

MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8

MINUTES OF SPECIAL MEETING OF BOARD OF DIRECTORS

APRIL 17, 2011

The Board of Directors (the "Board" or "Directors") of Montgomery County Municipal Utility District No. 8 (the "District" or "MCMUD 8") met in special town hall session, jointly with Montgomery County Municipal Utility District No. 9 ("MCMUD 9"), open to the public, on Sunday, April 17, 2011, at 1:30 p.m., at the Walden Yacht & Country Club, 13101 Melville Drive, Montgomery, Texas 77356, a designated meeting place located inside the boundaries of the District, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Roy McCoy	President
Robert Leasure	Vice President
Daniel L. Davis	Assistant Vice President
Arch Payne	Secretary
Claude D. (Dan) Fryman	Assistant Secretary

All members of the Board were present. Also attending were Linda Wilson, Ernie Harris, Judy Sanders, Charles H. Barron and Jerry Nispel, Board of Directors of MCMUD 9; John F. Howell, Jr. of The GMS Group, LLC ("Financial Advisor"); Carolyn Ahrens of Booth, Ahrens & Werkenthin, P.C.; Mike Irlbeck of NRS Engineers ("NRS"); Erich Peterson, P.E. of Jones & Carter, Inc. ("Engineer"); Michael W. Mathena, P.E. of Bleyl & Associates ("MCMUD 9 Engineer"); Monica E. Cejudo, Spanish translator; Clark S. Lord of Vinson & Elkins LLP, attorney for MCMUD 9; and Ross J. Radcliffe and Elliot M. Barner of Johnson Radcliffe Petrov & Bobbitt PLLC ("District's Attorney").

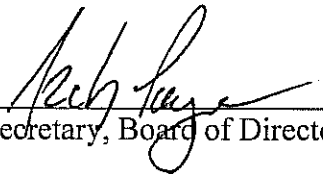
The President, after finding that the notice of the meeting was posted as required by law and determining that a quorum of the Board was present, called the meeting to order and declared it open for such business as may come before it.

1. Directors McCoy and Wilson welcomed the residents and introduced the Boards and the Districts' Consultants. Director Wilson instructed the audience that Ms. Cejudo is available to assist those Spanish-speaking attendees that need translation services during the presentations. A presentation was given by Director Wilson regarding the history of the Districts, including the age and condition of the Districts' facilities, the status of the Districts' authorized bonds, and that additional bonds must be authorized by the voters.
2. Mr. Howell next discussed the Districts' financial condition and the reasons for having a bond authorization election, reviewing the estimated costs to the taxpayers and ratepayers depending on how the Districts' capital improvements are funded.
3. Messrs. Peterson and Mathena reported concerning refurbishment of Districts' facilities and projected needs over the next 10 years.

4. Mr. Irlbeck reported regarding the proposed conjunctive-use water treatment facility to meet the Districts' requirements to reduce their groundwater usage pursuant to the Groundwater Reduction Plan filed with the Lone Star Groundwater Conservation District.
5. Mr. Radcliffe and Mr. Lord led responses from the Districts representatives for questions posed by the attendees.

THERE BEING NO FURTHER BUSINESS BEFORE THE BOARD, the meeting was adjourned.

PASSED AND APPROVED this the 8th day of June, 2011.



Secretary, Board of Directors