

MINUTES
HARRIS COUNTY IMPROVEMENT DISTRICT NO. 4

May 6, 2016

The Board of Directors (the "Board") of Harris County Improvement District No. 4 d/b/a The Energy Corridor District (the "District") met in regular session, open to the public, on the 6th day of May, 2016, 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
Brandon Kerr	Assistant Secretary
D. Bruce Fincher	Director
Peter Elgohary	Director
Peter D. Johnston	Director
Chuck Cervas	Director
Vacant	Director

and all of the above were present except Directors Halick, Johnston, and Cervas, thus constituting a quorum.

Also present at the meeting were Clark Martinson, General Manager for the District; Ali Lamkahouan, Finance and Administration Manager for the District; Kelly Rector, Transportation Coordinator for the District; Robert Rayburn, Senior Project Manager for the District; Rachael Weaver, Community Relations Coordinator for the District; John Nuñez, Transportation Manager for the District; Fabiana Demarie, Urban Planning Associate for the District; Les Lee and Joshua Bowie of eSiteful; Michelle Lofton of ETI Bookkeeping Services; Darren Willis, Scott Saenger, and Erin Williford of Jones & Carter, Inc.; Julia McCain of McCall Gibson Swedlund Barfoot PLLC; and Jessica Holoubek and Kristen Hogan of Allen Boone Humphries Robinson LLP ("ABHR").

ESTABLISH A QUORUM AND CALL THE MEETING TO ORDER

Having established that a quorum of the Board was present, Director Hightower called the meeting to order.

MINUTES

The Board first considered the minutes of the April 8, 2016, regular meeting. Following discussion and review, Director Elgohary moved to approve the minutes as submitted. The motion was seconded by Director Fincher and passed unanimously.

ASSESSMENT AND COLLECTION MATTERS AND STATUS OF HARRIS COUNTY APPRAISAL DISTRICT LAWSUITS

On behalf of the District's assessment collector, Mr. Martinson reviewed the assessment collector's report for April, a copy of which is attached. He also reviewed a chart regarding the status of District assessment payers' lawsuits against the Harris County Appraisal District, a copy of which is attached. Following discussion and review, Director Fincher moved to accept the assessment collector's report. The motion was seconded by Director Elgohary and passed by unanimous vote.

FINANCIAL AND BOOKKEEPING MATTERS

Ms. Lofton reviewed the April 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. Following review and discussion, Director Kerr moved to approve the bookkeeper's report and payment of the bills presented in the report. Director Elgohary seconded the motion, which was approved by unanimous vote.

AUDIT FOR FISCAL YEAR END DECEMBER 31, 2015

Ms. McCain presented and reviewed the District's audit for the fiscal year ending December 31, 2015. Following review and discussion, Director West moved to approve the audit for the fiscal year ending December 31, 2015, subject to final review. Director Kerr seconded the motion and it passed unanimously.

2016 YTD VARIANCE BUDGET

Mr. Lamkahouan reviewed the 2016 budget summary, a copy of which is attached.

ANNEXATION PETITIONS

Ms. Demarie presented a Petition for Addition of Certain Land from Stena Eldridge Inc. to the District for annexation of 3.7121 acres of land it owns into the District. She also presented a proposed Petition for Consent to Annex Land from the District and Stena Eldridge Inc. to the City of Houston (the "City") requesting consent to annex the 3.7121-acre tract into the District.

Ms. Demarie next presented a Petition for Addition of Certain Land from Sessan Woodbranch, Inc. to the District for annexation of 2.418 acres of land it owns into the District. She also presented a proposed Petition for Consent to Annex Land from the District and Sessan Woodbranch, Inc. to the City requesting consent to annex the 2.418-acre tract into the District.

Ms. Demarie then reported on efforts regarding annexation of the Threadneedle and Addicks Dam Subdivision areas into the District.

After review and discussion, Director Kerr moved to (1) accept the Petitions for Addition of Certain Land from Stena Eldridge Inc., and Sessan Woodbranch, Inc., to the District and (2) authorize execution of the Petitions for Consent to Annex Land to the City requesting consent to annex the 3.7121-acre tract and the 2.418-acre tract into the District. Director Elgohary seconded the motion, which passed unanimously.

MOODY RAMBIN TENANT REP PROPOSAL FOR NEW LEASE

Mr. Martinson reviewed a proposed agreement from Moody Rambin to provide tenant representation services to assist with locating and negotiating a lease for a new District office. He reported on information obtained by District staff regarding potential locations for office space. Discussion ensued. After review and discussion, Director West moved to approve the agreement with Moody Rambin. Director Elgohary seconded the motion, which passed by unanimous vote.

GERRY DECAMP SIGNAL TIMING PROPOSAL

Mr. Martinson discussed the District's existing agreement with Gerry DeCamp, the District's traffic signal consultant, for traffic control signal timing services. He reported on discussions with Mr. DeCamp regarding coordination of signal timing with the City following the recent flooding and related road closures. Mr. Martinson encouraged the Board to notify him of any traffic congestion areas that should be addressed by Mr. DeCamp.

N. ELDRIDGE PARKWAY TRAFFIC MITIGATION PROJECT

Mr. Martinson reported on an initial meeting with KBH Traffic Engineering, LLC to discuss plans to modify N. Eldridge Parkway at the Omni Hotel to alleviate congestion and expand the southbound portion from two lanes to three lanes between IH 10 and N. Dairy Ashford. He said Keti Hristova plans to meet with the City to discuss the City's willingness to design and/or construct the improvements. Mr. Martinson noted that the City previously indicated it will consider including an expansion project in its capital improvement plan if the District provides the expansion plans.

MEMORIAL/ELDRIDGE INTERSECTION PROJECT

Ms. Demarie and Mr. Martinson updated the Board on the status and timeline for design of the Memorial Drive/Eldridge Parkway intersection improvements. Discussion ensued regarding the proposed intersection enhancement options and right-of-way that would need to be acquired for the project. Ms. Rector discussed the existing agreement with the Houston-Galveston Area Council to deploy counters to determine the amount of pedestrian and/or bicycle traffic, noting that traffic counters could be installed at the Memorial/Eldridge intersection to obtain such data. Director

Hightower asked District staff to request preliminary construction cost estimates for the project.

PARK ROW COMPLETION PROJECT

Mr. Willis updated the Board on the Phase II Park Row Completion Project paving, bridge, and utility work. He presented and recommended approval of Pay Estimate No. 3 in the amount of \$352,933.02, payable to SER Construction Partners, LLC. Mr. Willis discussed a change order to be submitted by the contractor for a water line relocation. He also discussed plans to delay the bridge construction due to ground saturation and high water levels in the Addicks and Barker Reservoirs from recent flooding.

Mr. Willis next updated the Board on the Park Row Phase II Force Main project by Alcott, Inc., dba TCH. He said there were no action items for consideration.

Mr. Willis then updated the Board on the improvements to the TRT Development Company surface parking lot. He reviewed and recommended approval of Pay Estimate No. 1 in the amount of \$85,975.39, payable to Camino Services, LLC.

Mr. Lamkahouan distributed and reviewed a letter request a draw from the HHFC loan for payment of expenses associated with the Phase II Park Row Completion Project. A copy of the draw request letter is attached.

Following review and discussion, Director Fincher moved to take the following actions, based on the engineer's recommendation: (1) approve Pay Estimate No. 3 in the amount of \$352,933.02 for construction of the Phase II Park Row Completion Project paving, bridge, and utility work; (2) approve Pay Estimate No. 1 in the amount of \$85,975.39 for construction of the improvements to the TRT Developer Company surface parking lot; and (3) authorize a draw request of \$616,175.63 from the HHFC loan for payment of expenses associated with the Phase II Park Row Completion Project. Director West seconded the motion, which passed by unanimous vote.

CMAQ CAR SHARE PROGRAM UPDATE

Ms. Rector reported on the CMAQ CarShare grant program, including marketing efforts. She also reported on discussions with property owners regarding the possibility of adding CarShare services at their parking lots.

MOBILITYHOUSTON BLOG AND LIVESTREAM EVENT

Ms. Rector updated the Board on the District's partnership with MobilityHouston, including contributions to MobilityHouston's online discussion forum and blog and an upcoming town hall event.

ECD BIKE TO WORK DAY MAY 19, 2016

Ms. Rector reported that the District's 12th annual Bike to Work Day celebration is scheduled for May 19, 2016, from 6:30 a.m. to 8:00 a.m. at the gazebo in Terry Hershey Park. She reported on outreach efforts during the prior month to promote the event. Ms. Rector also reviewed a list of sponsors for the event.

ECD COMMUNICATIONS TEAM UPDATE

Mr. Bowie updated the Board on communication and public relations outreach efforts by the District's communications team to promote the District and its programs. Mr. Lee reported on recent website traffic, which spiked during the recent flood event.

THE ENERGY CORRIDOR LIVING MAGAZINE PROPOSAL

Mr. Martinson reported on a meeting with the publisher of the new *Energy Corridor Living* magazine regarding the possibility of designating space in each issue for content from the District. Mr. Martinson said the District would be guaranteed a quarter-page of advertising space to promote businesses and a "District Focus" section for a total cost of \$386.40 per month for three years. He discussed the distribution areas for the magazine. Mr. Martinson then discussed an alternative advertising option in the *Absolutely Memorial* magazine. After discussion, the Board asked Mr. Bowie to obtain an agreement from *Energy Corridor Living* for a one-year commitment for the Board's consideration at next month's meeting.

HARRIS COUNTY PRECINCT 5 CONSTABLE PATROL PROGRAM

The Board reviewed April crime statistics provided by Sergeant Bennett. Mr. Martinson noted that Sergeant Bennett is participating in training exercises this week and was unable to attend today's meeting.

GENERAL MANAGER'S REPORT

Mr. Martinson reported on the District's participation in a teleconference that was organized among major property owners and Harris County Emergency Operations Management following the recent flooding event to discuss floodwaters in the Addicks and Barker Reservoirs. He discussed a request from the U.S. Army Corps of Engineers ("USACE") for the District to disseminate ongoing information they provide regarding the water levels in Addicks and Barker Reservoirs. Discussion ensued regarding the District's role in assisting with dissemination of information it obtains from USACE. After discussion, the Board directed District staff to create a new page on the District's website to disseminate information regarding water levels in the Addicks and Barker Reservoirs until the floodwaters recede and major roads in the area are reopened. The Board then discussed the ability of road and reservoir infrastructure to handle major flooding events. Mr. Martinson added that the District will continue to

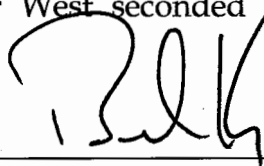
coordinate with the ad hoc group of property owners and local officials on emergency management matters.

NEXT MEETING

The Board discussed next month's meeting date and concurred to hold the next regular Board meeting on June 10, 2016, subject to confirming a quorum.

ADJOURN

There being no further business to come before the Board, Director Fincher moved to adjourn the meeting. Director West seconded the motion, which was unanimously approved.



Secretary, Board of Directors

(SEAL)



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