

**JOINT RESOLUTION OF HARRIS COUNTY IMPROVEMENT
DISTRICT NO. 1 AND UPTOWN DEVELOPMENT AUTHORITY
REGARDING THE POST OAK BOULEVARD STREET
RECONSTRUCTION PROJECT**

WHEREAS, Harris County Improvement District No. 1 (the "District") and the Uptown Development Authority (the "Authority") entered into an agreement dated April 4, 2000, whereby the District agreed to provide services to the Authority as and when requested by the Authority's Board of Directors; and

WHEREAS, the City of Houston (the "City") has approved an amendment to the Authority's project plan authorizing the Authority to acquire right-of-way for, design and construct improvements to Post Oak Boulevard, which would retain six lanes for general traffic while accommodating bi-directional bus service operating in dedicated bus lanes in an expanded median (the "Project"); and

WHEREAS, the Project will be funded by a grant received by the District from the Federal Transit Administration ("FTA") and the tax increment received by Tax Increment Reinvestment Zone No. 16 ("TIRZ 16"); and

WHEREAS, the Authority will be responsible for the acquisition of the necessary right-of-way and the construction of the Project; and

WHEREAS, the District will be responsible for providing certain consulting services and a portion of the funding for the Project; and

WHEREAS, in performing their obligations related to the Project, the Authority and the District will be responsible for complying with all applicable FTA regulations, including, without limitation, the FTA regulations regarding the acquisition of right-of-way; and

WHEREAS, the District and the Authority wish to proceed with the Project in accordance with the terms of this Resolution;

NOW THEREFORE, BE IT RESOLVED BY THE BOARDS OF DIRECTORS OF THE DISTRICT AND THE AUTHORITY THAT:

1. The recitals and findings in the preamble are hereby adopted and made a part of this Resolution.
2. The District and the Authority agree to cooperate in the implementation and funding of the Project in accordance with this Resolution.
3. The District and the Authority will share responsibility for the planning and design of the Project.

4. The Authority shall be responsible for the acquisition of the necessary right-of-way and the construction of the Project. The right-of-way acquisition process shall conform to Real Estate Acquisition Guidelines to be approved by the Boards of Directors of the District and the Authority.

5. In performing their obligations under this Resolution, the Authority and the District shall comply with all applicable FTA regulations, including, without limitation, the FTA regulations regarding the acquisition of right-of-way.

6. The District shall contribute funds in the full amount of the FTA Grant for the completion of the Project. The balance of the Project funding shall be TIRZ 16 tax increment.

ADOPTED THIS 19 DAY OF November, 2014.

HARRIS COUNTY IMPROVEMENT DISTRICT
NO. 1

Kendall Miller
Chairman, Board of Director

ATTEST:

Jim Jim
Secretary, Board of Directors

UPTOWN DEVELOPMENT AUTHORITY

Monte Bell
Chairman, Board of Directors

ATTEST:

Kendall Miller
Secretary, Board of Directors