>Revenues:</b>					
Water Service	\$ 705,971	\$ 492,425	\$ 449,749	\$ 444,945	\$ 434,387
Sewer Service	808,471	678,596	625,138	611,614	613,714
Property Taxes	1,433,670	1,198,610	1,476,891	1,064,479	1,144,682
Penalty and Interest	27,559	27,261	25,955	26,641	25,246
Ground Water Pumpage Fees	499,002	418,781	344,774	324,011	274,927
Tap Connection and Inspection	454,930	872,669	209,601	111,400	337,444
Miscellaneous	31,554	55,075	49,700	54,832	36,951
Investment Earnings	12,002	116,714	102,553	39,214	13,071
Total Revenues	\$ 3,973,159	\$ 3,860,131	\$ 3,284,361	\$ 2,677,136	\$ 2,880,422
<b>Expenditures:</b>					
Purchased Services	\$ 640,600	\$ 499,167	\$ 466,154	\$ 405,472	\$ 398,093
Professional Fees	201,456	224,906	204,980	187,292	211,777
Contracted Services	538,737	695,024	403,594	355,859	421,126
Repairs and Maintenance	486,439	421,239	366,428	267,010	375,874
Utilities	71,491	53,593	41,334	28,689	29,089
Leases	500,500	489,200	381,200	220,200	220,200
Administrative	65,380	39,919	72,335	59,263	48,836
Other	52,035	61,364	21,892	22,470	35,121
Capital Outlay	337,642	131,562	396,559	1,116,212 (a)	52,427
Total Expenditures	\$ 2,894,280	\$ 2,615,974	\$ 2,354,476	\$ 2,662,467	\$ 1,792,543
<b>NET REVENUES</b>	\$ 1,078,879	\$ 1,244,157	\$ 929,885	\$ 14,669	\$ 1,087,879
<b>Other Financing Sources (Uses)</b>					
Internal Transfer	\$ 91,067	\$ -	\$ 74,103	\$ -	\$ 231,814
General Operating Fund Balance (Beginning of Year)	\$ 7,249,081	\$ 6,004,924	\$ 5,000,936	\$ 4,986,267	\$ 3,666,574
General Operating Fund Balance (End of Year)	\$ 8,419,027	\$ 7,249,081	\$ 6,004,924	\$ 5,000,936	\$ 4,986,267

(a) Related to expenditures for Water Plant No. 1 and 2 improvements, Wastewater Plant Improvements, Grand Parkway Phase 2 construction and lift station generators.

## **THE ROAD SYSTEM**

All roads are designed and constructed in accordance with Harris County and City of Houston standards, rules, and regulations. Upon acceptance by the Harris County or the Texas Transportation Commission ("TxDOT"), as applicable, of roads or road facilities, the Harris County or TxDOT, as applicable, is responsible for operation and maintenance thereof. These roads lie within public rights-of-way. In addition to the roadway, public utilities such as underground water, sewer, and drainage facilities are located within the right-of-way. The right-of-way is also shared by streetlights, sidewalks, and franchise utilities (power, gas, telephone and cable).



## FINANCIAL INFORMATION CONCERNING THE DISTRICT (UNAUDITED)

2021 Taxable Assessed Valuation.....	\$603,282,349	(a)
Estimated Taxable Assessed Valuation as of July 1, 2021 .....	\$615,117,045	(b)
Gross Direct Debt Outstanding .....	\$65,865,000	(c)
Estimated Overlapping Debt .....	<u>19,860,983</u>	(d)
Gross Direct Debt and Estimated Overlapping Debt .....	\$85,725,983	

### Ratios of Gross Direct Debt to:

2021 Taxable Assessed Valuation .....	10.92%
Estimated Taxable Assessed Valuation as of July 1, 2021 .....	10.71%

### Ratios of Gross Direct Debt and Estimated Overlapping Debt to:

2021 Taxable Assessed Valuation .....	14.21%
Estimated Taxable Assessed Valuation as of July 1, 2021 .....	13.94%

### Debt Service Funds Available as of August 16, 2021:

Water, Sewer and Drainage Debt Service Funds.....	\$3,560,964	(e)
Capitalized Interest from proceeds of the Bonds (twelve (12) months) .....	250,275	(f)
Road Debt Service Funds .....	<u>1,137,534</u>	(e)
Total Debt Service Funds Available .....	\$4,948,773	

Operating Funds Available as of August 16, 2021 .....	\$8,046,735
Water, Sewer and Drainage Capital Projects Funds Available August 16, 2021 .....	\$1,425,203 (g)

- (a) Harris County Appraisal District ("Appraisal District") has certified \$545,449,136 of taxable assessed value. An additional \$57,833,213 of taxable assessed value remains uncertified and is subject to review and downward revision prior to certification. The uncertified value represents the landowner's opinion of the value. See "TAXING PROCEDURES."
- (b) The Estimated Taxable Assessed Valuation has been provided by the Appraisal District as of July 1, 2021. No tax will be levied on such amount until it is certified by the Appraisal District.
- (c) After the issuance of the Bonds. See "FINANCIAL INFORMATION CONCERNING THE DISTRICT (UNAUDITED)—Outstanding Bonds."
- (d) See "FINANCIAL INFORMATION CONCERNING THE DISTRICT (UNAUDITED)—Estimated Overlapping Debt."
- (e) Includes funds for the District's September 1, 2021 debt service payment. Although all of the District's debt, including the Outstanding Bonds and the Bonds, is payable from an unlimited tax pledge on parity, a pro rata portion of the District's ad valorem tax revenue will be allocated to the District's outstanding bonds issued for water, sewer and drainage facilities, including the Bonds, and a pro rata portion will be allocated to the District's outstanding bonds issued for road facilities. See "FINANCIAL INFORMATION CONCERNING THE DISTRICT (UNAUDITED)—Outstanding Bonds." Water, Sewer and Drainage Debt Service Funds are available to pay debt service on the District's bonds issued for water, sanitary sewer and drainage facilities (including the Bonds) and are not available to pay debt service on the District's bonds issued for road facilities. Neither Texas law nor any bond resolution (including the Bond Resolution) requires the District to maintain any minimum balance of Water, Sewer and Drainage Debt Service Funds. Road Debt Service Funds are available to pay debt service on the District's bonds issued for road facilities and are not available to pay debt service on the District's bonds issued for water, sanitary sewer and drainage facilities (including the Bonds). Neither Texas law nor any bond resolution requires the District to maintain any minimum balance of Road Debt Service Funds.
- (f) The District will capitalize twelve (12) months of interest on the Bonds. See "THE BONDS—Funds" and "USE AND DISTRIBUTION OF BOND PROCEEDS."
- (g) Includes \$1,400,000 in surplus funds to be applied towards the Bonds. See "USE AND DISTRIBUTION OF BOND PROCEEDS."

### **Investments of the District**

The District has adopted an Investment Policy pursuant to the Public Funds Investment Act, Chapter 2256, Texas Government Code. As specified in its Investment Policy, the District maintains an investment strategy that emphasizes, in order of priority, preservation and safety of principal, liquidity, diversification, and yield. The Investment Policy provides, among other things, the principles and criteria by which the funds of the District are invested and is reviewed by the District annually.

### **Outstanding Bonds**

The District has previously issued seven series of unlimited tax bonds for water, sewer and drainage facilities in the aggregate principal amount of \$49,155,000, one series of unlimited tax bonds for road facilities in the principal amount of \$10,000,000, and two series of unlimited tax refunding bonds in the aggregate principal amount of \$4,880,000, of which \$53,180,000 collectively remains outstanding (the “Outstanding Bonds.”) The following table lists the original principal amount and the outstanding principal amount of the Outstanding Bonds.

Series	Original Principal Amount	Outstanding Bonds as of 8/1/21
2011	\$ 2,400,000	\$ -
2012	3,660,000	110,000
2014	4,165,000	3,575,000
2015	10,000,000	8,320,000
2016	8,675,000	7,220,000
2017 (a)	10,000,000	9,090,000
2019	6,665,000	6,395,000
2020 (b)	1,930,000	1,930,000
2020A	13,590,000	13,590,000
2021 (b)	2,950,000	2,950,000
Total	\$ 64,035,000	\$ 53,180,000

(a) Unlimited tax road bonds.

(b) Unlimited tax refunding bonds.

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## Debt Service Requirements

The following sets forth the actual debt service on the Outstanding Bonds (see “Outstanding Bonds” in this section) and the Bonds. This schedule does not reflect the fact that an amount equal to twelve (12) months of interest will be capitalized from Bond proceeds to pay debt service on the Bonds. See “USE AND DISTRIBUTION OF BOND PROCEEDS.”

Year	Outstanding Bonds Debt Service Requirements	Plus: Debt Service on the Bonds			Total Debt Service Requirements
		Principal	Interest	Total	
2021	\$ 3,105,936.56 (a)				\$ 3,105,936.56
2022	3,823,731.16		\$ 231,504.38	\$ 231,504.38	4,055,235.54
2023	3,762,081.16	\$ 530,000	244,975.00	774,975.00	4,537,056.16
2024	3,700,531.16	530,000	234,375.00	764,375.00	4,464,906.16
2025	3,651,631.16	530,000	223,775.00	753,775.00	4,405,406.16
2026	3,612,331.16	530,000	213,175.00	743,175.00	4,355,506.16
2027	3,562,443.66	530,000	202,575.00	732,575.00	4,295,018.66
2028	3,517,818.66	530,000	194,625.00	724,625.00	4,242,443.66
2029	3,475,531.16	530,000	189,325.00	719,325.00	4,194,856.16
2030	3,422,218.66	530,000	182,700.00	712,700.00	4,134,918.66
2031	3,371,556.16	530,000	174,750.00	704,750.00	4,076,306.16
2032	3,322,081.16	530,000	165,475.00	695,475.00	4,017,556.16
2033	3,271,506.16	530,000	154,875.00	684,875.00	3,956,381.16
2034	3,214,737.40	530,000	144,275.00	674,275.00	3,889,012.40
2035	3,165,906.14	530,000	133,675.00	663,675.00	3,829,581.14
2036	2,955,424.90	530,000	123,075.00	653,075.00	3,608,499.90
2037	2,898,618.66	530,000	112,475.00	642,475.00	3,541,093.66
2038	2,615,737.44	530,000	101,875	631,875.00	3,247,612.44
2039	2,550,287.46	530,000	90,944	620,943.75	3,171,231.21
2040	2,199,031.22	525,000	79,734	604,734.38	2,803,765.60
2041	913,618.72	525,000	68,250	593,250.00	1,506,868.72
2042	893,243.72	525,000	56,109	581,109.38	1,474,353.10
2043	872,162.48	525,000	43,641	568,640.63	1,440,803.11
2044	851,081.24	525,000	31,172	556,171.88	1,407,253.12
2045	-	525,000	18,703	543,703.13	543,703.13
2046	-	525,000	6,234	531,234.38	531,234.38
Total	\$ 68,729,247.36	\$ 12,685,000	\$ 3,422,291.88	\$ 16,107,291.88	\$ 84,836,539.24

(a) Excludes the District’s March 1, 2020, debt service payment of \$751,413.

Average Annual Debt Service Requirement (2022-2046)..... \$3,269,224  
Maximum Annual Debt Service Requirement (2023) ..... \$4,537,056

## Estimated Overlapping Debt

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. 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 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.....	\$ 1,672,657,125	7/31/2021	0.09%	\$ 1,505,391
Harris County Flood Control District.....	334,270,000	7/31/2021	0.09%	300,843
Harris County Hospital District.....	81,540,000	7/31/2021	0.09%	73,386
Harris County Department of Education.....	20,185,000	7/31/2021	0.09%	18,167
Port of Houston Authority.....	492,439,397	7/31/2021	0.09%	443,195
Katy Independent School District.....	1,805,140,550	7/31/2021	0.97%	17,509,863
Total Estimated Overlapping Debt.....				\$19,850,846
The District.....	65,865,000	(a)	100.00%	65,865,000
Total Direct and Estimated Overlapping Debt.....				\$85,715,846

Direct and Estimated Overlapping Debt as a Percentage of:

2021 Taxable Assessed Valuation of \$603,282,349.....	14.21%
Estimated Taxable Assessed Valuation as of July 1, 2021 of \$615,117,045.....	13.94%

(a) The Bonds and the Outstanding Bonds.

## Overlapping Taxes

Set forth below is a summary of taxes levied for the 2020 tax year by all entities overlapping the District and the District's anticipated 2021 tax rate. None of the other entities below have adopted a 2021 tax rate. No recognition is given to local assessments for civic association dues, fire department contributions, solid waste disposal charges or any other levy of entities other than political subdivisions.

	2020 Tax Rate per \$100 of Taxable <u>Assessed Valuation</u>
Harris County (a).....	\$ 0.604193
Harris County Emergency Services District No. 48.....	0.099394
Katy Independent School District.....	1.388800
Total Overlapping Tax Rate.....	\$ 2.092387
The District (b).....	1.090000
Total Tax Rate.....	\$ 3.182387

(a) Includes Harris County, Harris County Flood Control District, Harris County Hospital District, Harris County Department of Education and the Port Authority of Houston.

(b) The District authorized publication of its intent to levy a total tax rate of \$1.09 per \$100 of taxable assessed valuation, of which \$0.75 per \$100 of taxable assessed valuation is allocated to debt service and \$0.34 per \$100 of taxable assessed valuation is allocated to maintenance and operations. The District expects to adopt such tax rate in October 2021.

## TAX DATA

### **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. See “Historical Tax Rate Distribution” and “Tax Roll Information” below, and “TAXING PROCEDURES.”

### **Maintenance Tax**

The Board has the statutory authority to levy and collect an annual ad valorem tax for the operation and maintenance of the District’s water, sewer and drainage system and roads, if such a maintenance tax is authorized by the District’s voters. A maintenance tax election was conducted November 7, 2006 and voters of the District authorized, among other things, the Board to levy a maintenance tax at a rate not to exceed \$1.50 per \$100 of taxable assessed valuation for utility maintenance. At an election held within the District on November 8, 2011, voters authorized the Board to levy a maintenance tax for operation and maintenance costs of road facilities at a rate not to exceed \$0.25 per \$100 of taxable assessed valuation. A maintenance tax is in addition to taxes which the District is authorized to levy for paying principal of and interest on the Bonds. See “Debt Service Tax” above.

### **Historical Tax Rate Distribution**

	2021(a)	2020	2019	2018	2017
Debt Service	\$ 0.75	\$ 0.82	\$ 0.80	\$ 0.81	\$ 0.86
Maintenance and Operations	0.34	0.32	0.36	0.36	0.36
Total	\$ 1.09	\$ 1.14	\$ 1.16	\$ 1.17	\$ 1.22

- (a) The District authorized publication of its intent to levy a total tax rate of \$1.09 per \$100 of taxable assessed valuation, of which \$0.75 per \$100 of taxable assessed valuation is allocated to debt service and \$0.34 per \$100 of taxable assessed valuation is allocated to maintenance and operations. The District expects to adopt such tax rate in October 2021.

### **Additional Penalties**

The District has contracted with an 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.

### **Historical Tax Collections**

The following statement of tax collections sets forth in condensed form a portion of the historical tax experience of the District for the years 2016 through 2020. 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. See “Tax Roll Information” below.

Tax Year	Certified Taxable		Tax Rate	Total Tax Levy	Total Collections as of July 31, 2021 (b)	
	Assessed Valuation (a)				Amount	Percent
2016	\$ 230,535,053	\$ 1.27		\$ 2,927,795	\$ 2,925,121	99.91%
2017	297,025,195	1.22		3,623,707	3,618,718	99.86%
2018	332,258,591	1.17		3,887,426	3,880,074	99.81%
2019	351,477,746	1.16		4,077,142	4,070,175	99.83%
2020	433,658,393	1.14		4,943,706	4,920,336	99.53%

- (a) As certified by the Appraisal District less any exemptions granted. See “Tax Roll Information” below for exemptions granted by the District.
- (b) Unaudited.

## **Tax Roll Information**

The District's assessed value as of January 1 of each year is used by the District in establishing its tax rate (see "TAXING PROCEDURES—Valuation of Property for Taxation"). The following represents the composition of property comprising the 2017 through 2021 Taxable Assessed Valuations. Taxes are levied on taxable value certified by the Appraisal District as of January 1 of each year. Breakdowns of the uncertified portion (\$57,833,213) of the 2021 Taxable Assessed Valuation of \$603,282,349 or the Estimated Taxable Assessed Valuation as of July 1, 2021, of \$615,117,045 are not available.

Tax Year	Type of Property			Gross Assessed Valuations	Defrements and Exemptions(a)	Uncertified Value	Net Assessed Valuations
	Land	Improvements	Personal Property				
2017	\$ 89,363,192	\$ 213,726,237	\$ 2,202,174	\$ 305,291,603	\$ (8,266,408)	\$ -	\$ 297,025,195
2018	97,204,780	232,065,301	11,781,643	341,051,724	(8,793,133)	-	332,258,591
2019	110,191,965	236,918,494	14,572,442	361,682,901	(10,201,283)	-	351,481,618
2020	138,632,203	294,113,884	17,004,922	449,751,009	(16,179,065)	-	433,571,944
2021	135,334,589	406,262,887	19,450,952	561,048,428	(15,599,292)	57,833,213	603,282,349

(a) See "TAXING PROCEDURES—Property Subject to Taxation by the District."

## **Principal Taxpayers**

The following table represents the ten principal taxpayers, and the taxable assessed value of such property as a percentage of the certified portion (\$545,449,136) of the 2021 Taxable Assessed Valuation of \$603,282,349. Detailed breakdowns of the ownership related to the uncertified portion (\$57,833,213) of the 2021 Taxable Assessed Valuation of \$603,282,349 or the Estimated Taxable Assessed Valuation as of July 1, 2021, of \$615,117,045 are not currently available.

Taxpayer	2021 Certified Taxable Assessed Valuation	% of 2021 Certified Taxable Assessed Valuation
WSRE CP Clay Owner LP (a)	\$ 92,531,738	16.96%
Duke Realty Land LLC (b)	39,740,719	7.29%
BLZ Clay 99 LP	39,566,789	7.25%
DD Morton 13 82 LLC	38,130,626	6.99%
A-S 129 Grand Parkway-Morton Ranch Road	25,244,343	4.63%
PS LPT Properties Investors	11,506,800	2.11%
Eastgroup TRS Inc.	9,142,048	1.68%
Landmark Industries (b)	7,887,356	1.45%
Walmart #4512	7,391,885	1.36%
Amazon HOU5 (c)	6,713,832	1.23%
Total	\$ 277,856,136	50.94%

(a) Represents the 805,601 square foot building owned by Walton Street Capital, LLC and leased to Amazon. See "THE DEVELOPERS."

(b) See "THE DEVELOPERS."

(c) Represents the personal property associated with the 805,601 square foot building leased by Amazon. See "THE DEVELOPERS."

## **Tax Adequacy for Debt Service**

The tax rate calculations set forth below are presented to indicate the tax rates per \$100 of taxable assessed valuation which would be required to meet average annual and maximum debt service requirements if no growth in the District's tax base occurred beyond the 2021 Taxable Assessed Valuation of \$603,282,349 (\$545,449,136 certified value plus \$57,833,213 uncertified value) or the Estimated Taxable Assessed Valuation as of July 1, 2021 of \$615,117,045. The calculations contained in the following table merely represent the tax rates required to pay principal of and interest on the Bonds and the Outstanding Bonds when due, assuming no further increase or any decrease in taxable values in the District, collection of ninety-five percent (95%) of taxes levied, the sale of no additional bonds, and no other funds available for the payment of debt service. See "FINANCIAL INFORMATION CONCERNING THE DISTRICT (UNAUDITED)—Debt Service Requirements."

Average Annual Debt Service Requirement (2022-2046) .....	\$3,269,224
\$0.58 Tax Rate on 2021 Taxable Assessed Valuation .....	\$3,324,086
\$0.56 Tax Rate on Estimated Taxable Assessed Valuation as of July 1, 2021 .....	\$3,272,423
Maximum Annual Debt Service Requirement (2023) .....	\$4,537,056
\$0.80 Tax Rate on 2021 Taxable Assessed Valuation .....	\$4,584,946
\$0.78 Tax Rate on Estimated Taxable Assessed Valuation as of July 1, 2021 .....	\$4,558,017

No representation or suggestion is made that the uncertified portion of the 2021 Taxable Assessed Valuation will not be adjusted downward prior to certification or that the estimated values of land and improvements provided by the Appraisal District for the District as of July 1, 2021 will be certified as taxable value by the Appraisal District, and no person should rely upon such amounts or their inclusion herein as assurance of their attainment. See "TAXING PROCEDURES."

## **TAXING 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 Bonds, the Outstanding 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 Payment." Under Texas law, the District 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; and most individually owned automobiles. In addition, the District may by its own action exempt residential homesteads of persons sixty-five (65) years of age 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 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 previous 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 of taxable valuation depending upon the disability rating of the veteran claiming the exemption, and qualifying surviving spouses of persons 65 years of age or older will be entitled to receive a residential homestead exemption equal to the exemption received by the deceased spouse. A veteran who receives a disability rating of 100% is entitled to an exemption for the full amount of the veteran's residential homestead. Additionally, subject to certain conditions, the surviving spouse of a disabled veteran who is 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 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. 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. See "TAX DATA."

*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 less 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 includes 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 may designate all or part of the area within the District as a reinvestment zone. Thereafter, Harris County and the District, under certain circumstances, 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 agreement. 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, 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 Property Tax Code provides for a temporary exemption from ad valorem taxation of a portion of the appraised value of certain property that is at least 15% physically damaged by a disaster and located within an area declared to be a disaster area by the governor of the State of Texas. This temporary exemption is automatic if the disaster is declared prior to a taxing unit, such as the District, adopting its tax rate for the tax year. A taxing unit, such as the District, may authorize the exemption at its discretion if the disaster is declared after the taxing unit has adopted its tax rate for the tax year. The amount of the exemption is based on the percentage of damage and is prorated based on the date of the disaster. Upon receipt of an application submitted within the eligible timeframe by a person who qualifies for a temporary exemption under the Property Tax Code, the Appraisal District is required to complete a damage assessment and assign a damage assessment rating to determine the amount of the exemption. The temporary exemption amounts established in the Property Tax Code range from 15% for property less than 30% damaged to 100% for property that is a total loss. Any such temporary exemption granted for disaster-damaged property expires on January 1 of the first year in which the property is reappraised.

### **Reappraisal of Property**

When requested by a local taxing unit, such as the District, the Appraisal District is required to complete a reappraisal as soon as practicable of all property damaged in an area that the Governor declares a disaster area. 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. Beginning on the date of the disaster and for the remainder of the year, the taxing unit applies its tax rate to 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 sets forth notice and hearing procedures for certain tax rate increases by the District and provides for taxpayer referenda which could result in the repeal of certain tax increases. 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, which may be rejected by taxing units. 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 in writing 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 equal 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 taxpayer 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.

### **Tax Payment Installments After Disaster**

Certain qualified taxpayers, including owners of residential homesteads, located within a designated disaster area or emergency area, and whose property has been damaged as a direct result of the disaster or emergency, are entitled to enter into a tax payment installment agreement with a taxing jurisdiction such as the District if the taxpayer 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.

Additionally, the Texas Tax Code authorizes a taxing jurisdiction such as the District, solely at the jurisdiction's discretion, to adopt a similar installment payment option for taxes imposed on property that is located within a designated disaster area or emergency area, and is owned or leased by certain qualified business entities, regardless of whether the property has been damaged as a direct result of the disaster or emergency.

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

Chapter 49 of the Texas Water Code, as amended, classifies districts differently based on the current operation and maintenance tax rate or on the percentage of build-out that the District has completed. Districts that have adopted an operation and maintenance tax rate for the current year that is 2.5 cents or less per \$100 of taxable value are classified as "Special Taxing Units." Districts that have financed, completed, and issued bonds to pay for all improvements and facilities necessary to serve at least 95% of the projected build-out of the district are classified as "Developed Districts." Districts that do not meet either of the classifications previously discussed can be classified herein as "Developing Districts." The impact each classification has on the ability of a district to increase its maintenance and operations tax rate is described for each classification below. Debt service and contract tax rates cannot be reduced by a rollback election held within any of the districts described below.

**Special Taxing Units:** Special Taxing Units that adopt a total tax rate that would impose more than 1.08 times the amount of the total tax imposed by such district in the preceding tax year on a residence homestead appraised at the average appraised value of a residence homestead, subject to certain homestead exemptions, are required to hold an election within the district to determine whether to approve the adopted total tax rate. If the adopted total tax rate is not approved at the election, the total tax rate for a Special Taxing Unit is the current year's debt service and contract tax rate plus 1.08 times the previous year's operation and maintenance tax rate.

**Developed Districts:** Developed Districts that adopt a total tax rate that would impose more than 1.035 times the amount of the total tax imposed by the district in the preceding tax year on a residence homestead appraised at the average appraised value of a residence homestead, subject to certain homestead exemptions for the preceding tax year, plus any unused increment rates, as calculated and described in Section 26.013 of the Tax Code, are required to hold an election within the district to determine whether to approve the adopted total tax rate. If the adopted total tax rate is not approved at the election, the total tax rate for a Developed District is the current year's debt service and contract tax rate plus 1.035 times the previous year's operation and maintenance tax rate plus any unused increment rates. In addition, if any part of a Developed District lies within an area declared for disaster by the Governor of Texas or President of the United States, alternative procedures and rate limitations may apply for a temporary period. If a district qualifies as both a Special Taxing Unit and a Developed District, the district will be subject to the operation and maintenance tax threshold applicable to Special Taxing Units.

*Developing Districts:* Districts that do not meet the classification of a Special Taxing Unit or a Developed District can be classified as Developing Districts. The qualified voters of these districts, upon the Developing District's adoption of a total tax rate that would impose more than 1.08 times the amount of the total tax rate imposed by such district in the preceding tax year on a residence homestead appraised at the average appraised value of a residence homestead, subject to certain homestead exemptions, are authorized to petition for an election to reduce the operation and maintenance tax rate. If an election is called and passes, the total tax rate for Developing Districts is the current year's debt service and contract tax rate plus 1.08 times the previous year's operation and maintenance tax rate.

*The District:* A determination as to a district's status as a Special Taxing Unit, Developed District or Developing District will be made by the Board of Directors on an annual basis. The District cannot give any assurances as to what its classification will be at any point in time or whether the District's future tax rates will result in a total tax rate that will reclassify the District into a new classification and new election calculation.

### **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 state and 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 "FINANCIAL INFORMATION CONCERNING THE DISTRICT (UNAUDITED)—Overlapping Taxes." 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 amount of taxes owed to other taxing units, by the effects of market conditions on the foreclosure sale price, by taxpayer redemption rights or by bankruptcy proceedings which restrict the collection of taxpayer debts. 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. 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—General" and "—Tax Collection Limitations and Foreclosure Remedies."

## **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 Payment." The collection by the District of delinquent taxes owed to it and the enforcement by registered owners of the Bonds ("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 continued development of taxable property within the District will accumulate or 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" below.

### **Infectious Disease Outlook (COVID-19)**

In March 2020, the World Health Organization and the President of the United States separately declared the outbreak of a respiratory disease caused by a novel coronavirus ("COVID-19") to be a public health emergency. On March 13, 2020, the Governor of Texas (the "Governor") declared a state of disaster for all counties in the State of Texas (the "State") because of the effects of COVID-19. Subsequently, in response to a rise in COVID-19 infections in the State and pursuant to the Chapter 418 of the Texas Government Code, the Governor issued a number of executive orders intended to help limit the spread of COVID-19 and mitigate injury and the loss of life, including limitations imposed on business operations, social gatherings and other activities.

Over the ensuing year, COVID-19 negatively affected commerce, travel and businesses locally and globally, and negatively affected economic growth worldwide and within the State. Following the widespread release and distribution of various COVID-19 vaccines in 2021 and a decrease in active COVID-19 cases generally in the United States, state governments (including Texas) have started to lift business and social limitations associated with COVID-19. Beginning in March 2021, the Governor issued various executive orders, which, among other things, rescinded and superseded prior executive orders and provide that there are currently no COVID-19 related operating limits for any business or other establishment except in counties with an “area with high hospitalizations” where a county judge may impose COVID-19 related mitigation strategies. Harris County is not currently an “area with high hospitalizations.” The Governor retains the right to impose additional restrictions on activities if needed in order to mitigate the effects of COVID-19. Additional information regarding executive orders issued by the Governor is accessible on the website of the Governor at <https://gov.texas.gov/>. Neither the information on, nor accessed through, such website of the Governor is incorporated by reference into this OFFICIAL STATEMENT.

With the easing or removal of associated governmental restrictions, economic activity has increased. However, there are no assurances that such increased economic activity will continue or continue at the same rate, especially if there are future outbreaks of COVID-19. The District has not experienced any decrease in property values, unusual tax delinquencies or interruptions to any service as a result of COVID 19; however, the District cannot predict the long-term economic effect of COVID-19 or a similar virus should there be a reversal of economic activity and reinstitution of restrictions.

### **Potential Effects of Oil Price Fluctuations on the Houston Area**

The recent fluctuations in oil prices in the U.S. and globally, which at times have led to the lowest such prices in three decades, may lead to adverse conditions in the oil and gas industry, including but not limited to reduced revenues, declines in capital and operating expenditures, business failures, and layoffs of workers. The economy of the Houston area has, in the past, been particularly affected by adverse conditions in the oil and gas industry, and such conditions and their spillover effects into other industries could result in declines in the demand for residential and commercial property in the Houston area and could reduce or negatively affect property values or building activity within the District. As previously stated, the Bonds are secured by an unlimited ad valorem tax, and a reduction in property values may require an increase in the ad valorem tax rate required to pay the Bonds as well as the District’s share of operations and maintenance expenses payable from ad valorem taxes.

### **Extreme Weather Events**

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 multiple storms exceeding a 0.2% probability (i.e. “500-year flood” events) since 2015, including Hurricane Harvey, which made landfall along the Texas Gulf Coast on August 25, 2017, and brought historic levels of rainfall during the successive four days.

According to the Engineer, the Operator and Clay Road, the District's water and sewer system did not sustain any material damage and there was no interruption of water and sewer service as a result of Hurricane Harvey. Further, according to the Engineer, Operator and Clay Road, no home or commercial improvements within the District experienced significant flooding or other material damage as a result of Hurricane Harvey.

If a future weather event significantly damaged all or part of the improvements within the District, the assessed value of property within the District could be substantially reduced, which could result in a decrease in tax revenues and/or necessitate an increase in 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 or other casualty 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 could 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.

#### **Atlas 14**

The National Weather Service recently completed a rainfall study known as NOAA Atlas 14, Volume 11 Precipitation-Frequency Atlas of the United States (“Atlas 14”). Floodplain boundaries within the District may be redrawn based upon the Atlas 14 study, which is based upon a higher statistical rainfall amount, resulting in interim floodplain regulations applying to a larger number of properties and consequently leaving less developable property within the District. Such regulations could additionally result in higher insurance rates, increased development fees and stricter building codes for any property located within the expanded boundaries of the floodplain. See “THE SYSTEM—Atlas 14.”

#### **Economic Factors and Interest Rates**

A substantial percentage of the taxable value of the District results from the current market value of single- family residences and vacant commercial tracts. The market value of such properties is related to general economic conditions affecting the demand for properties. Demand for residential properties and commercial tracts can be significantly affected by factors such as interest rates, credit availability, construction costs, energy availability, energy prices and the prosperity and demographic characteristics of the urban center toward which the marketing of such properties is directed. Decreased levels of construction activity would tend to restrict the growth of property values in the District or could adversely impact such values.

#### **Credit Markets and Liquidity in the Financial Markets**

Interest rates and the availability of mortgage and development funding have a direct impact on the construction activity, particularly short-term interest rates, at which developers are able to obtain financing for development costs. Interest rate levels may affect the ability of the Developers or property owners to undertake and complete construction activities within the District. Because of the numerous and changing factors affecting the availability of funds, particularly liquidity in the national credit markets, the District is unable to assess the future availability of such funds for continued construction within the District. In addition, since the District is located approximately 25 miles from the central downtown business district of the City of Houston, the success of development within the District and growth of the District's taxable property values are, to a great extent, a function of the Houston metropolitan and regional economies and national credit and financial markets. A downturn in the economic conditions of Houston or a decline in the nation's real estate and financial markets could adversely affect development and building plans in the District and restrain the growth of or reduce the District's property tax base.

#### **Competition**

The demand for and construction of commercial improvements could be affected by competition from other developments, including other commercial developments located in the western portion of the Houston area market.

The competitive position of the Developers, or other property owners, in the sale of commercial tracts within the District is affected by most of the factors discussed in this section. Such a competitive position directly affects the growth and maintenance of taxable values in the District and tax revenues to be received by the District.

#### **Possible 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 owners of property within the District to pay their taxes. The 2021 Taxable Assessed Valuation is \$603,282,349 (\$545,449,136 certified value plus \$57,833,213 uncertified value). After issuance of the Bonds, the maximum debt service requirement will be \$4,537,056 (2023), and the average annual debt service requirement will be \$3,269,224 (2022-2046 inclusive). Assuming no increase or decrease from the 2021 Taxable Assessed Valuation, the issuance of no additional debt, and no other funds available for the payment of debt service, tax rates of \$0.80 and \$0.58 per \$100 of assessed valuation at a ninety-five percent (95%) collection rate would be necessary to pay the maximum debt service requirement and the average annual debt service requirement, respectively. The Estimated Taxable Assessed Valuation as of July 1, 2021 is \$615,117,045, which reduces the above calculations to \$0.78 and \$0.56 per \$100 of assessed valuation to pay the maximum annual debt service requirement and average annual debt service requirement, respectively. While the District anticipates future increases in taxable values, it makes no representations that over the term of the Bonds the property within the District will maintain a value sufficient to justify continued payment of taxes by property owners. Property within the District also is subject to taxes levied by other political subdivisions. See “TAX DATA—Tax Adequacy for Debt Service.”

No representation or suggestion is made that the uncertified portion of the 2021 Taxable Assessed Valuation will not be adjusted downward prior to certification or that the estimated values of land and improvements provided by the Appraisal District for the District as of July 1, 2021, will be certified as taxable value by the Appraisal District, and no person should rely upon such amounts or their inclusion herein as assurance of their attainment. See "TAXING PROCEDURES."

### **Landowner Obligation to the District**

There are no commitments from or obligations of the Developers, or any landowner, to the District to proceed at any particular rate or according to any specified plan with the development of land or construction of improvements in the District, and there is no restriction on any landowner's right to sell its land. Failure to construct taxable improvements on developed tracts of land or developed lots would restrict the rate of growth of taxable values in the District. The District cannot and does not make any representations that over the life of the Bonds the District will increase or maintain its taxable value. See "THE DEVELOPERS."

### **Dependence on Major Taxpayers**

Based on the certified 2021 tax rolls of \$545,449,136, the ten largest property owners are responsible for payment of 50.94% (\$277,856,136) of the District's 2021 taxes. Lists related to the uncertified portion of the 2021 Taxable Assessed Valuation (\$57,833,213) and the Estimated Taxable Assessed Valuation as of July 1, 2021 (\$615,117,045) are not available. The ability of any principal taxpayer to make full and timely payments of taxes levied against its property by the District and similar taxing authorities will directly affect the District's ability to meet its debt service obligations. If, for any reason, any one or more principal taxpayers do not pay taxes due or do not pay in a timely manner, the District may need to levy a higher tax rate or use other funds available for debt service purposes. However, the District has not covenanted in the Bond Resolution, nor is it required by Texas law, to maintain any particular balance in its Debt Service Fund or any other funds to allow for any such delinquencies. Therefore, failure by one or more principal taxpayers to pay their taxes on a timely basis in amounts in excess of the District's available funds could have a material adverse effect upon the District's ability to pay debt service on the Bonds on a current basis.

### **Future Debt**

The District has the right to issue obligations other than the Bonds, including tax anticipation notes and bond anticipation notes, and to borrow for any valid corporate purpose. A total of \$103,000,000 principal amount of unlimited tax bonds for the purpose of acquiring or constructing water, sewer and drainage facilities, \$5,700,000 principal amount of unlimited tax bonds for the purpose of acquiring or constructing parks and recreational facilities, \$10,000,000 principal amount of unlimited tax bonds for constructing road facilities, and \$103,000,000 principal amount of unlimited tax bonds for refunding purposes have been authorized by the District's voters. After the issuance of the Bonds, the District will have \$41,160,000 principal amount of unlimited tax bonds authorized but unissued for water, sewer and drainage facilities. The District has no remaining authorization unissued for unlimited tax bonds authorized for road facilities, \$102,790,000 principal amount of unlimited tax refunding bonds authorized but unissued and all of the bonds authorized for parks and recreational facilities remain authorized but unissued. In addition, voters may authorize the issuance of additional bonds secured by ad valorem taxes. The issuance of additional obligations may increase the District's tax rate and adversely affect the security for, and the investment quality and value of, the Bonds.

To date, various developers of land within the District, including, but not limited to the Developers described herein, have advanced certain funds for construction of facilities for which they have not been reimbursed. After payments are made with Bond proceeds, the District will continue to owe certain developers approximately \$1,560,000 plus interest (as of the date hereof) for funds advanced to construct water, sewer, and drainage facilities in the District. The District intends to issue additional bonds in order to reimburse such developers. The District does not employ any formula with respect to assessed valuations, tax collections or otherwise to limit the amount of parity bonds which it may issue. However, the principal amount of recreational facilities bonds issued by the District may not exceed one percent of the District's certified taxable assessed valuation unless, effective June 14, 2021, the District meets certain financial feasibility requirements under the TCEQ rules, in which case the outstanding principal amount of such bonds issued by the District may exceed an amount equal to one percent but not greater than three percent of the value of the taxable property in the District. 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 facilities and recreational facilities, but not road facilities or improvements in aid thereof, must be approved by the TCEQ.

In addition, future changes in health or environmental regulations could require the construction and financing of additional improvements without any corresponding increases in taxable value in the District. See "THE BONDS—Issuance of Additional Debt."

## **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-Brazoria 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.

While the EPA has revoked the 1997 Ozone Standards, the 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, the 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 the 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 the EPA’s April 2018 request for rehearing of the case. To address the uncertainty created by the South Coast court’s ruling, the TCEQ developed a formal request that the HGB Area be redesignated to attainment under the 1997 Ozone Standards. The TCEQ Commissioners adopted the request and maintenance plan for the 1997 one-hour and eight-hour standards on December 12, 2018. On May 16, 2019, the EPA proposed a determination that the HGB Area has met the redesignation criteria and continues to attain the 1997 one-hour and eight-hour standards, the termination of the anti-backsliding obligations, and approval of the proposed maintenance plan.

The HGB Area is currently designated as a “serious” nonattainment area under the 2008 Ozone Standard, with an attainment deadline of July 20, 2021. 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, with an attainment deadline of August 3, 2021. 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) groundwater well permitting and surface water appropriation; (2) public water supply systems; (3) wastewater discharges from treatment facilities; (4) storm water discharges; and (5) wetlands dredge and fill activities. Each of these is addressed below:

Certain governmental entities regulate groundwater usage in the HGB Area. A municipal utility district or other type of special purpose district that (i) is located within the boundaries of such an entity that regulates groundwater usage, and (ii) relies on local groundwater as a source of water supply, may be subject to requirements and restrictions on the drilling of water wells and/or the production of groundwater that could affect both the engineering and economic feasibility of district water supply projects.

Pursuant to the federal Safe Drinking Water Act (“SDWA”) and the EPA’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.

Operations of utility districts, including the District, are also potentially subject to requirements and restrictions under the CWA regarding the use and alteration of wetland areas that are within the “waters of the United States.” The District must obtain a permit from the United States Army Corps of Engineers (“USACE”) if operations of the District require that wetlands be filled, dredged, or otherwise altered.

In 2015, the EPA and 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 expanded the scope of the federal government’s CWA jurisdiction over intrastate water bodies and wetlands. The CWR was challenged in numerous jurisdictions, including the Southern District of Texas, causing significant uncertainty regarding the ultimate scope of “waters of the United States” and the extent of EPA and USACE jurisdiction.

On September 12, 2019, the EPA and USACE finalized a rule repealing the CWR, thus reinstating the regulatory text that existed prior to the adoption of the CWR. This repeal officially became final on December 23, 2019, but the repeal has itself become the subject of litigation in multiple jurisdictions.

On January 23, 2020, the EPA and USACE released the Navigable Waters Protection Rule (“NWPR”), which contains a new definition of “waters of the United States.” The stated purpose of the NWPR is to restore and maintain the integrity of the nation’s waters by maintaining federal authority over the waters Congress has determined should be regulated by the federal government, while preserving the states’ primary authority over land and water resources. The new definition outlines four categories of waters that are considered “waters of the United States,” and thus federally regulated under the CWA: (i) territorial seas and traditional navigable waters; (ii) perennial and intermittent tributaries to territorial seas and traditional navigable waters; (iii) certain lakes, ponds, and impoundments of jurisdictional waters; and (iv) wetlands adjacent to jurisdictional waters. The new rule also identifies certain specific categories that are not “waters of the United States,” and therefore not federally regulated under the CWA: (a) groundwater; (b) ephemeral features that flow only in direct response to precipitation; (c) diffuse stormwater runoff and directional sheet flow over upland; (d) certain ditches; (e) prior converted cropland; (f) certain artificially irrigated areas; (g) certain artificial lakes and ponds; (h) certain water-filled depressions and certain pits; (i) certain stormwater control features; (j) certain groundwater recharge, water reuse, and wastewater recycling structures; and (k) waste treatment systems. The NWPR became effective June 22, 2020, and is currently the subject of ongoing litigation.



Due to existing and possible future litigation, there remains 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 additional permitting requirements.

### **Tax Collections Limitations and Foreclosure Remedies**

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 local taxing authorities on the property against which taxes are levied, and such lien may be enforced by judicial foreclosure. The District’s ability to collect ad valorem taxes through such foreclosure may be impaired by (a) cumbersome, time-consuming and expensive collection procedures, (b) a bankruptcy court’s stay of tax collection procedures against a taxpayer, or (c) market conditions affecting the marketability of taxable property within the District and limiting the proceeds from a foreclosure sale of such property. Moreover, the proceeds of any sale of property within the District available to pay debt service on the Bonds may be limited by the existence of other tax liens on the property (see “FINANCIAL INFORMATION CONCERNING THE DISTRICT (UNAUDITED)—Overlapping Taxes”), by the current aggregate tax rate being levied against the property, and by other factors (including the taxpayers’ right to redeem property within two years of foreclosure for residential and agricultural use property and six months for other property). Finally, any 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 assessed 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.

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

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 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 (1) is 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.

Notwithstanding noncompliance by a district with Texas law requirements, the District could file a voluntary bankruptcy petition under Chapter 9, thereby invoking the protection of the automatic stay until the bankruptcy court, after a hearing, dismisses the petition. A federal bankruptcy court is a court of equity and federal bankruptcy judges have considerable discretion in the conduct of bankruptcy proceedings and in making the decision of whether to grant the petitioning District relief from its creditors. While such a decision might be appealable, the concomitant delay and loss of remedies to the Registered Owner could potentially and adversely impair the value of the Registered Owner’s claim.

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.

A district may not be forced into bankruptcy involuntarily.

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

The Underwriter (as defined herein) has entered into an agreement with ASSURED GUARANTY MUNICIPAL CORP. ("AGM") for the purchase of a municipal bond insurance policy (the "Policy"). At the time of entering into the agreement, the Insurer was rated "AA" (stable outlook) by S&P and "A2" (stable outlook) by Moody's. See "MUNICIPAL BOND INSURANCE."

The long-term ratings on the Bonds are dependent in part on the financial strength of the bond 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.

### **Marketability of the Bonds**

The District has no understanding 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 more generally bought, sold or traded in the secondary market.

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

Failure of the District to comply with certain covenants contained in the Bond Resolution on a continuing basis prior to the maturity of the Bonds could result in interest on the Bonds becoming taxable retroactive to the date of original issuance. See "TAX MATTERS."

### **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 income tax purposes. Any proposed legislation, whether or not enacted, may also affect the value and liquidity of the Bonds. Prospective purchasers of the Bonds should consult with their own tax advisors with respect to any proposed, pending or future legislation.

## **MUNICIPAL BOND RATING**

S&P Global Ratings, a business unit of Standard & Poor's Financial Services LLC, ("S&P") has assigned municipal bond ratings of "AA" (stable outlook) and Moody's Investors Service, Inc. ("Moody's") is expected to assign municipal bond ratings of "A2" (stable outlook), respectively, to the Bonds with the understanding that, upon delivery of the Bonds, a 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 "A3" to the Bonds. An explanation of the ratings may be obtained from S&P and Moody's. See "INVESTMENT CONSIDERATIONS—Risk Factors Related to the Purchase of Municipal Bond Insurance" and "MUNICIPAL BOND INSURANCE."

There is no assurance that such ratings will continue for any given period of time or that they 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 international public finance (including infrastructure) and structured finance markets and asset management services. 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 July 8, 2021, 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 October 29, 2020, 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 August 13, 2019, 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, 2020.

### *Capitalization of AGM*

At June 30, 2021:

- The policyholders' surplus of AGM was approximately \$2,943 million.
- The contingency reserve of AGM was approximately \$947 million.
- The net unearned premium reserves and net deferred ceding commission income of AGM and its subsidiaries (as described below) were approximately \$2,137 million. Such amount includes (i) 100% of the net unearned premium reserve and deferred ceding commission income of AGM, and (ii) the net unearned premium reserves and net deferred ceding commissions of AGM's wholly owned subsidiaries Assured Guaranty UK Limited ("AGUK") and Assured Guaranty (Europe) SA ("AGE").

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

### *Merger of Municipal Assurance Corp. (“MAC”) into AGM*

On April 1, 2021, MAC was merged into AGM, with AGM as the surviving company. Prior to that merger transaction, MAC was an indirect subsidiary of AGM (which indirectly owned 60.7% of MAC) and AGM’s affiliate, Assured Guaranty Corp., a Maryland-domiciled insurance company (“AGC”) (which indirectly owned 39.3% of MAC). In connection with the merger transaction, AGM and AGC each reassumed the remaining outstanding par they ceded to MAC in 2013, and AGC sold its indirect share of MAC to AGM. All of MAC’s direct insured par exposures have become insured obligations of AGM.

### *Incorporation of Certain Documents by Reference*

Portions of the following documents 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, 2020 (filed by AGL with the SEC on February 26, 2021);
- (ii) the Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2021 (filed by AGL with the SEC on May 7, 2021); and
- (iii) the Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2021 (filed by AGL with the SEC on August 6, 2021).

All 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.”

## **LEGAL MATTERS**

### **Legal Proceedings**

Delivery of the Bonds will be accompanied by the 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, without limit as to rate or amount, levied 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 Bond Counsel, to a like effect and to the effect that, under existing law, interest on the Bonds is excludable from gross income for federal tax purposes and 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 “THE BONDS,” “THE DISTRICT—General,” “TAXING PROCEDURES,” “LEGAL MATTERS,” “TAX MATTERS” and “CONTINUING DISCLOSURE OF INFORMATION” solely to determine whether such information fairly summarizes matters of law and 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 or the Developers 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 Official Statement.

#### **No-Litigation Certificate**

The District will furnish the Underwriter a certificate, executed by both the President and Secretary of the Board, and dated as of the date of delivery of the Bonds, to the effect that there is not pending, and to their knowledge, there is not threatened, any litigation affecting the validity of the Bonds, or the levy and/or collection of taxes for the payment thereof, or the organization or boundaries of the District, or the title of the officers thereof to their respective offices, and that no additional bonds or other indebtedness have been issued since the date of the statement of indebtedness or nonencumbrance certificate submitted to the Attorney General of Texas in connection with approval of the Bonds.

### **TAX MATTERS**

In the opinion of Allen Boone Humphries Robinson LLP, 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.

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. If the District should fail to comply with the covenants in the Bond Resolution or if the foregoing representations 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.

Except as stated above, Bond Counsel will express no opinion as to any federal, state or local tax consequences resulting from the ownership of, receipt of interest on, or disposition of, the Bonds.

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.

## **Not Qualified Tax-Exempt Obligations**

The Bonds are not “qualified tax-exempt obligations” within the meaning of Section 265(b) of the Code.

## **PREPARATION OF OFFICIAL STATEMENT**

### **Sources and Compilation of Information**

The financial data and other information contained in this OFFICIAL STATEMENT have been obtained primarily from the District's records, the Developers, 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, including the OFFICIAL NOTICE OF SALE and the OFFICIAL BID FORM for the sale of the Bonds. In its capacity as Financial Advisor, Masterson Advisors LLC has compiled and edited this OFFICIAL STATEMENT. The Financial Advisor has reviewed the information in this OFFICIAL STATEMENT in accordance with, and as a 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. Each consultant has agreed to the use of information provided by such firms.

*Tax Assessor/Collector:* The information contained in this OFFICIAL STATEMENT relating to the historical breakdown of the District's assessed valuations 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 such individual as an expert in assessing property values and collecting taxes.

*Engineer:* The information contained in this OFFICIAL STATEMENT relating to engineering and to the description of the District's water and wastewater system and certain information included in the sections entitled “THE DISTRICT” and “—Status of Development,” “THE SYSTEM,” and “THE ROAD 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.

*Auditor:* The financial statements of the District as of March 31, 2021, and for the year then ended, have been audited by McGrath & Co., PLLC, independent auditors, as stated in their report appearing herein. See “APPENDIX A” for a copy of the District's March 31, 2021 financial statements.

### **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 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 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 financial information and operating data annually to the MSRB. The financial information and operating data which will be provided 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 INFORMATION CONCERNING THE DISTRICT" (except for Estimated Overlapping Debt), "TAX DATA," and in APPENDIX A (Independent Auditor's Report and Financial Statements of the District). 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 2022. Any financial statements provided by the District shall be prepared in accordance with generally accepted accounting principles 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 fiscal year to the MSRB within such six month period, and audited financial statements when the audit report 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; (13) consummation of a merger, consolidation, or acquisition involving the District or other obligated person or the sale of all or substantially all of the assets of the District or other obligated person, 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, 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, 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, any of which reflect financial difficulties. The terms "obligated person" and "financial obligation" when used in this paragraph shall have the meanings ascribed to them under SEC Rule 15c2-12 (the "Rule"). 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 its Electronic Municipal Market Access ("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 Registered Owners 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 Owners 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 all continuing disclosure agreements made by the District 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. 287, as of the date shown on the cover page.

/s/Frank Sheehy  
\_\_\_\_\_  
President, Board of Directors  
Harris County Municipal Utility District No. 287

ATTEST:

/s/Andres Juarez  
\_\_\_\_\_  
Secretary, Board of Directors  
Harris County Municipal Utility District No. 287

**AERIAL LOCATION MAP**  
**(August 2021)**





CLAY RD.

**HARRIS COUNTY MUNICIPAL  
UTILITY DISTRICT No. 287**

MORTON RD.

MASON RD.



**PHOTOGRAPHS OF THE DISTRICT**  
**(July 2021)**



























## **APPENDIX A**

**Independent Auditor's Report and Financial Statements of the District for the Year Ended March 31, 2021**

**HARRIS COUNTY MUNICIPAL  
UTILITY DISTRICT NO. 287**

**HARRIS COUNTY, TEXAS**

**FINANCIAL REPORT**

**March 31, 2021**



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# McGRATH & CO., PLLC

*Certified Public Accountants*  
2500 Tanglewilde, Suite 340  
Houston, Texas 77063

## Independent Auditor's Report

Board of Directors  
Harris County Municipal Utility District No. 287  
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. 287, as of and for the year ended March 31, 2021, 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 basic 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 basic financial statements are free of 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 entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting principles 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 to provide a basis for our audit opinions.

***Board of Directors  
Harris County Municipal Utility District No. 287  
Harris County, Texas***

**Opinion**

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 Harris County Municipal Utility District No. 287, as of March 31, 2021, and the respective changes in financial position thereof for the year then ended in conformity 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 budgetary comparison information 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 Texas Supplementary Information is presented for purposes of additional analysis and is not a required part of the basic financial statements. The Texas Supplementary Information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied to the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the 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 financial statements taken as a whole.

*W. G. G. & Co., P.C.*

Houston, Texas  
July 19, 2021

## **Management's Discussion and Analysis**

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***Harris County Municipal Utility District No. 287  
Management's Discussion and Analysis  
March 31, 2021***

## **Using this Annual Report**

Within this section of the financial report of Harris County Municipal Utility District No. 287 (the "District"), the District's Board of Directors provides a narrative discussion and analysis of the financial activities of the District for the fiscal year ended March 31, 2021. This analysis should be read in conjunction with the independent auditor's report and the basic financial statements that follow this section.

In addition to this discussion and analysis, this annual report consists of:

- The District's basic financial statements;
- Notes to the basic financial statements, which provide additional information essential to a full understanding of the data provided in the financial statements;
- Supplementary information required by the Governmental Accounting Standards Board (GASB) concerning the District's budget; and
- Other Texas supplementary information required by the District's state oversight agency, the Texas Commission on Environmental Quality (TCEQ).

## **Overview of the Financial Statements**

The District prepares its basic financial statements using a format that combines fund financial statements and government-wide statements onto one financial statement. The combined statements are the *Statement of Net Position and Governmental Funds Balance Sheet* and the *Statement of Activities and Governmental Funds Revenues, Expenditures and Changes in Fund Balances*. Each statement contains an adjustments column which quantifies the differences between the government-wide and fund level statements. Additional details of the adjustments are provided in Note 2 to the basic financial statements.

## **Government-Wide Financial Statements**

The focus of government-wide financial statements is on the overall financial position and activities of the District, both long-term and short-term. The District's government-wide financial statements consist of the *Statement of Net Position* and the *Statement of Activities*, which are prepared using the accrual basis of accounting. The *Statement of Net Position* includes all of the District's assets, deferred outflows of resources, liabilities, and deferred inflows of resources with the residual reported as net position. Over time, changes in net position may provide a useful indicator of whether the financial position of the District as a whole is improving or deteriorating.

Accounting standards establish three components of net position. The net investment in capital assets component represents the District's investments in capital assets, less any outstanding debt or other borrowings used to acquire those assets. Resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities. The restricted component of net position consists of financial resources that are restricted for a specific purpose by enabling legislation or external parties. The unrestricted component of net position represents resources not included in the other components.

***Harris County Municipal Utility District No. 287***  
***Management's Discussion and Analysis***  
***March 31, 2021***

The *Statement of Activities* reports how the District's net position has changed during the fiscal year. All revenues and expenses are included on this statement, regardless of whether cash has been received or paid.

**Fund Financial Statements**

The fund financial statements include the *Governmental Funds Balance Sheet* and the *Governmental Funds Revenues, Expenditures and Changes in Fund Balances*. The focus of fund financial statements is on specific activities of the District rather than the District as a whole, reported using modified accrual accounting. These statements report on the District's use of available financial resources and the balances of available financial resources at the end of the year. Except for the General Fund, a specific fund is established to satisfy managerial control over resources or to satisfy finance-related legal requirements established by external parties, governmental statutes, or regulations.

For further discussion on the government-wide and fund financial statements, please refer to Note 1 in the financial statements.

**Financial Analysis of the District as a Whole**

The District's net position at March 31, 2021, was negative \$11,584,085. The District's net position is negative because the District incurs debt to construct storm drainage facilities and roads which it conveys to Harris County. A comparative summary of the District's overall financial position, as of March 31, 2021 and 2020, is as follows:

	2021	2020
Current and other assets	\$ 15,540,463	\$ 13,133,548
Capital assets	33,963,456	22,589,221
Total assets	<u>49,503,919</u>	<u>35,722,769</u>
Current liabilities	3,109,720	2,487,375
Long-term liabilities	57,978,284	45,800,231
Total liabilities	<u>61,088,004</u>	<u>48,287,606</u>
Net position		
Net investment in capital assets	(6,517,364)	(5,404,544)
Restricted	4,935,889	4,302,821
Unrestricted	(10,002,610)	(11,463,114)
Total net position	<u>\$ (11,584,085)</u>	<u>\$ (12,564,837)</u>

***Harris County Municipal Utility District No. 287***  
***Management's Discussion and Analysis***  
***March 31, 2021***

The total net position of the District increased during the current fiscal year by \$980,752. A comparative summary of the District's *Statement of Activities* for the past two years is as follows:

	2021	2020
Revenues		
Property taxes, penalties and interest	\$ 5,014,942	\$ 4,144,528
Water and sewer service	1,514,442	1,171,021
Other	1,005,525	1,544,744
Total revenues	<u>7,534,909</u>	<u>6,860,293</u>
Expenses		
Current service operations	2,749,787	2,716,371
Debt interest and fees	1,490,848	1,295,195
Developer interest	730,495	560,046
Debt issuance costs	959,016	503,688
Depreciation and amortization	624,011	445,453
Total expenses	<u>6,554,157</u>	<u>5,520,753</u>
Change in net position before other items	980,752	1,339,540
Other items		
Transfers to other governments	<u></u>	<u>(1,731,018)</u>
Change in net position	980,752	(391,478)
Net position, beginning of year	<u>(12,564,837)</u>	<u>(12,173,359)</u>
Net position, end of year	<u>\$ (11,584,085)</u>	<u>\$ (12,564,837)</u>

**Financial Analysis of the District's Funds**

The District's combined fund balances, as of March 31, 2021, were \$14,777,130, which consists of \$8,419,027 in the General Fund, \$4,927,468 in the Debt Service Fund, and \$1,430,635 in the Capital Projects Fund.

***Harris County Municipal Utility District No. 287  
Management's Discussion and Analysis  
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*General Fund*

A comparative summary of the General Fund's financial position as of March 31, 2021 and 2020 is as follows:

	2021	2020
Total assets	<u>\$ 9,040,605</u>	<u>\$ 7,921,675</u>
Total liabilities	\$ 576,386	\$ 571,959
Total deferred inflows	45,192	100,635
Total fund balance	<u>8,419,027</u>	<u>7,249,081</u>
Total liabilities, deferred inflows and fund balance	<u>\$ 9,040,605</u>	<u>\$ 7,921,675</u>

A comparative summary of the General Fund's activities for the current and prior fiscal year is as follows:

	2021	2020
Total revenues	\$ 3,973,159	\$ 3,860,131
Total expenditures	<u>(2,894,280)</u>	<u>(2,615,974)</u>
Revenues over expenditures	1,078,879	1,244,157
Other changes in fund balance	91,067	
Net change in fund balance	<u>\$ 1,169,946</u>	<u>\$ 1,244,157</u>

The District manages its activities with the objectives of ensuring that expenditures will be adequately covered by revenues each year and that an adequate fund balance is maintained. The District's primary financial resources in the General Fund are from a property tax levy, the provision of water and sewer services to customers within the District, tap connection fees charged to builders in the District. Financial resources are influenced by a variety of factors each year:

- Property tax revenues are dependent upon assessed values in the District and the maintenance tax rate set by the District.
- Water, sewer, and ground water pumpage fee revenues are dependent upon customer usage, which fluctuates from year to year as a result of factors beyond the District's control.
- Tap connection fees fluctuate with building activity within the District.

During the current fiscal year, the General Fund received \$91,067 from the Capital Projects Fund for the reimbursement of capital costs paid in previous years.



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*Debt Service Fund*

A comparative summary of the Debt Service Fund's financial position as of March 31, 2021 and 2020 is as follows:

	2021	2020
Total assets	<u>\$ 5,061,308</u>	<u>\$ 4,412,757</u>
Total liabilities	\$ 184	\$ 5
Total deferred inflows	133,656	257,230
Total fund balance	<u>4,927,468</u>	<u>4,155,522</u>
Total liabilities, deferred inflows and fund balance	<u>\$ 5,061,308</u>	<u>\$ 4,412,757</u>

A comparative summary of the Debt Service Fund's activities for the current and prior fiscal year is as follows:

	2021	2020
Total revenues	\$ 3,739,205	\$ 2,747,865
Total expenditures	<u>(3,402,762)</u>	<u>(2,821,078)</u>
Revenues over/(under) expenditures	336,443	(73,213)
Other changes in fund balance	435,503	
Net change in fund balance	<u>\$ 771,946</u>	<u>\$ (73,213)</u>

The District's financial resources in the Debt Service Fund in the current year and prior year are from property tax revenues. During the current year, financial resources also included capitalized interest from the sale of the District's Series 2020A Unlimited Tax Bonds. The difference between these financial resources and debt service requirements resulted in changes in fund balance each year. It is important to note that the District sets its annual debt service tax rate as recommended by its financial advisor, who monitors projected cash flows in the Debt Service Fund to ensure that the District will be able to meet its future debt service requirements.

During the current year, the District issued \$1,930,000 in refunding bonds to refund \$1,835,000 of its outstanding Series 2011 bonds. This refunding will save the District \$342,830 in future debt service requirements.

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***Capital Projects Fund***

A comparative summary of the Capital Projects Fund's financial position as of March 31, 2021 and 2020 is as follows:

	2021	2020
Total assets	<u>\$ 1,438,550</u>	<u>\$ 799,116</u>
Total liabilities	\$ 7,915	\$ 5,480
Total fund balance	<u>1,430,635</u>	<u>793,636</u>
Total liabilities and fund balance	<u>\$ 1,438,550</u>	<u>\$ 799,116</u>

A comparative summary of activities in the Capital Projects Fund for the current and prior fiscal year is as follows:

	2021	2020
Total revenues	\$ 1,562	\$ 16,161
Total expenditures	<u>(12,576,159)</u>	<u>(6,743,530)</u>
Revenues under expenditures	(12,574,597)	(6,727,369)
Other changes in fund balance	<u>13,211,596</u>	<u>6,665,000</u>
Net change in fund balance	<u>\$ 636,999</u>	<u>\$ (62,369)</u>

The District has had considerable capital asset activity in the last two years, which was financed with proceeds from the issuance of its Series 2020A Unlimited Tax Bonds in the current year and issuance of its Series 2019 Unlimited Tax Bonds in the prior year.

**General Fund Budgetary Highlights**

The Board of Directors adopts an annual unappropriated budget for the General Fund prior to the beginning of each fiscal year. The Board amended the budget during the year to reflect changes in anticipated revenues and expenditures.

Since the District's budget is primarily a planning tool, actual results varied from the budgeted amounts. Actual net change in fund balance was \$465,192 greater than budgeted. The *Budgetary Comparison Schedule* on page 38 of this report provides variance information per financial statement line item.

**Capital Assets**

The District has entered into financing agreements with its developers for the financing of the construction of capital assets within the District. Developers will be reimbursed from proceeds of future bond issues or other lawfully available funds. These developer funded capital assets are recorded on the District's financial statements upon completion of construction.

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Capital assets held by the District at March 31, 2021 and 2020 are summarized as follows:

	2021	2020
Capital assets not being depreciated		
Land and improvements	\$ 10,769,525	\$ 5,763,946
Construction in progress	287,890	131,562
	<u>11,057,415</u>	<u>5,895,508</u>
Capital assets being depreciated/amortized		
Infrastructure	20,636,391	13,923,334
Interest in joint facilities	5,142,677	5,019,395
Landscaping improvements	519,481	519,481
	<u>26,298,549</u>	<u>19,462,210</u>
Less accumulated depreciation/amortization		
Infrastructure	(2,290,033)	(1,831,448)
Interest in joint facilities	(912,248)	(772,796)
Landscaping improvements	(190,227)	(164,253)
	<u>(3,392,508)</u>	<u>(2,768,497)</u>
Depreciable capital assets, net	<u>22,906,041</u>	<u>16,693,713</u>
Capital assets, net	<u>\$ 33,963,456</u>	<u>\$ 22,589,221</u>

Capital asset additions during the current year include the following:

- Utilities to serve Waterstone West Section 1, Phase 1
- Utilities to serve Waterstone West Section 3
- Utilities to serve Landmark Tract
- Waterstone West Section 2 Reserve "C"
- Waterstone West Section 12 Portion of Reserve "H"
- Clay at Grand Parkway Reserve "A"
- Waterstone Section 12, Reserve "J"
- Waterstone Section 11, Portion D
- Waterstone West Section 3 Reserve "B"
- Improvements to joint facilities

The District's construction in progress consists of a generator to serve lift station no. 2, rehabilitation of a wastewater treatment plant (Phase 1), and Waterstone lift station no. 1 rehabilitation.

***Harris County Municipal Utility District No. 287  
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**Long-Term Debt and Related Liabilities**

As of March 31, 2021, the District owes approximately \$7,961,156 to developers for completed projects. The initial cost of the completed project and related liability is estimated based on actual construction costs plus 10-15% for engineering and other fees and is recorded on the District's financial statements upon completion of construction. As discussed in Note 6, the District has an additional commitment in the amount of \$1,154,930 for projects under construction by the developers. As noted, the District will owe its developer for these projects upon completion of construction. The District intends to reimburse the developer from proceeds of future bond issues or other lawfully available funds. The estimated cost of amounts owed to the developer is trued up when the developer is reimbursed.

At March 31, 2021 and 2020, the District had total bonded debt outstanding as shown below:

Series	2021	2020
2011	\$ -	\$ 1,910,000
2012	2,945,000	3,050,000
2014	3,575,000	3,685,000
2015	8,320,000	8,740,000
2016	7,220,000	7,585,000
2017 Road	9,090,000	9,545,000
2019	6,395,000	6,665,000
2020 Refunding	1,930,000	
2020A	13,590,000	
	<u>\$ 53,065,000</u>	<u>\$ 41,180,000</u>

During the current year, the District issued \$1,930,000 in unlimited tax refunding bonds and \$13,590,000 in unlimited tax bonds. At March 31, 2021, the District had \$53,845,000 unlimited tax bonds authorized, but unissued for the purposes of acquiring, constructing and improving the water, sanitary sewer and drainage systems within the District; \$5,700,000 for parks and recreational facilities; and \$102,905,000 for refunding purposes.

In June 2021 (subsequent to fiscal year end), the District issued refunding bonds in the amount of \$2,980,000 to refund the outstanding Series 2012 bonds.

**Next Year's Budget**

In establishing the budget for the next fiscal year, the Board considered various economic factors that may affect the District, most notably projected revenues from property taxes and water/sewer services and the projected cost of operating the District and providing services to customers.

***Harris County Municipal Utility District No. 287***  
***Management's Discussion and Analysis***  
***March 31, 2021***

A comparison of next year's budget to current year actual amounts for the General Fund is as follows:

	<u>2021 Actual</u>	<u>2022 Budget</u>
Total revenues	\$ 3,973,159	\$ 3,616,002
Total expenditures	<u>(2,894,280)</u>	<u>(3,027,826)</u>
Revenues over expenditures	1,078,879	588,176
Other changes in fund balance	<u>91,067</u>	
Net change in fund balance	1,169,946	588,176
Beginning fund balance	<u>7,249,081</u>	<u>8,419,027</u>
Ending fund balance	<u><u>\$ 8,419,027</u></u>	<u><u>\$ 9,007,203</u></u>

**Property Taxes**

The District's property tax base increased approximately \$153,192,400 for the 2021 tax year from \$436,490,726 to \$589,683,135, based on preliminary values.

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## **Basic Financial Statements**

**Harris County Municipal Utility District No. 287**  
**Statement of Net Position and Governmental Funds Balance Sheet**  
**March 31, 2021**

	General Fund	Debt Service Fund	Capital Projects Fund	Total	Adjustments	Statement of Net Position
<b>Assets</b>						
Cash	\$ 336,444	\$ 381,338	\$ 14,255	\$ 732,037	\$ -	\$ 732,037
Investments	8,166,062	4,638,439	1,453,076	14,257,577		14,257,577
Taxes receivable, net	45,192	133,656		178,848		178,848
Customer service receivables, net	214,339			214,339		214,339
Internal balances	120,906	(92,125)	(28,781)			
Other receivables	10,300			10,300		10,300
Prepaid items	94,497			94,497		94,497
Operating reserve	52,865			52,865		52,865
Capital assets not being depreciated					11,057,415	11,057,415
Capital assets, net					22,906,041	22,906,041
Total Assets	<u>\$9,040,605</u>	<u>\$ 5,061,308</u>	<u>\$1,438,550</u>	<u>\$15,540,463</u>	<u>33,963,456</u>	<u>49,503,919</u>
<b>Liabilities</b>						
Accounts payable	\$ 168,146	\$ 184	\$ -	\$ 168,330		168,330
Other payables	6,982		7,915	14,897		14,897
Customer deposits	303,760			303,760		303,760
Unearned revenue	20,305			20,305		20,305
Retainage payable	15,034			15,034		15,034
Due to other governments	62,159			62,159		62,159
Accrued interest payable					125,235	125,235
Due to developers					7,961,156	7,961,156
Long-term debt						
Due within one year					2,400,000	2,400,000
Due after one year					50,017,128	50,017,128
Total Liabilities	<u>576,386</u>	<u>184</u>	<u>7,915</u>	<u>584,485</u>	<u>60,503,519</u>	<u>61,088,004</u>
<b>Deferred Inflows of Resources</b>						
Deferred property taxes	45,192	133,656		178,848	(178,848)	
<b>Fund Balances/Net Position</b>						
<b>Fund Balances</b>						
Nonspendable	147,362			147,362	(147,362)	
Restricted		4,927,468	1,430,635	6,358,103	(6,358,103)	
Unassigned	8,271,665			8,271,665	(8,271,665)	
Total Fund Balances	<u>8,419,027</u>	<u>4,927,468</u>	<u>1,430,635</u>	<u>14,777,130</u>	<u>(14,777,130)</u>	
Total Liabilities, Deferred Inflows of Resources and Fund Balances	<u>\$9,040,605</u>	<u>\$ 5,061,308</u>	<u>\$1,438,550</u>	<u>\$15,540,463</u>		
<b>Net Position</b>						
Net investment in capital assets					(6,517,364)	(6,517,364)
Restricted for debt service					4,935,889	4,935,889
Unrestricted					(10,002,610)	(10,002,610)
Total Net Position					<u>\$(11,584,085)</u>	<u>\$(11,584,085)</u>

See notes to basic financial statements.



**Harris County Municipal Utility District No. 287**

**Statement of Activities and Governmental Funds Revenues, Expenditures and Changes in Fund Balances  
For the Year Ended March 31, 2021**

	General Fund	Debt Service Fund	Capital Projects Fund	Total	Adjustments	Statement of Activities
<b>Revenues</b>						
Water service	\$ 705,971	\$ -	\$ -	\$ 705,971	\$ -	\$ 705,971
Sewer service	808,471			808,471		808,471
Property taxes	1,433,670	3,690,310		5,123,980	(165,293)	4,958,687
Penalties and interest	27,559	42,420		69,979	(13,724)	56,255
Groundwater pumpage fees	499,002			499,002		499,002
Tap connection and inspection	454,930			454,930		454,930
Miscellaneous	31,554			31,554		31,554
Investment earnings	12,002	6,475	1,562	20,039		20,039
Total Revenues	3,973,159	3,739,205	1,562	7,713,926	(179,017)	7,534,909
<b>Expenditures</b>						
Current service operations						
Purchased services	640,600			640,600		640,600
Professional fees	201,456		126,750	328,206		328,206
Contracted services	538,737	60,248		598,985		598,985
Repairs and maintenance	486,439			486,439		486,439
Utilities	71,491			71,491		71,491
Leases	500,500			500,500		500,500
Administrative	65,380	6,151		71,531		71,531
Other	52,035			52,035		52,035
Capital outlay	337,642		10,888,238	11,225,880	(11,225,880)	
Debt service						
Principal		1,800,000		1,800,000	(1,800,000)	
Interest and fees		1,408,023		1,408,023	82,825	1,490,848
Developer interest			730,495	730,495		730,495
Debt issuance costs		128,340	830,676	959,016		959,016
Depreciation and amortization					624,011	624,011
Total Expenditures/Expenses	2,894,280	3,402,762	12,576,159	18,873,201	(12,319,044)	6,554,157
<b>Revenues Over (Under) Expenditures</b>	1,078,879	336,443	(12,574,597)	(11,159,275)	12,140,027	980,752
<b>Other Financing Sources/(Uses)</b>						
Proceeds from sale of bonds		287,337	13,302,663	13,590,000	(13,590,000)	
Proceeds from sale of refunding bonds		1,930,000		1,930,000	(1,930,000)	
Bond premium		52,802		52,802	(52,802)	
Payment to refunded bond escrow agent		(1,834,636)		(1,834,636)	1,834,636	
Internal transfers	91,067		(91,067)			
<b>Net Change in Fund Balances</b>	1,169,946	771,946	636,999	2,578,891	(2,578,891)	
<b>Change in Net Position</b>					980,752	980,752
Fund Balance/Net Position						
Beginning of the year	7,249,081	4,155,522	793,636	12,198,239	(24,763,076)	(12,564,837)
<b>End of the year</b>	<u>\$8,419,027</u>	<u>\$4,927,468</u>	<u>\$ 1,430,635</u>	<u>\$ 14,777,130</u>	<u>\$ (26,361,215)</u>	<u>\$ (11,584,085)</u>

See notes to basic financial statements.

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## **Note 1 – Summary of Significant Accounting Policies**

The accounting policies of Harris County Municipal Utility District No. 287 (the “District”) conform with accounting principles generally accepted in the United States of America as promulgated by the Governmental Accounting Standards Board (“GASB”). The following is a summary of the most significant policies:

### **Creation**

The District was organized, created, and established pursuant to an order of the Texas Water Commission, statutory predecessor to the Texas Commission on Environmental Quality, dated July 29, 1985. The rights, powers, privileges, authority and functions of the District are established by the general laws of the State of Texas pertaining to utility districts, particularly Article XVI, Section 59 and Article III, Section 52 of the Texas Constitution, and Chapters 49 and 54 of the Texas Water Code, as amended. The Board of Directors held its first meeting on January 24, 2006, and the first bonds were issued on January 27, 2011.

The District’s primary activities include construction, maintenance and operation of water, sewer, drainage, park and recreational facilities and road improvements. The District has contracted with various consultants to provide services to operate and administer the affairs of the District. The District has no employees, related payroll or pension costs.

### **Reporting Entity**

The District is a political subdivision of the State of Texas governed by an elected five-member board. The GASB has established the criteria for determining the reporting entity for financial statement reporting purposes. To qualify as a primary government, a government must have a separately elected governing body, be legally separate, and be fiscally independent of other state and local governments, while a component unit is a legally separate government for which the elected officials of a primary government are financially accountable. Fiscal independence implies that the government has the authority to adopt a budget, levy taxes, set rates, and/or issue bonds without approval from other 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 statements as component units.

### **Government-Wide and Fund Financial Statements**

Government-wide financial statements display information about the District as a whole. These statements focus on the sustainability of the District as an entity and the change in aggregate financial position resulting from the activities of the fiscal period. Interfund activity, if any, has been removed from these statements. These aggregated statements consist of the *Statement of Net Position* and the *Statement of Activities*.

**Note 1 – Summary of Significant Accounting Policies (continued)**

**Government-Wide and Fund Financial Statements (continued)**

Fund financial statements display information at the individual fund level. A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for a specific purpose. Each fund is considered to be a separate accounting entity. Most governments typically have many funds; however, governmental financial statements focus on the most important or “major” funds with non-major funds aggregated in a single column. The District has three governmental funds, which are all considered major funds.

The following is a description of the various funds used by the District:

- The General Fund is used to account for the operations of the District’s water and sewer system and all other financial transactions not reported in other funds. The principal sources of revenue are property taxes and water and sewer service fees. Expenditures include costs associated with the daily operations of the District.
- The Debt Service Fund is used to account for the payment of interest and principal on the District’s general long-term debt. The primary source of revenue for debt service is property taxes. Expenditures include costs incurred in assessing and collecting these taxes.
- The Capital Projects Fund is used to account for the expenditures of bond proceeds for the construction of the District’s water, sewer, drainage, and road facilities.

As a special-purpose government engaged in a single governmental program, the District has opted to combine its government-wide and fund financial statements in a columnar format showing an adjustments column for reconciling items between the two.

**Measurement Focus and Basis of Accounting**

The government-wide financial statements use the economic resources measurement focus and the full accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flows. Property taxes are recognized as revenue in the year for which they are levied.

The fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenue is recognized in the accounting period in which it becomes both available and measurable to finance expenditures of the current period. For this purpose, the government considers revenues to be available if they are collected within sixty days of the end of the current fiscal period. Revenues susceptible to accrual include property taxes, interest earned on investments and income from District operations. Property taxes receivable at the end of the fiscal year are treated as deferred inflows because they are not considered available to pay liabilities of the current period. Expenditures are recognized in the accounting period in which the liability is incurred, if measurable, except for unmatured interest on long-term debt, which is recognized when due.

**Note 1 – Summary of Significant Accounting Policies (continued)**

**Measurement Focus and Basis of Accounting (continued)**

Note 2 further details the adjustments from the governmental fund presentation to the government-wide presentation.

**Use of Restricted Resources**

When both restricted and unrestricted resources are available for use, the District uses restricted resources first, then unrestricted resources as they are needed.

**Prepaid Items**

Certain payments made by the District reflect costs applicable to future accounting periods and are recorded as prepaid items in both the government-wide and fund financial statements.

**Receivables**

All receivables are reported at their gross value and, where appropriate, are reduced by the estimated portion that is expected to be uncollectible. Receivables from and payables to external parties are reported separately and are not offset, unless a legal right of offset exists. At March 31, 2021, allowances of \$831 and \$2,500 was provided for possible uncollectible property taxes and water/sewer accounts, respectively.

**Interfund Activity**

During the course of operations, transactions occur between individual funds. This can include internal transfers, payables, and receivables. This activity is combined as internal balances and is eliminated in both the government-wide and fund financial statement presentation.

**Capital Assets**

Capital assets do not provide financial resources at the fund level, and, therefore, are reported only in the government-wide statements. The District defines capital assets as assets with an initial cost of \$5,000 or more and an estimated useful life in excess of one year. Capital assets are recorded at historical cost or estimated historical cost. Donated capital assets are recorded at acquisition value, which is the price that would be paid to acquire the asset on the acquisition date. The District has not capitalized interest incurred during the construction of its capital assets. The costs of normal maintenance and repairs that do not add to the value of the assets or materially extend asset lives are not capitalized.

**Note 1 – Summary of Significant Accounting Policies (continued)**

**Capital Assets (continued)**

Depreciable capital assets, which primarily consist of water and wastewater facilities, are depreciated (or amortized in the case of intangible assets) using the straight-line method as follows:

Assets	Useful Life
Infrastructure	40-45 years
Interest in joint facilities	Remaining life of contract
Landscaping improvements	10-20 years

The District's detention facilities and drainage channels are considered improvements to land and are non-depreciable.

**Deferred Inflows and Outflows of Financial Resources**

A deferred inflow of financial resources is the acquisition of resources in one period that is applicable to a future period, while a deferred outflow of financial resources is the consumption of financial resources in one period that is applicable to a future period. A deferred inflow results from the acquisition of an asset without a corresponding revenue or assumption of a liability. A deferred outflow results from the use of an asset without a corresponding expenditure or reduction of a liability.

At the fund level, property taxes receivable not collected within 60 days of fiscal year end do not meet the availability criteria required for revenue recognition and are recorded as deferred inflows of financial resources.

**Net Position – Governmental Activities**

Governmental accounting standards establish the following three components of net position:

Net investment in capital assets – represents the District's investments in capital assets, less any outstanding debt or other borrowings used to acquire those assets.

Restricted – consists of financial resources that are restricted for a specific purpose by enabling legislation or external parties.

Unrestricted – resources not included in the other components.

**Note 1 – Summary of Significant Accounting Policies (continued)**

**Fund Balances – Governmental Funds**

Governmental accounting standards establish the following fund balance classifications:

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. The District's nonspendable fund balance consists of prepaid items and operating reserves paid to Harris County Municipal Utility District No. 71 for the joint water plant and wastewater treatment plant.

Restricted - amounts that can be spent only for specific purposes because of constitutional provisions or enabling legislation or because of constraints that are externally imposed by creditors, grantors, contributors, or the laws or regulations of other governments. The District's restricted fund balances consist of unspent bond proceeds in the Capital Projects Fund and property taxes levied for debt service and capitalized interest from the sale of bonds in the Debt Service Fund.

Committed - amounts that can be used only for specific purposes determined by a formal action of the Board of Directors. The Board is the highest level of decision-making authority for the District. Commitments may be established, modified, or rescinded only through ordinances or resolutions approved by the Board. Committed fund balance also incorporates contractual obligations to the extent that existing resources in the fund have been specifically committed for use in satisfying those contractual requirements. 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 an expenditure is incurred for which committed, assigned, or unassigned fund balances are available, the District considers amounts to have been spent first out of committed funds, then assigned funds, and finally unassigned funds.

**Use of Estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and revenues and expenses/expenditures during the period reported. These estimates include, among others, the collectability of receivables; the value of unbilled utility revenues and receivables; the useful lives and impairment of capital assets; the value of amounts due to developers; the value of capital assets transferred to Harris County and the value of capital assets for which the developers have not been fully reimbursed. Estimates and assumptions are reviewed periodically, and the effects of revisions are reflected in the financial statements in the period they are determined to be necessary. Actual results could differ from the estimates.

***Harris County Municipal Utility District No. 287***  
***Notes to Basic Financial Statements***  
***March 31, 2021***

**Note 2 – Adjustment from Governmental to Government-wide Basis**

**Reconciliation of the *Governmental Funds Balance Sheet* to the *Statement of Net Position***

Total fund balance, governmental funds		\$ 14,777,130
Capital assets used in governmental activities are not financial resources and, therefore, are not reported as assets in governmental funds.		
Historical cost	\$ 37,355,964	
Less accumulated depreciation/amortization	<u>(3,392,508)</u>	
Change due to capital assets		33,963,456
Long-term liabilities are not due and payable in the current period and, therefore, are not reported as liabilities in the governmental funds, the difference consists of:		
Bonds payable, net	(52,417,128)	
Interest payable on bonds	<u>(125,235)</u>	
Change due to long-term debt		(52,542,363)
Amounts due to the District's developers for prefunded construction are recorded as a liability in the <i>Statement of Net Position</i> .		
		(7,961,156)
Property taxes receivable and related penalties and interest have been levied and are due, but are not available soon enough to pay current period expenditures and, therefore, are deferred in the funds.		
Property taxes receivable	158,414	
Penalty and interest receivable	<u>20,434</u>	
Change due to property taxes		178,848
Total net position - governmental activities		<u><u>\$ (11,584,085)</u></u>



***Harris County Municipal Utility District No. 287***  
***Notes to Basic Financial Statements***  
***March 31, 2021***

**Note 2 – Adjustment from Governmental to Government-wide Basis (continued)**

***Reconciliation of the Governmental Funds Statement of Revenues, Expenditures and Changes in Fund Balances to the Statement of Activities***

Net change in fund balances - total governmental funds	\$ 2,578,891
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Governmental funds do not report revenues that are not available to pay current obligations. In contrast, such revenues are reported in the *Statement of Activities* when earned. The difference is for property taxes and related penalties and interest.

	(179,017)
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Governmental funds report capital outlays for developer reimbursements and construction costs as expenditures in the funds; however, in the *Statement of Activities*, the cost of capital assets is charged to expense over the estimated useful life of the asset.

Capital outlays	\$ 11,225,880	
Depreciation and amortization expense	<u>(624,011)</u>	
		10,601,869

The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of principal uses current financial resources. However, neither transaction has any effect on net assets. Other elements of debt financing are reported differently between the fund and government wide statements.

Issuance of long term debt	(15,520,000)	
Payment to refunded bond escrow agent	1,834,636	
Principal payments	1,800,000	
Bond premium	(52,802)	
Interest expense	<u>(82,825)</u>	
		(12,020,991)

Change in net position of governmental activities	<u>\$ 980,752</u>
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***Harris County Municipal Utility District No. 287***  
***Notes to Basic Financial Statements***  
***March 31, 2021***

**Note 3 – Deposits and Investments**

**Deposit Custodial Credit Risk**

Custodial credit risk as it applies to deposits (i.e., cash) is the risk that, in the event of the failure of the depository institution, a government will not be able to recover its deposits or will not be able to recover collateral securities. The *Public Funds Collateral Act* (Chapter 2257, Texas Government Code) requires that all of the District's deposits with financial institutions be covered by federal depository insurance and, if necessary, pledged collateral held by a third-party custodian. The act further specifies the types of securities that can be used as collateral. The District's written investment policy establishes additional requirements for collateralization of deposits.

**Investments**

The District is authorized by the *Public Funds Investment Act* (Chapter 2256, Texas Government Code) to invest in the following: (1) obligations, including letters of credit, of the United States or its agencies and instrumentalities, including Federal Home Loan Banks, (2) direct obligations of the State of Texas or its agencies and instrumentalities, (3) certain collateralized mortgage obligations, (4) other obligations, which are unconditionally guaranteed or insured by the State of Texas or the United States or its agencies or instrumentalities, including obligations that are fully guaranteed or insured by the Federal Deposit Insurance Corporation or by the explicit full faith and credit of the United States, (5) certain A rated or higher obligations of states and political subdivisions of any state, (6) bonds issued, assumed or guaranteed by the State of Israel, (7) certain insured or collateralized certificates of deposit and share certificates, (8) certain fully collateralized repurchase agreements, (9) bankers' acceptances with limitations, (10) commercial paper rated A-1 or P-1 or higher and a maturity of 270 days or less, (11) no-load money market mutual funds and no-load mutual funds, with limitations, (12) certain guaranteed investment contracts, (13) certain qualified governmental investment pools and (14) a qualified securities lending program.

The District has adopted a written investment policy to establish the principles by which the District's investment program should be managed. This policy further restricts the types of investments in which the District may invest.

As of March 31, 2021, the District's investments consist of the following:

Type	Fund	Carrying Value	Rating	Weighted Average Maturity
TexPool	General	\$ 8,166,062	AAAm	29 days
	Debt Service	4,638,439		
	Capital Projects	1,453,076		
		<u>\$ 14,257,577</u>		

***Harris County Municipal Utility District No. 287***  
***Notes to Basic Financial Statements***  
***March 31, 2021***

**Note 3 – Deposits and Investments (continued)**

**TexPool**

The District participates in TexPool, the Texas Local Government Investment Pool. The State Comptroller of Public Accounts exercises oversight responsibility of TexPool, which includes (1) the ability to significantly influence operations, (2) designation of management and (3) accountability for fiscal matters. Additionally, the State Comptroller has established an advisory board composed of both participants in TexPool and other persons who do not have a business relationship with TexPool. The Advisory Board members review the investment policy and management fee structure.

As permitted by GAAP, TexPool uses amortized cost (which excludes unrealized gains and losses) rather than market value to compute share price and seeks to maintain a constant dollar value per share. Accordingly, the fair value of the District's position in TexPool is the same as the value of TexPool shares. Investments in TexPool may be withdrawn on a same day basis, as long as the transaction is executed by 3:30 p.m.

**Investment Credit and Interest Rate Risk**

Investment credit risk is the risk that the investor may not recover the value of an investment from the issuer, while interest rate risk is the risk that the value of an investment will be adversely affected by changes in interest rates. The District's investment policies do not address investment credit and interest rate risk beyond the rating and maturity restrictions established by state statutes.

**Note 4 – Interfund Balances and Transactions**

Amounts due to/from other funds at March 31, 2021, consist of the following:

Receivable Fund	Payable Fund	Amounts	Purpose
General Fund	Debt Service	\$ 92,125	Maintenance tax collections not remitted as of year end and bond issuance costs paid by the General Fund
General Fund	Capital Projects	28,781	Bond application fees paid by the General Fund

Amounts reported as internal balances between funds are considered temporary balances and will be paid during the following fiscal year.

During the current fiscal year, the Capital Projects Fund transferred \$91,067 to the General Fund for the reimbursement of capital costs paid in previous years.

***Harris County Municipal Utility District No. 287***  
***Notes to Basic Financial Statements***  
***March 31, 2021***

**Note 5 – Capital Assets**

A summary of changes in capital assets, for the year ended March 31, 2021, is as follows:

	Beginning Balances	Additions/ Adjustments	Ending Balances
Capital assets not being depreciated			
Land and improvements	\$ 5,763,946	\$ 5,005,579	\$ 10,769,525
Construction in progress	131,562	156,328	287,890
	<u>5,895,508</u>	<u>5,161,907</u>	<u>11,057,415</u>
Capital assets being depreciated/amortized			
Infrastructure	13,923,334	6,713,057	20,636,391
Interest in joint facilities	5,019,395	123,282	5,142,677
Landscaping improvements	519,481		519,481
	<u>19,462,210</u>	<u>6,836,339</u>	<u>26,298,549</u>
Less accumulated depreciation/amortization			
Infrastructure	(1,831,448)	(458,585)	(2,290,033)
Interest in joint facilities	(772,796)	(139,452)	(912,248)
Landscaping improvements	(164,253)	(25,974)	(190,227)
	<u>(2,768,497)</u>	<u>(624,011)</u>	<u>(3,392,508)</u>
Subtotal depreciable capital assets, net	<u>16,693,713</u>	<u>6,212,328</u>	<u>22,906,041</u>
Capital assets, net	<u>\$ 22,589,221</u>	<u>\$ 11,374,235</u>	<u>\$ 33,963,456</u>

Depreciation/amortization expense for the current year was \$624,011.

The District has contractual commitments for construction projects as follows:

	Contract Amount	Amounts Paid	Remaining Commitment
Lift station no. 2 generator	\$ 117,529	\$ 104,745	\$ 12,784
Waterstone lift station rehabilitation	122,225		122,225
Wastewater treatment plant rehabilitation, phase 1	380,000		380,000
	<u>\$ 619,754</u>	<u>\$ 104,745</u>	<u>\$ 515,009</u>

***Harris County Municipal Utility District No. 287***  
***Notes to Basic Financial Statements***  
***March 31, 2021***

**Note 6 – Due to Developers**

The District has entered into financing agreements with its developers for the financing of the construction of water, sewer, drainage, and park and recreational facilities and road improvements. Under the agreements, the developers will advance funds for the construction of facilities to serve the District. The developers will be reimbursed from proceeds of future bond issues or other lawfully available funds, subject to approval by TCEQ, as applicable. The District does not record the capital asset and related liability on the government-wide statements until construction of the facilities is complete. The initial cost is estimated based on construction costs plus 10-15% for engineering and other fees. Estimates are trued up when the developer is reimbursed.

Changes in the estimated amounts due to developers during the year are as follows:

Due to developers, beginning of year	\$ 7,188,789
Developer reimbursements	(10,888,238)
Developer funded construction and adjustments	11,660,605
Due to developers, end of year	<u>\$ 7,961,156</u>

In addition, the District will owe the developers approximately \$1,154,930, which is included in the following schedule of contractual commitments. The exact amount is not known until approved by the TCEQ and verified by the District's auditor. As previously noted, these projects will be reported in the government-wide financial statements upon completion of construction.

	Contract Amount	Amounts Paid	Remaining Commitment
Morton Ranch commercial tract and lift station no.3	\$ 986,076	\$ 859,695	\$ 126,381
Waterstone West retail storm sewer	168,854		168,854
	<u>\$ 1,154,930</u>	<u>\$ 859,695</u>	<u>\$ 295,235</u>

**Note 7 – Long-Term Debt**

Long-term debt is comprised of the following:

Bonds payable	\$ 53,065,000
Unamortized discounts	(697,374)
Unamortized premium	49,502
	<u>\$ 52,417,128</u>
 Due within one year	 <u>\$ 2,400,000</u>

***Harris County Municipal Utility District No. 287***  
***Notes to Basic Financial Statements***  
***March 31, 2021***

**Note 7 – Long-Term Debt (continued)**

The District's bonds payable at March 31, 2021, consists of unlimited tax bonds as follows:

Series	Amounts Outstanding	Original Issue	Interest Rates	Maturity Date, Serially, Beginning/ Ending	Interest Payment Dates	Call Dates
2012	\$ 2,945,000	\$ 3,660,000	3.5% - 4.625%	September 1, 2013/2037	September 1, March 1	September 1, 2021
2014	3,575,000	4,165,000	3.0% - 5.0%	September 1, 2015/2039	September 1, March 1	September 1, 2022
2015	8,320,000	10,000,000	3.0% - 5.5%	September 1, 2017/2040	September 1, March 1	September 1, 2023
2016	7,220,000	8,675,000	2.0% - 3.0%	September 1, 2017/2040	September 1, March 1	September 1, 2024
2017 Road	9,090,000	10,000,000	2.0% - 4.0%	September 1, 2019/2040	September 1, March 1	September 1, 2024
2019	6,395,000	6,665,000	2.0% - 2.625%	September 1, 2020/2044	September 1, March 1	September 1, 2024
2020 Refunding	1,930,000	1,930,000	3.0% - 4.0%	September 1, 2021/2035	September 1, March 1	September 1, 2026
2020A	13,590,000	13,590,000	2.0% - 2.5%	September 1, 2021/2044	September 1, March 1	September 1, 2025
	<u>\$ 53,065,000</u>					

Payments of principal and interest on all series of bonds are to be provided from taxes levied on all properties within the District. Investment income realized by the Debt Service Fund from investment of idle funds will be used to pay outstanding bond principal and interest. The District is in compliance with the terms of its bond resolutions.

At March 31, 2021, the District had authorized but unissued bonds in the amount of \$53,845,000 for water, sewer and drainage facilities; \$5,700,000 for park and recreational facilities; and \$102,905,000 for refunding purposes.

On June 5, 2020, the District issued its \$1,930,000 Series 2020 Unlimited Tax Refunding Bonds at a net effective interest rate of 2.933931% to refund \$1,835,000 of outstanding Series 2011 bonds. The District Refunded bonds to reduce total debt service payments over future years by approximately \$342,830 and to obtain an economic gain (difference between the present values of the debt service payments on the old and new debt) of approximately \$256,521. Proceeds of the bonds were placed in an escrow account with an escrow agent and irrevocably pledged to the payment of future debt service payments through September 1, 2020, the redemption date of the bonds. As of March 31, 2021, the bonds have all been redeemed and are no longer outstanding.

***Harris County Municipal Utility District No. 287***  
***Notes to Basic Financial Statements***  
***March 31, 2021***

**Note 7 – Long-Term Debt (continued)**

On September 29, 2020, the District issued its \$13,590,000 Series 2020A Unlimited Tax Bonds at a net effective interest rate of 2.319511%. Proceeds of the bonds were used to reimburse developers for the cost of capital assets constructed within the District plus interest expense at the net effective interest rate of the bonds; the acquisition of land for certain District facilities; and to pay capitalized interest into the Debt Service Fund.

The change in the District's long-term debt during the year is as follows:

Bonds payable, beginning of year	\$	41,180,000
Bonds issued		15,520,000
Bonds retired		(1,800,000)
Bonds refunded		(1,835,000)
Bonds payable, end of year	\$	<u>53,065,000</u>

***Harris County Municipal Utility District No. 287***  
***Notes to Basic Financial Statements***  
***March 31, 2021***

**Note 7 – Long-Term Debt (continued)**

As of March 31, 2021, annual debt service requirements on bonds outstanding are as follows:

Year	Principal	Interest	Totals
2022	\$ 2,400,000	\$ 1,464,416	\$ 3,864,416
2023	2,430,000	1,387,457	3,817,457
2024	2,445,000	1,312,881	3,757,881
2025	2,455,000	1,247,068	3,702,068
2026	2,465,000	1,187,259	3,652,259
2027	2,485,000	1,126,804	3,611,804
2028	2,500,000	1,065,102	3,565,102
2029	2,515,000	1,001,135	3,516,135
2030	2,540,000	934,884	3,474,884
2031	2,555,000	866,507	3,421,507
2032	2,575,000	794,769	3,369,769
2033	2,600,000	720,233	3,320,233
2034	2,625,000	643,982	3,268,982
2035	2,645,000	565,519	3,210,519
2036	2,675,000	484,772	3,159,772
2037	2,545,000	404,747	2,949,747
2038	2,570,000	325,685	2,895,685
2039	2,330,000	250,512	2,580,512
2040	2,335,000	179,659	2,514,659
2041	2,055,000	113,825	2,168,825
2042	830,000	73,431	903,431
2043	830,000	52,704	882,704
2044	830,000	31,622	861,622
2045	830,000	10,541	840,541
	<u>\$ 53,065,000</u>	<u>\$ 16,245,505</u>	<u>\$ 69,310,505</u>

**Note 8 – Property Taxes**

On November 7, 2006, the voters of the District authorized the District's Board of Directors to levy taxes annually for use in financing general operations limited to \$1.50 per \$100 of assessed value. The District's bond resolutions require that property taxes be levied for use in paying interest and principal on long-term debt and for use in paying the cost of assessing and collecting taxes. Taxes levied to finance debt service requirements on long-term debt are without limitation as to rate or amount.



***Harris County Municipal Utility District No. 287***  
***Notes to Basic Financial Statements***  
***March 31, 2021***

**Note 8 – Property Taxes (continued)**

On November 8, 2011, the voters of the District authorized the District's Board of Directors to levy a road operation and maintenance tax not to exceed \$0.25 per \$100 of assessed value. The District did not levy an ad valorem road maintenance tax during the current fiscal year.

All property values and exempt status, if any, are determined by the Harris County Appraisal District. Assessed values are determined as of January 1 of each year, at which time a tax lien attaches to the related property. Taxes are levied around October/November, are due upon receipt and are delinquent the following February 1. Penalty and interest attach thereafter.

Property taxes are collected based on rates adopted in the year of the levy. The District's 2021 fiscal year was financed through the 2020 tax levy, pursuant to which the District levied property taxes of \$1.14 per \$100 of assessed value, of which \$0.32 was allocated to maintenance and operations, \$0.14 was allocated to road debt service, and \$0.68 was allocated to water, sewer and drainage debt service. The resulting tax levy was \$4,975,994 on the adjusted taxable value of \$436,490,726.

Net property taxes receivable, at March 31, 2021, consisted of the following:

Current year taxes receivable	\$ 136,087
Prior year taxes receivable	23,158
Less allowance for uncollectible accounts	<u>(831)</u>
	158,414
Penalty and interest receivable	<u>20,434</u>
Net property taxes receivable	<u><u>\$ 178,848</u></u>

**Note 9 – Interim Wastewater Treatment Plant Leases**

On March 18, 2008, the District entered into a lease agreement with AUC Group, L.P. ("AUC") to lease a 175,000 gallons per day ("gpd") prepackaged wastewater treatment plant (the "Plant"). The initial term of this lease is sixty months from December 2008 through November 2013. After the end of the initial term, this lease automatically renews every ninety days unless the District gives notice of its intent to terminate the lease. The District's lease payment is \$4,800 per month. For the year ended March 31, 2021, the District paid \$57,600 in monthly lease payments.

On September 16, 2013, the District entered into a second lease agreement with AUC for the phase 2 expansion of the Plant to a capacity of 350,000 gpd. The initial term of this lease is sixty months, beginning June 2014. After the end of the initial term, this lease automatically renews every ninety days unless the District gives notice of its intent to terminate the lease. The District's lease payment to AUC during the initial term is \$9,400 per month and \$6,600 per month for any months after the initial term. For the year ended March 31, 2021, the District paid \$79,200 in monthly lease payments.

***Harris County Municipal Utility District No. 287***  
***Notes to Basic Financial Statements***  
***March 31, 2021***

**Note 9 – Interim Wastewater Treatment Plant Leases (continued)**

On July 20, 2015, the District entered into a third lease agreement with AUC for modifications to the Plant, including the addition of an additional digester. The initial term of this lease is sixty months, beginning February 2016. After the end of the initial term, this lease automatically renews every ninety days unless the District gives notice of its intent to terminate the lease. The District's lease payment to AUC during the initial term is \$4,150 per month and \$2,100 per month for any months after the initial term. For the year ended March 31, 2021, the District paid \$45,700 in monthly lease payments.

On April 17, 2017, the District entered into a fourth lease agreement with AUC for the phase 3 expansion of the Plant to a capacity of 455,000 gpd. The initial term of this lease is sixty months from the first day of the month following substantial completion of the phase 3 expansion. After the end of the initial term, this lease automatically renews every ninety days unless the District gives notice of its intent to terminate the lease. The District's lease payment to AUC during the initial term is \$23,000 per month and \$16,800 per month for any months after the initial term. For the year ended March 31, 2021, the District paid \$276,000 in monthly lease payments.

On December 18, 2018, the District entered into an amendment to the fourth lease agreement with AUC for modifications to phase 3 of the Plant to lease additional equipment. The District's lease payment to AUC is \$3,500 per month for sixty months commencing upon the installation of the additional equipment and \$1,800 per month for any months thereafter. For the year ended March 31, 2021, the District paid \$42,000 in monthly lease payments.

Future lease payments noted below include payments for all leases (both term and month-to-month) required to maintain the wastewater treatment plant's current capacity.

Fiscal Year	Initial Term	Month to Month	Total Lease
2022	\$ 318,000	\$ 162,000	\$ 480,000
2023	318,000	162,000	480,000
2024	274,600	162,000	436,600
2025	21,000	181,800	202,800
	<u>\$ 931,600</u>	<u>\$ 667,800</u>	<u>\$ 1,599,400</u>

**Note 10 – Joint Water Facilities and Cost Sharing Agreement**

The District and Harris County Municipal Utility District No. 71 ("MUD 71") entered into a Joint Water Facilities and Cost Sharing Agreement (the "Water Agreement") as of September 18, 2006, as subsequently amended January 14, 2008, February 17, 2014, December 15, 2014, May 23, 2018, and December 9, 2019, for a term of forty years for the purpose of acquiring, constructing, and operating regional water supply facilities (the "Facilities") to serve both districts. MUD 71 will be the legal owner of the Facilities for the benefit of both districts. The Facilities were planned to be constructed in 3 stages, which were designed to meet the projected demands of both districts.

**Note 10 – Joint Water Facilities and Cost Sharing Agreement (continued)**

MUD 71 was responsible for the design and construction of all phases; however, the District was responsible for the first \$2,000,000 of construction costs of Phase 3, which was completed during the 2012 fiscal year. Any additional construction costs for the facilities will be paid by both districts on a pro-rata basis.

MUD 71 is required to establish a regional water facilities account and to deposit all funds received in payment of operating, maintenance and construction costs. Unless otherwise agreed, each district is required to advance funds to establish an operating reserve of at least 3 months of budgeted operating and maintenance costs, which is held in the regional water facilities account. As of March 31, 2021, the joint water and sewer reserve was \$52,865.

MUD 71 will invoice each district on a monthly basis for its pro-rata share of construction costs and operating and maintenance costs. If MUD 71 determines, from time to time, that the collective amount of the Districts' individual deposits should be increased or decreased, MUD 71 shall either invoice each District for an additional amount (which will be the same for each District) or will reimburse each District for an equal share of the surplus amount. MUD 71 will invoice each district on a monthly basis for its pro-rata share of operating and maintenance costs. During the current fiscal year ended March 31, 2021, the District recorded \$530,139 for purchased water services.

**Note 11 – Joint Wastewater Treatment Facilities and Cost Sharing Agreement**

On September 18, 2006, as amended October 1, 2009 and January 1, 2012, the District entered into a Joint Wastewater Treatment Facilities and Cost Sharing Agreement (the "Joint Wastewater Agreement") with MUD 71 for a term of forty years. Under the terms of the Joint Wastewater Agreement, MUD 71 has sold wastewater treatment capacity to serve an annexed area of the District from MUD 71's existing wastewater treatment facilities. MUD 71 will hold legal title to the facilities for the benefit of both districts. However, the District will have equitable interest in their share of purchased capacity. During the current fiscal year ended March 31, 2021, the District recorded \$110,460 for purchased sewer services.

**Note 12 – Strategic Partnership Agreement**

The District entered into a Strategic Partnership Agreement (the "Agreement") with the City of Houston (the "City") effective June 5, 2014. Pursuant to the terms of the Agreement, the City annexed a portion of the District for limited purposes (the "Tract"). The SPA provides for the levy of City sales tax on qualifying retail sales within the Tract of which the District would receive one-half. However, the Tract is overlapped by an Emergency Services District that purportedly has priority to collect the sales tax that would otherwise be available to the City. Since the City will not be collecting such sales tax, the District will not be receiving any sales tax revenue under this Agreement. The District will continue to provide water, sewer and drainage services to all properties within its boundaries until full annexation.

***Harris County Municipal Utility District No. 287***  
***Notes to Basic Financial Statements***  
***March 31, 2021***

**Note 13 – Risk Management**

The District is exposed to various risks of loss related to torts: theft of, damage to and destruction of assets; errors and omissions; and personal injuries. The risk of loss is covered by commercial insurance. There have been no significant reductions in insurance coverage from the prior year. Settlement amounts have not exceeded insurance coverage for the current year or the three prior years.

**Note 14 – Subsequent Event**

On June 10, 2021, the District issued its \$2,980,000 Series 2021 Unlimited Tax Refunding Bonds at a net effective rate of 2.5417493%. Proceeds from the bonds were used to refund \$2,950,000 of the District's Series 2012 bonds. The District refunded the bonds to reduce total debt service payments over future years by approximately \$537,944 and to obtain an economic gain (difference between the present values of the debt service payments on the old and new debt) of approximately \$435,681.

## **Required Supplementary Information**

*Harris County Municipal Utility District No. 287**Required Supplementary Information - Budgetary Comparison Schedule - General Fund**For the Year Ended March 31, 2021*

	Original Budget	Final Budget	Actual	Variance Positive (Negative)
<b>Revenues</b>				
Water service	\$ 456,000	\$ 586,093	\$ 705,971	\$ 119,878
Sewer service	600,000	706,499	808,471	101,972
Property taxes	1,273,151	1,388,771	1,433,670	44,899
Penalties and interest	25,200	60,468	27,559	(32,909)
Groundwater pumpage fees	430,800	450,114	499,002	48,888
Tap connection and inspection	13,200	323,755	454,930	131,175
Miscellaneous	48,000	33,739	31,554	(2,185)
Investment earnings	72,000	39,725	12,002	(27,723)
Total Revenues	<u>2,918,351</u>	<u>3,589,164</u>	<u>3,973,159</u>	<u>383,995</u>
<b>Expenditures</b>				
Current service operations				
Purchased services	662,070	696,590	640,600	55,990
Professional fees	211,550	224,865	201,456	23,409
Contracted services	391,706	492,433	538,737	(46,304)
Repairs and maintenance	441,476	424,676	486,439	(61,763)
Utilities	54,000	55,043	71,491	(16,448)
Leases	555,000	567,650	500,500	67,150
Administrative	38,879	66,837	65,380	1,457
Other	49,400	35,609	52,035	(16,426)
Capital outlay	135,000	320,707	337,642	(16,935)
Total Expenditures	<u>2,539,081</u>	<u>2,884,410</u>	<u>2,894,280</u>	<u>(9,870)</u>
<b>Revenues Over Expenditures</b>	379,270	704,754	1,078,879	374,125
<b>Other Financing Sources</b>				
Internal transfers			91,067	91,067
<b>Net Change in Fund Balance</b>	379,270	704,754	1,169,946	465,192
Fund Balance				
Beginning of the year	7,249,081	7,249,081	7,249,081	
<b>End of the year</b>	<u>\$ 7,628,351</u>	<u>\$ 7,953,835</u>	<u>\$ 8,419,027</u>	<u>\$ 465,192</u>

***Harris County Municipal Utility District No. 287***  
***Notes to Required Supplementary Information***  
***March 31, 2021***

**Budgets and Budgetary Accounting**

An annual unappropriated budget is adopted for the General Fund by the District's Board of Directors. The budget is prepared using the same method of accounting as for financial reporting. The budget was amended during the year to reflect changes in anticipated revenues and expenditures.

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## **Texas Supplementary Information**

**Harris County Municipal Utility District No. 287**

**TSI-1. Services and Rates**

**March 31, 2021**

1. Services provided by the District During the Fiscal Year:

- ☒ Retail Water      ☐ Wholesale Water      ☒ Solid Waste/Garbage      ☒ Drainage  
☒ Retail Wastewater      ☐ Wholesale Wastewater      ☐ Flood Control      ☐ Irrigation  
☒ Parks/Recreation      ☐ Fire Protection      ☒ Roads      ☐ Security  
☒ 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):

	Minimum Charge	Minimum Usage	Flat Rate (Y / N)	Rate per 1,000 Gallons Over Minimum Usage	Usage Levels	
Water:	\$ 26.00	5,000	N	\$ 1.00	5,001	to 15,000
				\$ 1.50	15,001	to 30,000
				\$ 2.00	30,001	to no limit
Wastewater:	\$ 44.60	- 0 -	Y			to
Groundwater	\$	- 0 -	N	\$ 3.80	- 0 -	to no limit

District employs winter averaging for wastewater usage? ☐ Yes ☒ No

Total charges per 10,000 gallons usage: Water \$ 69.00 Wastewater \$ 44.60

b. Water and Wastewater Retail Connections:

Meter Size	Total Connections	Active Connections	ESFC Factor	Active ESFC'S
Unmetered			x 1.0	
less than 3/4"	37	37	x 1.0	37
1"	1,135	1,132	x 2.5	2,830
1.5"	4	4	x 5.0	20
2"	26	26	x 8.0	208
3"	1	1	x 15.0	15
4"			x 25.0	
6"	4	4	x 50.0	200
8"	6	6	x 80.0	480
10"	1	1	x 115.0	115
Total Water	1,214	1,211		3,905
Total Wastewater	1,173	1,170	x 1.0	1,170

See accompanying auditor's report.

***Harris County Municipal Utility District No. 287***

***TSI-1. Services and Rates***

***March 31, 2021***

3. Total Water Consumption during the fiscal year (rounded to the nearest thousand):

Gallons pumped into system:	<u>140,894,000</u>	Purchased from Harris County MUD 71
		Water Accountability Ratio:
		(Gallons billed / Gallons pumped)
Gallons billed to customers:	<u>140,894,000</u>	<u>100.00%</u>

4. Standby Fees (authorized only under TWC Section 49.231):

Does the District have Debt Service standby fees? Yes ☐ No ☒

If yes, Date of the most recent commission Order: \_\_\_\_\_

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

If yes, Date of the most recent commission Order: \_\_\_\_\_

5. Location of District:

Is the District located entirely within one county? Yes ☒ No ☐

County(ies) in which the District is located: Harris County

Is the District located within a city? Entirely ☐ Partly ☐ Not at all ☒

City(ies) in which the District is located: \_\_\_\_\_

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

Entirely ☒ Partly ☐ Not at all ☐

ETJs in which the District is located: City of Houston

Are Board members appointed by an office outside the district? Yes ☐ No ☒

If Yes, by whom? \_\_\_\_\_

See accompanying auditors' report.

*Harris County Municipal Utility District No. 287*  
*TSI-2 General Fund Expenditures*  
*For the Year Ended March 31, 2021*

Purchased services		\$ 640,600
Professional fees		
Legal		98,209
Audit		13,750
Engineering		89,497
		<u>201,456</u>
Contracted services		
Bookkeeping		30,150
Operator		102,445
Garbage collection		218,658
Tap connection and inspection		163,684
Sludge removal		23,800
		<u>538,737</u>
Repairs and maintenance		<u>486,439</u>
Utilities		<u>71,491</u>
Leases		<u>500,500</u>
Administrative		
Directors fees		7,350
Printing and office supplies		23,205
Insurance		22,180
Other		12,645
		<u>65,380</u>
Other		<u>52,035</u>
Capital outlay		<u>337,642</u>
Total expenditures		<u>\$ 2,894,280</u>

Reporting of Utility Services in Accordance with HB 3693:

	Usage	Cost
Electrical	942,466 kWh	\$ 71,491
Water	N/A	N/A
Natural Gas	221 CCF	423

See accompanying auditors' report.

*March 31, 2021*

See accompanying auditors' report.

**Harris County Municipal Utility District No. 287**  
**TSI-4. Taxes Levied and Receivable**  
**March 31, 2021**

	Maintenance Taxes	Road Debt Service Taxes	Debt Service Taxes	Totals
Taxes Receivable, Beginning of Year	\$ 100,635	\$ 50,256	\$ 172,816	\$ 323,707
Adjustments	(5,553)	(2,534)	(9,272)	(17,359)
Adjusted Receivable	95,082	47,722	163,544	306,348
2020 Original Tax Levy	1,186,526	519,105	2,521,369	4,227,000
Adjustments	210,244	91,982	446,768	748,994
Adjusted Tax Levy	1,396,770	611,087	2,968,137	4,975,994
Total to be accounted for	1,491,852	658,809	3,131,681	5,282,342
Tax collections:				
Current year	1,358,571	594,375	2,886,962	4,839,908
Prior years	88,089	43,790	152,141	284,020
Total Collections	1,446,660	638,165	3,039,103	5,123,928
Taxes Receivable, End of Year	\$ 45,192	\$ 20,644	\$ 92,578	\$ 158,414
Taxes Receivable, By Years				
2020	\$ 38,200	\$ 16,712	\$ 81,175	\$ 136,087
2019	2,276	1,107	3,952	7,335
2018	2,262	1,885	3,205	7,352
2017 and prior	2,454	940	4,246	7,640
Taxes Receivable, End of Year	\$ 45,192	\$ 20,644	\$ 92,578	\$ 158,414
	2020	2019	2018	2017
Property Valuations				
Land	\$ 138,632,203	\$ 110,191,965	\$ 97,204,780	\$ 87,354,921
Improvements	294,113,884	236,918,494	232,065,301	213,734,508
Personal Property	16,082,726	14,568,570	11,781,643	2,202,174
Exemptions	(12,338,087)	(10,201,283)	(8,782,437)	(8,255,712)
Total Property Valuations	\$ 436,490,726	\$ 351,477,746	\$ 332,269,287	\$ 295,035,891
Tax Rates per \$100 Valuation				
Maintenance tax rates	\$ 0.32	\$ 0.360	\$ 0.36	\$ 0.36
Road debt service tax rates	0.14	0.175	0.30	0.23
Water, sewer and drainage debt service tax rates	0.68	0.625	0.51	0.63
	\$ 1.14	\$ 1.160	\$ 1.17	\$ 1.22
Adjusted Tax Levy:	\$ 4,975,994	\$ 4,077,142	\$ 3,887,551	\$ 3,599,438
Percentage of Taxes Collected to Taxes Levied **	97.27%	99.82%	99.81%	99.86%

\* Maximum Maintenance Tax Rate Approved by Voters: \$1.50 on November 7, 2006

\* Maximum Road Maintenance Tax Rate Approved by Voters: \$0.25 on November 8, 2011

\*\* Calculated as taxes collected for a tax year divided by taxes levied for that tax year.

See accompanying auditors' report.

*Harris County Municipal Utility District No. 287*  
*TSI-5. Long-Term Debt Service Requirements*  
*Series 2012--by Years*  
*March 31, 2021*

Due During Fiscal Years Ending	Principal Due September 1	Interest Due September 1, March 1	Total
2022	\$ 110,000	\$ 126,666	\$ 236,666
2023	120,000	122,231	242,231
2024	125,000	117,331	242,331
2025	130,000	112,166	242,166
2026	135,000	106,734	241,734
2027	145,000	100,921	245,921
2028	150,000	94,726	244,726
2029	160,000	88,216	248,216
2030	170,000	81,116	251,116
2031	175,000	73,526	248,526
2032	185,000	65,606	250,606
2033	195,000	57,246	252,246
2034	205,000	48,216	253,216
2035	215,000	38,503	253,503
2036	230,000	28,213	258,213
2037	240,000	17,344	257,344
2038	255,000	5,897	260,897
	<u>\$ 2,945,000</u>	<u>\$ 1,284,658</u>	<u>\$ 4,229,658</u>

See accompanying auditors' report.

*Harris County Municipal Utility District No. 287*  
*TSI-5. Long-Term Debt Service Requirements*  
*Series 2014--by Years*  
*March 31, 2021*

Due During Fiscal Years Ending	Principal Due September 1	Interest Due September 1, March 1	Total
2022	\$ 115,000	\$ 126,987	\$ 241,987
2023	125,000	123,387	248,387
2024	130,000	119,562	249,562
2025	135,000	115,588	250,588
2026	145,000	111,387	256,387
2027	150,000	106,963	256,963
2028	155,000	102,388	257,388
2029	165,000	97,381	262,381
2030	175,000	91,856	266,856
2031	180,000	85,862	265,862
2032	190,000	79,388	269,388
2033	200,000	72,312	272,312
2034	210,000	64,625	274,625
2035	220,000	56,288	276,288
2036	230,000	47,287	277,287
2037	245,000	37,788	282,788
2038	255,000	27,788	282,788
2039	270,000	17,118	287,118
2040	280,000	5,775	285,775
	<u>\$ 3,575,000</u>	<u>\$ 1,489,730</u>	<u>\$ 5,064,730</u>

See accompanying auditors' report.



*Harris County Municipal Utility District No. 287*  
*TSI-5. Long-Term Debt Service Requirements*  
*Series 2015--by Years*  
*March 31, 2021*

Due During Fiscal Years Ending	Principal Due September 1	Interest Due September 1, March 1	Total
2022	\$ 420,000	\$ 273,663	\$ 693,663
2023	420,000	251,088	671,088
2024	420,000	229,563	649,563
2025	420,000	212,763	632,763
2026	415,000	200,238	615,238
2027	415,000	187,788	602,788
2028	415,000	175,337	590,337
2029	415,000	162,887	577,887
2030	415,000	150,437	565,437
2031	415,000	137,987	552,987
2032	415,000	125,537	540,537
2033	415,000	113,087	528,087
2034	415,000	100,637	515,637
2035	415,000	87,668	502,668
2036	415,000	74,181	489,181
2037	415,000	60,693	475,693
2038	415,000	47,206	462,206
2039	415,000	33,719	448,719
2040	415,000	20,231	435,231
2041	415,000	6,744	421,744
	<u>\$ 8,320,000</u>	<u>\$ 2,651,454</u>	<u>\$ 10,971,454</u>

See accompanying auditors' report.

*Harris County Municipal Utility District No. 287*  
*TSI-5. Long-Term Debt Service Requirements*  
*Series 2016--by Years*  
*March 31, 2021*

Due During Fiscal Years Ending	Principal Due September 1	Interest Due September 1, March 1	Total
2022	\$ 365,000	\$ 178,100	\$ 543,100
2023	365,000	170,800	535,800
2024	365,000	163,500	528,500
2025	365,000	156,200	521,200
2026	360,000	148,950	508,950
2027	360,000	141,750	501,750
2028	360,000	134,550	494,550
2029	360,000	127,350	487,350
2030	360,000	119,925	479,925
2031	360,000	112,050	472,050
2032	360,000	102,600	462,600
2033	360,000	91,800	451,800
2034	360,000	81,000	441,000
2035	360,000	70,200	430,200
2036	360,000	59,400	419,400
2037	360,000	48,600	408,600
2038	360,000	37,800	397,800
2039	360,000	27,000	387,000
2040	360,000	16,200	376,200
2041	360,000	5,400	365,400
	<u>\$ 7,220,000</u>	<u>\$ 1,993,175</u>	<u>\$ 9,213,175</u>

See accompanying auditors' report.

*Harris County Municipal Utility District No. 287*  
*TSI-5. Long-Term Debt Service Requirements*  
*Series 2017 Road--by Years*  
*March 31, 2021*

Due During Fiscal Years Ending	Principal Due September 1	Interest Due September 1, March 1	Total
2022	\$ 455,000	\$ 266,962	\$ 721,962
2023	455,000	248,763	703,763
2024	455,000	232,837	687,837
2025	455,000	221,463	676,463
2026	455,000	212,362	667,362
2027	455,000	202,694	657,694
2028	455,000	191,888	646,888
2029	455,000	179,944	634,944
2030	455,000	167,431	622,431
2031	455,000	154,350	609,350
2032	455,000	140,700	595,700
2033	455,000	127,050	582,050
2034	455,000	113,116	568,116
2035	455,000	98,897	553,897
2036	455,000	84,394	539,394
2037	455,000	69,606	524,606
2038	455,000	54,534	509,534
2039	455,000	39,178	494,178
2040	450,000	23,625	473,625
2041	450,000	7,875	457,875
	<u>\$ 9,090,000</u>	<u>\$ 2,837,669</u>	<u>\$ 11,927,669</u>

See accompanying auditors' report.

*Harris County Municipal Utility District No. 287*  
*TSI-5. Long-Term Debt Service Requirements*  
*Series 2019--by Years*  
*March 31, 2021*

Due During Fiscal Years Ending	Principal Due September 1	Interest Due September 1, March 1	Total
2022	\$ 270,000	\$ 149,050	\$ 419,050
2023	270,000	143,650	413,650
2024	270,000	138,250	408,250
2025	270,000	132,850	402,850
2026	270,000	127,450	397,450
2027	270,000	122,050	392,050
2028	270,000	116,650	386,650
2029	265,000	110,969	375,969
2030	265,000	105,006	370,006
2031	265,000	99,044	364,044
2032	265,000	92,750	357,750
2033	265,000	86,125	351,125
2034	265,000	79,500	344,500
2035	265,000	72,875	337,875
2036	265,000	66,084	331,084
2037	265,000	59,128	324,128
2038	265,000	52,172	317,172
2039	265,000	45,216	310,216
2040	265,000	38,259	303,259
2041	265,000	31,303	296,303
2042	265,000	24,347	289,347
2043	265,000	17,391	282,391
2044	265,000	10,434	275,434
2045	265,000	3,478	268,478
	<u>\$ 6,395,000</u>	<u>\$ 1,924,031</u>	<u>\$ 8,319,031</u>

See accompanying auditors' report.

*Harris County Municipal Utility District No. 287*  
*TSI-5. Long-Term Debt Service Requirements*  
*Series 2020 Refunding--by Years*  
*March 31, 2021*

Due During Fiscal Years Ending	Principal Due September 1	Interest Due September 1, March 1	Total
2022	\$ 100,000	\$ 61,300	\$ 161,300
2023	105,000	57,200	162,200
2024	110,000	52,900	162,900
2025	110,000	48,500	158,500
2026	115,000	44,000	159,000
2027	120,000	39,900	159,900
2028	125,000	36,225	161,225
2029	130,000	32,400	162,400
2030	135,000	28,425	163,425
2031	140,000	24,300	164,300
2032	140,000	20,100	160,100
2033	145,000	15,825	160,825
2034	150,000	11,400	161,400
2035	150,000	6,900	156,900
2036	155,000	2,325	157,325
	<u>\$ 1,930,000</u>	<u>\$ 481,700</u>	<u>\$ 2,411,700</u>

See accompanying auditors' report.

*Harris County Municipal Utility District No. 287*  
*TSI-5. Long-Term Debt Service Requirements*  
*Series 2020A--by Years*  
*March 31, 2021*

Due During Fiscal Years Ending	Principal Due September 1	Interest Due September 1, March 1	Total
2022	\$ 565,000	\$ 281,688	\$ 846,688
2023	570,000	270,338	840,338
2024	570,000	258,938	828,938
2025	570,000	247,538	817,538
2026	570,000	236,138	806,138
2027	570,000	224,738	794,738
2028	570,000	213,338	783,338
2029	565,000	201,988	766,988
2030	565,000	190,688	755,688
2031	565,000	179,388	744,388
2032	565,000	168,088	733,088
2033	565,000	156,788	721,788
2034	565,000	145,488	710,488
2035	565,000	134,188	699,188
2036	565,000	122,888	687,888
2037	565,000	111,588	676,588
2038	565,000	100,288	665,288
2039	565,000	88,281	653,281
2040	565,000	75,569	640,569
2041	565,000	62,503	627,503
2042	565,000	49,084	614,084
2043	565,000	35,313	600,313
2044	565,000	21,188	586,188
2045	565,000	7,063	572,063
	<u>\$ 13,590,000</u>	<u>\$ 3,583,088</u>	<u>\$ 17,173,088</u>

See accompanying auditors' report.

*Harris County Municipal Utility District No. 287*  
*TSI-5. Long-Term Debt Service Requirements*  
*All Bonded Debt Series--by Years*  
*March 31, 2021*

Due During Fiscal Years Ending	Principal Due September 1	Interest Due September 1, March 1	Total
2022	\$ 2,400,000	\$ 1,464,416	\$ 3,864,416
2023	2,430,000	1,387,457	3,817,457
2024	2,445,000	1,312,881	3,757,881
2025	2,455,000	1,247,068	3,702,068
2026	2,465,000	1,187,259	3,652,259
2027	2,485,000	1,126,804	3,611,804
2028	2,500,000	1,065,102	3,565,102
2029	2,515,000	1,001,135	3,516,135
2030	2,540,000	934,884	3,474,884
2031	2,555,000	866,507	3,421,507
2032	2,575,000	794,769	3,369,769
2033	2,600,000	720,233	3,320,233
2034	2,625,000	643,982	3,268,982
2035	2,645,000	565,519	3,210,519
2036	2,675,000	484,772	3,159,772
2037	2,545,000	404,747	2,949,747
2038	2,570,000	325,685	2,895,685
2039	2,330,000	250,512	2,580,512
2040	2,335,000	179,659	2,514,659
2041	2,055,000	113,825	2,168,825
2042	830,000	73,431	903,431
2043	830,000	52,704	882,704
2044	830,000	31,622	861,622
2045	830,000	10,541	840,541
	<u>\$ 53,065,000</u>	<u>\$ 16,245,505</u>	<u>\$ 69,310,505</u>

See accompanying auditors' report.

***Harris County Municipal Utility District No. 287***  
***TSI-6. Change in Long-Term Bonded Debt***  
***March 31, 2021***

	Bond Issue			
	Series 2011	Series 2012	Series 2014	Series 2015
Interest rate	4.0% - 5.875%	3.50% - 4.625%	3.0% - 5.0%	3.0% - 5.5%
Dates interest payable	9/1; 3/1	9/1; 3/1	9/1; 3/1	9/1; 3/1
Maturity dates	9/1/11 - 9/1/35	9/1/13 - 9/1/37	9/1/15 - 9/1/39	9/1/17 - 9/1/40
Beginning bonds outstanding	\$ 1,910,000	\$ 3,050,000	\$ 3,685,000	\$ 8,740,000
Bonds issued				
Bonds refunded	(1,835,000)			
Bonds retired	<u>(75,000)</u>	<u>(105,000)</u>	<u>(110,000)</u>	<u>(420,000)</u>
Ending bonds outstanding	<u>\$ -</u>	<u>\$ 2,945,000</u>	<u>\$ 3,575,000</u>	<u>\$ 8,320,000</u>
Interest paid during fiscal year	<u>\$ 53,006</u>	<u>\$ 130,539</u>	<u>\$ 130,362</u>	<u>\$ 296,763</u>
Paying agent's name and city				
Series 2011	Wells Fargo Bank, Texas, N.A.			
All other series	The Bank of New York Mellon Trust Company, N.A., Dallas, Texas			
Bond Authority:	Water, Sewer and Drainage Bonds	Parks and Recreational Bonds	Road Bonds	Refunding Bonds
Amount Authorized by Voters	\$ 103,000,000	\$ 5,700,000	\$ 10,000,000	\$ 103,000,000
Amount Issued	<u>(49,155,000)</u>		<u>(10,000,000)</u>	<u>(95,000)</u>
Remaining To Be Issued	<u>\$ 53,845,000</u>	<u>\$ 5,700,000</u>	<u>\$ -</u>	<u>\$ 102,905,000</u>

All bonds are secured with tax revenues. Bonds may also be secured with other revenues in combination with taxes.

Debt Service Fund cash and investment balances as of March 31, 2021: \$ 5,019,777

Average annual debt service payment (principal and interest) for remaining term of all debt: \$ 2,887,938

See accompanying auditors' report.



Bond Issue					
Series 2016	Series 2017 Road	Series 2019	Series 2020 Refunding	Series 2020A	Totals
2.0% - 3.0%	2.0% - 4.0%	2.0% - 2.625%	3.0% -4.0%	2.0% - 2.5%	
9/1; 3/1	9/1; 3/1	9/1; 3/1	9/1; 3/1	9/1; 3/1	
9/1/17 -	9/1/19 -	9/1/20 -	9/1/21 -	9/1/21 -	
9/1/40	9/1/40	9/1/44	9/1/35	9/1/44	
\$ 7,585,000	\$ 9,545,000	\$ 6,665,000	\$ -	\$ -	\$ 41,180,000
			1,930,000	13,590,000	15,520,000
					(1,835,000)
(365,000)	(455,000)	(270,000)			(1,800,000)
<u>\$ 7,220,000</u>	<u>\$ 9,090,000</u>	<u>\$ 6,395,000</u>	<u>\$ 1,930,000</u>	<u>\$ 13,590,000</u>	<u>\$ 53,065,000</u>
<u>\$ 185,400</u>	<u>\$ 285,163</u>	<u>\$ 154,450</u>	<u>\$ 47,475</u>	<u>\$ 143,669</u>	<u>\$ 1,426,827</u>

***Harris County Municipal Utility District No. 287***

***TSI-7a. Comparative Schedule of Revenues and Expenditures - General Fund***

***For the Last Five Fiscal Years***

	Amounts				
	2021	2020	2019	2018	2017
Revenues					
Water service	\$ 705,971	\$ 492,425	\$ 449,749	\$ 444,945	\$ 434,387
Sewer service	808,471	678,596	625,138	611,614	613,714
Property taxes	1,433,670	1,198,610	1,476,891	1,064,479	1,144,682
Penalties and interest	27,559	27,261	25,955	26,641	25,246
Groundwater pumpage fees	499,002	418,781	344,774	324,011	274,927
Tap connection and inspection	454,930	872,669	209,601	111,400	337,444
Miscellaneous	31,554	55,075	49,700	54,832	36,951
Investment earnings	12,002	116,714	102,553	39,214	13,071
Total Revenues	3,973,159	3,860,131	3,284,361	2,677,136	2,880,422
Expenditures					
Current service operations					
Purchased services	640,600	499,167	466,154	405,472	398,093
Professional fees	201,456	224,906	204,980	187,292	211,777
Contracted services	538,737	695,024	403,594	355,859	421,126
Repairs and maintenance	486,439	421,239	366,428	267,010	375,874
Utilities	71,491	53,593	41,334	28,689	29,089
Leases	500,500	489,200	381,200	220,200	220,200
Administrative	65,380	39,919	72,335	59,263	48,836
Other	52,035	61,364	21,892	22,470	35,121
Capital outlay	337,642	131,562	396,559	1,116,212	52,427
Total Expenditures	2,894,280	2,615,974	2,354,476	2,662,467	1,792,543
Revenues Over Expenditures	\$ 1,078,879	\$ 1,244,157	\$ 929,885	\$ 14,669	\$ 1,087,879

\*Percentage is negligible

See accompanying auditors' report.

Percent of Fund Total Revenues				
2021	2020	2019	2018	2017
18%	12%	14%	17%	15%
20%	18%	19%	23%	21%
36%	31%	45%	40%	40%
1%	1%	1%	1%	1%
13%	11%	10%	12%	10%
11%	23%	6%	4%	12%
1%	1%	2%	2%	1%
*	3%	3%	1%	*
100%	100%	100%	100%	100%

16%	13%	14%	15%	14%
5%	6%	6%	7%	7%
14%	18%	12%	13%	15%
12%	11%	11%	10%	13%
2%	1%	1%	1%	1%
13%	13%	12%	8%	8%
2%	1%	2%	2%	2%
1%	2%	1%	1%	1%
8%	3%	12%	42%	2%
73%	68%	71%	99%	63%
27%	32%	29%	1%	37%

*Harris County Municipal Utility District No. 287*

*TSI-7b. Comparative Schedule of Revenues and Expenditures - Debt Service Fund*

*For the Last Five Fiscal Years*

	Amounts				
	2021	2020	2019	2018	2017
Revenues					
Property taxes	\$ 3,690,310	\$ 2,664,251	\$ 3,040,892	\$ 2,519,806	\$ 1,937,953
Penalties and interest	42,420	18,270	28,990	11,757	13,409
Accrued interest on bonds sold					12,300
Investment earnings	6,475	65,344	63,386	25,028	8,296
Total Revenues	3,739,205	2,747,865	3,133,268	2,556,591	1,971,958
Expenditures					
Tax collection services	66,399	56,959	53,106	49,892	47,780
Debt service					
Principal	1,800,000	1,515,000	1,045,000	1,025,000	235,000
Interest and fees	1,408,023	1,249,119	1,246,500	1,079,142	857,983
Debt Issuance Costs	128,340				
Total Expenditures	3,402,762	2,821,078	2,344,606	2,154,034	1,140,763
Revenues Over (Under)					
Expenditures	\$ 336,443	\$ (73,213)	\$ 788,662	\$ 402,557	\$ 831,195

\*Percentage is negligible

See accompanying auditors' report.

Percent of Fund Total Revenues				
2021	2020	2019	2018	2017
99%	97%	97%	99%	98%
1%	1%	1%	*	1%
				1%
*	2%	2%	1%	*
100%	100%	100%	100%	100%
2%	2%	2%	2%	2%
48%	55%	33%	40%	12%
38%	45%	40%	42%	44%
88%	102%	75%	84%	58%
12%	(2%)	25%	16%	42%

***Harris County Municipal Utility District No. 287***  
***TSI-8. Board Members, Key Personnel and Consultants***  
***For the Year Ended March 31, 2021***

Complete District Mailing Address: 3200 Southwest Freeway, Suite 2600, Houston, TX, 77027  
District Business Telephone Number: 713-860-6400  
Submission Date of the most recent District Registration Form  
(TWC Sections 36.054 and 49.054): November 11, 2020  
Limit on Fees of Office that a Director may receive during a fiscal year: \$ 7,200  
(Set by Board Resolution -- TWC Section 49.0600)

Names:	Term of Office (Elected or Appointed) or Date Hired	Fees of Office Paid *	Expense Reimburse- ments	Title at Year End
<b>Board Members</b>				
Frank Sheehy	05/20 to 05/24	\$ 1,350		President
Dinh Ho	05/20 to 05/24	1,200		Vice President
Al Secor	05/18 to 05/22	1,650		Assistant Secretary
Andres Juarez	10/20 to 05/22	900		Secretary
Claudine Pacioni	05/18 to 05/22	1,950		Assistant Vice President
James Grisham	05/18 to 10/20	300		Former Director
<b>Consultants</b>				
Allen Boone Humphries Robinson LLP	2006			Attorney
<i>General legal fees</i>		\$ 116,878		
<i>Bond counsel</i>		86,584		
Environmental Development Partners, LLC	2012	383,236		Operator
McLennan & Associates, LP	2006	36,758		Bookkeeper
Tax Tech, Inc.	2006	20,426		Tax Collector
Harris County Appraisal District	Legislation	33,135		Property Valuation
Perdue, Brandon, Fielder, Collins & Mott, LLP	2008	6,508		Delinquent Tax Attorney
BGE, Inc.	2006	224,882		Engineer
McGrath & Co., PLLC - CPA's	2010	26,350		Auditor
Masterson Advisors, LLC	2018	217,479		Financial Advisor

\* *Fees of Office* are the amounts actually paid to a director during the District's fiscal year.  
See accompanying auditors' 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