

NOTICE OF PUBLIC MEETING

TO: THE BOARD OF DIRECTORS OF THE WOODLANDS TOWNSHIP AND TO ALL OTHER INTERESTED PERSONS:

Notice is hereby given that the Board of Directors of The Woodlands Township will hold a Special Meeting on **Friday, October 31, 2008, at 9:00 a.m., in the Meeting Room at the Office of The Woodlands Township, 10001 Woodloch Forest Drive, Suite 600**, The Woodlands, Texas, within the boundaries of The Woodlands Township, for the following purposes:

1. Call to order and convene in public session;
2. Consider and act upon adoption of the meeting agenda;
3. Recognize public officials;
4. Public comment;
5. Consider and discuss alternatives for financing regional participation agreement deposits with the City of Houston and the City of Conroe;
6. Receive and act upon a recommended alternative from the ad hoc committee appointed by the Board of Directors of The Woodlands Township to select a bond underwriting team;
7. Consider and act upon a proposed Bond Anticipation Note purchase agreement and other related agreements, including a private placement agreement, with Woodforest National Bank concerning the purchase, sale and delivery of The Woodlands Township's Bond Anticipation Note, Series 2008, in the approximate principal amount of \$16,500,000 (the "Note");
8. Consider and act upon adoption of a resolution authorizing the issuance, sale and delivery of the Note;
9. Consider and act upon any other matters, agreements or proceedings related to the issuance, sale or delivery of the Note;
10. Consider and act upon authorizing regional participation agreement deposits with the City of Houston and the City of Conroe;
11. Consider and act upon adoption of a TexPool resolution amending the list of authorized representatives for The Woodlands Township authorized to engage in transactions with TexPool;

12. Consideration of items to be placed on the agenda for the next meeting;
13. Board announcements; and
14. Adjourn

(SEAL)

President for The Woodlands Township