

MINUTES
HARRIS COUNTY IMPROVEMENT DISTRICT NO. 4

March 21, 2014

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 21st day of March, 2014, 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
Sean Tackett	Director
Peter D. Johnston	Director
Chuck Cervas	Director
Debbie Fujimoto	Director

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

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; Scott Slagle of Clark Condon Associates; John Nuñez, Transportation Manager for the District; Kelly Rector, District intern; Joshua Bowie of eSiteful; Shaun Gray of Gray & Associates Events; Pat Hall of Equi-Tax, Inc.; Michelle Lofton of ETI Bookkeeping Services; Margarita J. Dunlap of METRO; Darren Willis of Jones & Carter, Inc.; and Jessica Holoubek, Kristen Hogan, and Erin McGibbon 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 February 14, 2014, regular meeting. Following discussion and review, Director Halick moved to approve the minutes as submitted. The motion was seconded by Director West and passed unanimously.

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

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

FINANCIAL AND BOOKKEEPING MATTERS

Ms. Lofton reviewed the February 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.

Ms. Holoubek reviewed the Public Funds Investment Act annual disclosure statements for Michelle Lofton as the District's bookkeeper and Kenneth Byrd as the District's investment officer.

Ms. Holoubek stated that the Public Funds Investment Act and the District's Investment Policy require that the District annually review its investment policy and list of qualified broker/dealers with whom the District may engage in investment transactions. She stated there are no recommended changes to the current investment policy and reviewed a Resolution Regarding Annual Review of Investment Policy. Ms. Holoubek then reviewed a Resolution Establishing Authorized Depository Institutions and Adopting List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions and noted that the bookkeeper has provided an updated list of District depository institutions and broker/dealers with whom the District may engage in such transactions.

Following review and discussion, Director Moskowitz moved to accept the bookkeeper's report and payment of the bills presented in the report, accept the annual disclosure statements for the bookkeeper and investment officer, adopt the Resolution Regarding Annual Review of Investment Policy, and adopt the Resolution Establishing the Authorized Depository Institutions and Adopting List of Qualified Broker/Dealers with Whom the District May Engage in Investment Transactions. Director Halick seconded the motion, which was approved by unanimous vote.

CONSENT AGENDA

The Board considered the consent agenda. Director Hightower requested that the consultant contract with Jacobs for the IH 10 Intersections Enhancement Project and the sponsorship proposal for the Texas A&M University ("TAMU") landscape architecture master plan be pulled from the consent agenda. Director Moskowitz moved to approve: (1) automatic payments from the District's general fund for

payment of administrative expenses to two District vendors, Logix and De Lage Landen, and the update of banking information for the U.S. Army Corps of Engineers finance center; (2) the proposal from CDS Market Research for the annual update of land use and demographics information; (3) authorize preparation of a CMAQ grant application; and (4) authorize advertisement for bids for the Fortsmith Street "Woonerf" Project. Director West seconded the motion, and it passed unanimously.

Mr. Martinson gave a brief report on a meeting with professors of the TAMU Department of Landscape Architecture and Urban Planning regarding a possible landscape master plan for property within the District. He reviewed the budget associated with the new sponsorship proposal. Mr. Martinson said an item will be included on next month's agenda for the Board to discuss the sponsorship proposal.

PARK ROW COMPLETION PROJECT

Mr. Willis updated the Board regarding phase I of the Park Row Completion Project. He presented and recommended approval of (1) Pay Estimate No. 9 and Final in the amount of \$73,735.45 for the sub-regional lift station, payable to Peltier Brothers Construction, Ltd., and (2) Pay Estimate No. 7 and Final in the amount of \$30,837.10 for the Central Park West Blvd. utility, paving and drainage improvements, payable to C.E. Barker, Ltd. Mr. Willis also presented the Certificates of Acceptance for the sub-regional lift station and the Central Park West Blvd. improvements.

Mr. Willis reported that the phase II utility, paving, and drainage drawings are under review by the City of Houston (the "City").

The Board reviewed a draw request for the Houston Housing Finance Corporation ("HHFC") loan for payment of consultant invoices and the above pay estimates. Ms. Wallace noted the total amount of these invoices is \$259,173.19.

Following discussion and review, Director West moved to approve the draw request from the HHFC loan totaling \$259,173.19, Pay Estimate No. 9 and Final in the amount of \$73,735.45 for the sub-regional lift station, Pay Estimate No. 7 and Final in the amount of \$30,837.10 for the Central Park West Blvd. utility, paving and drainage improvements, and the Certificates of Acceptance for the sub-regional lift station and the Central Park West Blvd. improvements. The motion was seconded by Director Halick and passed by unanimous vote.

Ms. Holoubek reported on a meeting with HHFC regarding proposed loan modifications. She said the proposed modifications will be presented once official approval is received from HHFC.

The Board tabled consideration of a Second Amendment to Development Financing Agreement with Central Park West.

The Board next considered the Park Row landscaping improvements and ratification of Board action authorizing Clark Condon Associates to advertise for bids for the project. Upon a motion made by Director West and seconded by Director Halick, the Board voted unanimously to approve advertisement for bids for the Park Row landscaping project.

Mr. Slagle then distributed and reviewed a report from Clark Condon Associates, a copy of which is attached. He reviewed bids received for the Park Row landscaping improvements and recommended that the contract be awarded to Junction Landscape in the amount of \$221,411.87. Mr. Slagle reported on coordination with the City for "adopt-an-esplanade" approval related to maintenance of the landscaping improvements. The Board concurred that, in its judgment, Junction Landscape was a responsible bidder whose work will result in the best and most economical completion of the District's project. After review and discussion, Director West moved to award the contract for the Park Row landscaping improvements to Junction Landscape in the initial amount of \$221,411.87, subject to ABHR's review of bonds and insurance, and to approve a total project cost for the project not to exceed \$243,553.05. Director Halick seconded the motion, which passed unanimously.

CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.072, TEXAS GOVERNMENT CODE, TO DELIBERATE THE PURCHASE, EXCHANGE, LEASE, OR VALUE OF REAL PROPERTY

The Board concurred it was not necessary to convene in executive session.

FEDERAL GRANT PROJECTS; CMAQ CAR SHARE PROGRAM, JARC 75 ELDRIDGE CROSSTOWN BUS EXPENSES AND NEW FREEDOM SIDEWALK PROGRAM

Ms. Rector reviewed the budget for the Car.ma Congestion Mitigation Air Quality ("CMAQ") grant program. She reviewed and recommended approval of a change order to extend the CMAQ contract agreement with the Houston-Galveston Area Council until June 30, 2014.

Ms. Rector also updated the Board on the JARC 75 Eldridge Crosstown bus program and the New Freedom sidewalk project.

APRIL 5, 2014 ENERGYFEST "ROCK THE CORRIDOR"

Ms. Weaver updated the Board on sponsorships received for the EnergyFest "Rock the Corridor" event scheduled for April 5, 2014. Mr. Gray reported on advertising for the event and reviewed an updated budget. Ms. Dunlap presented posters for the event and discussed METRO's participation.

2014 YEAR-TO-DATE VARIANCE BUDGET

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

HOUSTON POLICE DEPARTMENT AND NEIGHBORHOOD PROTECTION AND CODE ENFORCEMENT UPDATE

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

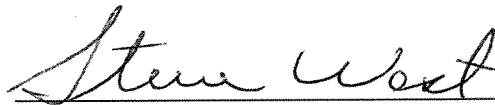
Mr. Martinson reported on concerns expressed by Director Cervas regarding staffing shortages at fire station no. 8 in connection with recent City efforts to reform Houston Fire Department operations. He said he plans to follow up with the City Mayor's office regarding the impact on safety within the District.

NEXT MEETING

The Board concurred to hold the next Board meeting on April 11, 2014.

ADJOURN

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



Secretary, Board of Directors

