

MINUTES
HARRIS COUNTY IMPROVEMENT DISTRICT NO. 4

September 13, 2013

The Board of Directors (the "Board") of Harris County Improvement District No. 4 d/b/a The Energy Corridor Management District (the "District") met in regular session, open to the public, on the 13th day of September, 2013, at 14701 St. Mary's Lane, Suite 290, Houston, Texas, inside the boundaries of the District, and the roll was called of the members of the Board:

David W. Hightower	President
Robert Halick	Vice President
Steve West	Secretary
Steve Moskowitz	Assistant Secretary
D. Bruce Fincher	Director
Vacant	Director
Peter D. Johnston	Director
Chuck Cervas	Director
Debbie Fujimoto	Director

and all of the above were present except Directors Halick, Johnston, West, and Cervas. Director Johnston joined the meeting in progress, as reflected in the minutes below, and thus a quorum was reached.

Also present at the meeting were Clark Martinson, General Manager for the District; Robert Rayburn, Landscape Architect for the District; Katherine Wallace, Finance and Economic Development Manager for the District; Rachael Weaver, Community Relations Coordinator for the District; John Nuñez, Transportation Manager for the District; Christi Todd, CPA; Les Lee and Joshua Bowie of eSiteful; Mark Klein; Pat Hall of Equi-Tax, Inc.; Michelle Lofton of ETI Bookkeeping Services; Darren Willis of Jones & Carter, Inc.; and Jessica Holoubek and Susan Hostetler of Allen Boone Humphries Robinson LLP ("ABHR").

ESTABLISH A QUORUM AND CALL THE MEETING TO ORDER

Director Hightower announced a quorum of the Board was not present, however the Board concurred to hear informational reports from District staff, consultants, and directors.

MINUTES

The Board first considered the minutes of the August 9, 2013, regular meeting.



ASSESSMENT AND COLLECTION MATTERS AND STATUS OF HCAD LAWSUITS

Ms. Hall reviewed the assessment collector's report for August, a copy of which is attached. Ms. Hall also reviewed a chart regarding the status of District assessment payers' lawsuits against the Harris County Appraisal District ("HCAD"). She reported that HCAD's 2013 certified value for the District is \$2,438,000,000. Ms. Hall reported the City of Houston (the "City") and HCAD have met to address HCAD's coding of District properties subject to the Economic Development Agreement between the District and the City.

FINANCIAL AND BOOKKEEPING MATTERS, INCLUDING PAYMENT OF BILLS AND REVIEW OF INVESTMENTS

Ms. Lofton reviewed the August cash management, capital funds and investment report, a copy of which is attached, and reviewed the bills presented for payment from the District's accounts.

VARIANCE BUDGET

Ms. Wallace reviewed the year-to-date budget summary, a copy of which is attached.

FIVE-YEAR BUDGET AND SPECIAL PROJECTS

Mr. Martinson reported on a meeting with the Texas Department of Transportation ("TxDOT") regarding the I-10 intersections enhancement project. Mr. Martinson demonstrated that if the District were to pay all project design fees the project would be expedited by one year. Mr. Martinson reviewed the impact of this decision on District cash flow for additional projects. Staff was directed to seek reimbursement for design and engineering expenses.

The Board discussed possible improvement projects to carry out during the remaining years of the assessment plan.

BUDGET COMMITTEE MEETING SEPTEMBER 18, 2013

Ms. Wallace announced 2014 budget committee meetings will be held at lunch every Wednesday beginning September 18 through October. She invited directors to attend. Director Moskowitz offered to serve on the committee and to provide web hosting for remote attendance at the meetings.



RECOMMENDATION OF AWARD OF GROUND AND PUBLIC RIGHT-OF-WAY MAINTENANCE CONTRACT

Mr. Rayburn reviewed the bids received by the District for the Ground and Public Right-of-Way Maintenance contract. A summary of the bid tabulation is attached. He reported on his meetings with Hou-Scape, Inc. to confirm the requirements of the project and recommended the District award the contract to Hou-Scape for \$606,712.36 with a not-to-exceed amount of \$649,182. Mr. Rayburn reported the contract has a 30-day termination provision.

IH 10 INTERSECTIONS ENHANCEMENT PROJECT

Mr. Martinson stated this agenda item was discussed in connection with the report on the five-year budget.

ENERGY CORRIDOR LIVABLE CENTERS RFP

Mr. Martinson presented the rendering of the Energy Corridor Livable Center and read a draft speech he will give at the H-GAC Developer Matching event on September 27, 2013.

ENERGY CORRIDOR RECYCLES DAY

Ms. Weaver reported on sponsorships and plans for the Energy Corridor Recycles Day on November 16, 2013.

UPDATE ON GRANTS

Mr. Nuñez reviewed marketing and a budget update for the CMAQ car share program.

Regarding the JARC 75 Eldridge Crosstown bus program, Mr. Nuñez reviewed a financial report and updated ridership information.

Mr. Rayburn reviewed TIKON's bid for the New Freedom Sidewalk project, which the Board awarded at the August 9, 2013, meeting. He stated that it is necessary to include all items from TIKON's bid, and requested the Board revise its award for TIKON's full bid amount of \$403,632.50 and approve an additional 5% contingency of \$20,181.62 totaling \$423,814.12, which is an increase of \$56,718.37 over the amount approved for funding at the August meeting.



HOUSTON POLICE DEPARTMENT AND NEIGHBORHOOD PROTECTION AND
CODE ENFORCEMENT UPDATE

Ms. Wallace reported on the District's security patrols, neighborhood protection, and code enforcement.

Director Johnston then entered the Board meeting, thus constituting a quorum.

APPROVAL OF ACTION ITEMS

Following review, Director Fincher moved to approve the minutes as submitted. The motion was seconded by Director Fujimoto and passed by unanimous vote.

Following review, Director Fujimoto moved to accept the assessment collector's report. The motion was seconded by Director Johnston and passed by unanimous vote.

Following review, Director Johnston moved to accept the report and payment of the bills presented in the report. Director Fincher seconded the motion, which was approved by unanimous vote.

Following discussion and review, upon a motion made by Director Fincher and seconded by Director Moskowitz, the Board voted unanimously to award the Ground and Public Right-of-Way Maintenance contract to Hou-Scape, Inc. for \$606,712.36 with a not to exceed amount of \$649,182.

Director Moskowitz then moved to award to TIKON the contract for the New Freedom sidewalk project in a revised amount of \$423,814.12. Director Fincher seconded the motion, which passed unanimously.

PARK ROW COMPLETION PROJECT

Mr. Willis reviewed a report regarding the Park Row completion project, a copy of which is attached. Regarding the construction of Park Row utility, paving and drainage improvements from SH-6 to Eldridge Phase 1 by Menade, Inc., Mr. Willis presented and recommended payment of Change Order No. 2 in the amount of \$65,374.50 and Pay Estimate No. 5 in the amount of \$1,056,174.66.

Regarding construction of the Park Row regional lift station by Peltier Brothers Construction, Ltd., Mr. Willis presented and recommended payment of Pay Estimate No. 5 in the amount of \$196,102.50.

Mr. Willis updated the Board regarding the construction of Central Park West Boulevard utilities, paving and drainage improvements by C.E. Barker, Ltd. He



reviewed and recommended payment of Change Order No. 1 in the amount of \$7,860.82 and Pay Estimate No. 3 in the amount of \$147,551.42.

Mr. Willis also updated the Board regarding Phase 2 of the Park Row utility, paving and drainage improvements from SH-6 to Eldridge.

The Board reviewed draw requests for the Houston Housing Finance Corporation ("HHFC") loan for the pay estimates and change orders presented for payment as well as payments to SMC Consulting, Jones & Carter, Inc., ABHR, and Vinson & Elkins LLP, as identified in the bookkeeper's capital projects report. Ms. Todd noted the total amount of these invoices is \$1,541,025.68.

Mr. Willis noted that CenterPoint Energy has revised its proposal for gas line relocation work and has therefore returned the District's \$105,129 payment for the relocation work. He noted that once CenterPoint's plans are revised, the District will be advised of the cost for the gas line relocation. Following discussion, the Board concurred to reduce this month's HHFC draw request by \$105,129 to net the funds that will not be required at this time for the CenterPoint Energy work.

Following discussion and review and based upon the engineer's recommendation, upon a motion made by Director Moskowitz and seconded by Director Johnston, the Board voted unanimously to approve: (1) Change Order No. 2 in the amount of \$65,374.50 and Pay Estimate No. 5 in the amount of \$1,056,174.66 to Menade, Inc. for construction of Park Row utility, paving and drainage improvements from SH-6 to Eldridge Phase 1; (2) Pay Estimate No. 5 in the amount of \$196,102.50 to Peltier Brothers Construction, Ltd. for construction of the Park Row regional lift station; (3) Change Order No. 1 in the amount of \$7,860.82 and Pay Estimate No. 3 in the amount of \$147,551.42 to C.E. Barker, Ltd. for construction of Central Park West Boulevard utilities, paving and drainage improvements; and (4) the draw requests from the HHFC loan totaling \$1,435,896.68, with an annotation that \$105,129 from the August draw request has been reapplied from the CenterPoint payment toward this month's draw request.

Mr. Martinson reviewed a proposal from Clark Condon Associates, Inc. in the amount of \$53,000 for design development, construction documents and construction administration for landscape improvements to the Park Row Phase One project. Following discussion and review, Director Johnston moved to approve the Service Agreement and proposal with Clark Condon in the amount of \$53,000. Director Moskowitz seconded the motion, which carried, with Director Hightower abstaining from the vote.

EXECUTIVE SESSION

It was not necessary to meet in executive session.



GENERAL MANAGER'S REPORT

Mr. Martinson presented the General Manager's report. He reported the Houston Fire Department has requested use of the Energy Corridor logo for uniforms, equipment and vehicles in the Energy Corridor area.

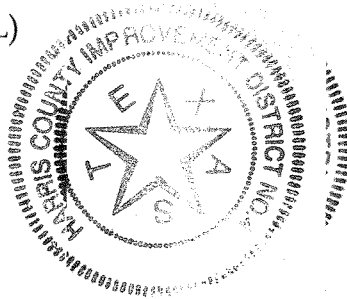
NEXT MEETING


The Board concurred to hold the next Board meeting on October 11, 2013.

ADJOURN

There being no further business to come before them, Director Moskowitz moved to adjourn the meeting. Director Johnston seconded the motion and it carried by unanimous vote.

(SEAL)




Secretary, Board of Directors

