

MINUTES
HARRIS COUNTY IMPROVEMENT DISTRICT NO. 4

May 10, 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 10th day of May, 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
Tim Milligan	Director
Peter D. Johnston	Director
Chuck Cervas	Director
Debbie Fujimoto	Director

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

Also present at the meeting were Clark Martinson, General Manager for the District; Robert Rayburn, Development and Natural Resource Director 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; Joshua Bowie of eSiteful; Pat Hall of Equi-Tax, Inc.; Michelle Lofton of ETI Bookkeeping Services; Darren Willis of Jones & Carter, Inc.; Julia McCain of McCall Gibson Swedlund Barfoot PLLC; Michael Mouser of the Mays Business School at Texas A&M University; and Jessica Holoubek and Susan Hostetler 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 12, 2013, regular meeting. Ms. Hostetler presented a revision to correct a typographical error in the minutes.



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

ASSESSMENT AND COLLECTION MATTERS AND STATUS OF HCAD LAWSUITS

Ms. Hall reviewed the assessment collector's report for April, 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"). Following discussion and review, Director Moskowitz moved to accept the assessment collector's report. The motion was seconded by Director Halick and passed by unanimous vote.

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

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 Halick moved to accept the report and payment of the bills presented in the report. Director Milligan seconded the motion, which was approved by unanimous vote.

VARIANCE BUDGET

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

AUDIT FOR FISCAL YEAR ENDING DECEMBER 31, 2012

Ms. McCain presented the audit for the fiscal year ending December 31, 2012 and discussed reporting changes from the previous year. She reported it was not necessary to perform the single audit relating to federal grant proceeds because the District received less than \$500,000 in grant proceeds during the fiscal year. Following discussion, Director Halick moved to approve the audit for the fiscal year ending December 31, 2012, subject to review by ABHR. Director Fincher seconded the motion and it passed unanimously.

LETTER TO THE CITY OF HOUSTON REQUESTING APPOINTMENT OF DIRECTORS

The Board reviewed a proposed letter to the City of Houston requesting that Directors Milligan, Fincher, Moskowitz, Johnston, and Hightower be appointed to terms ending June 1, 2017. Following review and discussion, Director Moskowitz made a motion that the Board authorize execution of the letter to the City of Houston regarding director appointments. The motion was seconded by Director Fujimoto and carried by unanimous vote.



TEXAS A&M UNIVERSITY MAYS BUSINESS SCHOOL MBA PRESENTATION

Mr. Mouser discussed the Mays Business School at City Center. He noted the school desires to work with businesses in the Energy Corridor area to address common needs.

IH 10 INTERSECTIONS ENHANCEMENTS PROJECT

Mr. Martinson reported that the Houston-Galveston Area Council ("H-GAC") approved the District's application for reimbursement for design and construction expenses for enhancements to intersections at IH 10. He reviewed the process for negotiation of an Advanced Funding Agreement with the Texas Department of Transportation ("TxDOT") for design services, which are budgeted at \$412,608. Mr. Martinson reported he asked Jacobs and Walter P. Moore for proposals for design, and the proposals were higher than the budgeted amount. Following discussion and review, Director Halick moved to authorize negotiations with TxDOT for an Advanced Funding Agreement for design only. Director Fujimoto seconded the motion, and it passed unanimously.

WALTER P. MOORE PROPOSAL FOR IH 10 BRIDGE CONNECTING MEMORIAL DRIVE TO PARK ROW

The Board considered traffic flow between Memorial and Park Row and the impact of a bridge connecting the two roads. Following discussion and review, upon a motion by Director Halick and a second by Director Fincher, the Board voted unanimously to approve Walter P. Moore's proposal in the amount of \$28,000 for a traffic analysis and geometric design of the bridge.

UPDATE ON GRANTS

Mr. Nuñez updated the Board regarding media coverage of launch of the CMAQ car share program. He discussed marketing and reviewed a financial report for the program.

Regarding the JARC 75 Eldridge Crosstown program, Mr. Nuñez reported on increased ridership and reviewed a financial report regarding the project.

Mr. Rayburn updated the Board on the schedule for the New Freedom sidewalk program and reviewed a financial report for the project.



PARK ROW COMPLETION PROJECT

Mr. Willis presented a report regarding the Park Row completion project. A copy of the report is attached. Regarding the Park Row utility, paving and drainage improvements from SH-6 to Eldridge Phase 1, Mr. Willis presented and recommended payment of Pay Estimate No. 1 in the amount of \$502,528.32 to Menade, Inc.

Regarding construction of the Park Row regional lift station by Peltier Brothers Construction, Ltd., Mr. Willis presented and recommended payment of Pay Estimate No. 1 in the amount of \$119,920.

Mr. Willis updated the Board regarding the Central Park West Boulevard utilities, paving and drainage improvements by C.E. Barker, Ltd. He stated there are no pay estimates for the Board's consideration.

Mr. Willis also updated the Board regarding Phase 2 of the Park Row utility, paving and drainage improvements from SH-6 to Eldridge and noted Jones & Carter is working with the City and current land owners regarding right-of-way for the project.

Ms. Todd reviewed a draw request in the amount of \$719,616.60 for the Houston Housing Finance Corporation ("HHFC") loan for the pay estimates presented for payment.

Ms. Holoubek reviewed the warranty deeds for the sanitary sewer lines at Park Row and Central Park West, conveying the lines to the City. She reported the City required execution of the deeds in connection with plan approval.

The Board reviewed a Resolution Authorizing Execution of Documents Relating to Park Row Completion Project.

Following discussion and review, upon a motion made by Director Fincher and seconded by Director Halick, the Board voted unanimously to: (1) approve Pay Estimate No. 1 in the amount of \$502,528.32 to Menade, Inc. for construction of Park Row utility, paving and drainage improvements from SH-6 to Eldridge Phase 1; (2) approve Pay Estimate No. 1 in the amount of \$119,920 to Peltier Brothers Construction, Ltd. for construction of the Park Row regional lift station; (3) authorize execution of the draw request from the HHFC loan in the amount of \$719,616.60; (4) approve the warranty deeds for the sanitary sewer lines at Central Park West and Park Row; and (5) adopt the Resolution Authorizing Execution of Documents Relating to Park Row Completion Project.

ENERGYFEST SUMMARY

Ms. Weaver reported on the EnergyFest sponsors reception and art auction and discussed the event recap meeting held on April 23, 2013. Ms. Weaver discussed



interest in holding a similar event in 2014 and interest in forming a Restaurant and Lodging Association to promote small businesses within the District. No action was necessary for this agenda item.

"ENERGETICA" ABERDEENSHIRE, SCOTLAND OTC ENERGY CORRIDOR TOUR

Ms. Wallace reported on the District tour for representatives from the Energetica area of Aberdeenshire, Scotland, during the OTC convention.

ENERGY CORRIDOR BIKE TO WORK DAY MAY 16, 2013

Mr. Martinson reported on the District's 10th annual Bike to Work Day on May 16, 2013.

HOUSTON POLICE DEPARTMENT AND NEIGHBORHOOD PROTECTION AND CODE ENFORCEMENT UPDATE

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

HPD RADIOS AND COMPUTER

Ms. Wallace discussed the need for purchase of digital 2-way radios and upgraded computer for the District's patrol officers. She estimated the cost for the two radios and computer is \$2,800. Following discussion, Director Moskowitz moved to authorize purchase of one, 2-way radio for an estimated cost of \$2,800. Director Halick seconded the motion and it was unanimously approved.

GENERAL MANAGER'S REPORT

Mr. Martinson reported on the status of the BDMI/CenterPoint electrical distribution master plan and the CDS Market Research 2013 land use report. He reported on a meeting with the paver vendor to review maintenance costs for the Forstmith Street project.

Mr. Martinson reported on Phonoscope "Light Car" installation. Mr. Martinson reported H-GAC has requested information on parking data for the District. Mr. Martinson reported that Mr. Nuñez has requested that a student intern assist with compiling this data.

Mr. Martinson and Ms. Holoubek reviewed bills of note before the 2013 Texas Legislature.

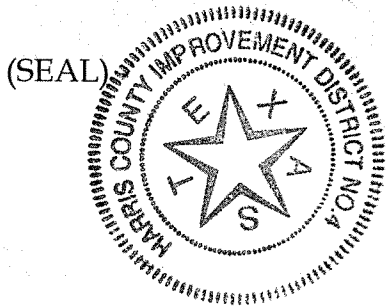


NEXT MEETING

The Board concurred to hold the next Board meeting on June 14, 2013.

ADJOURN

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



Secretary, Board of Directors



LIST OF ATTACHMENTS TO MINUTES

	Minutes
	<u>Page</u>
assessment collector's report.....	2
cash management, capital funds report, and investment report.....	2
year-to-date budget summary	2
report regarding Park Row completion project.....	4

