

**MINUTES OF REGULAR MEETING OF
HARRIS COUNTY IMPROVEMENT DISTRICT #1**

MAY 22, 2013

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

The Board of Directors of Harris County Improvement District #1 (the "District") held a meeting of the Board of Directors at 2:30 p.m. on the 22nd day of May, 2013 at Two Post Oak Central, 1980 Post Oak Boulevard, Suite 1580, Houston, Texas, 77056, within the boundaries of the District, and the roll was called of the members of the Board, to wit:

Patty Bender
Todd H. Casper
Martin Debrovner
Steven D. Lerner
Kendall A. Miller
Mary Catherine Miller
John Mooz
Greg Noble
Lisa Simon
Kerr Taylor
Ed Wulfe
Jonathan Zadok

and all of said directors were present except Directors Debrovner, Lerner and Taylor, thus constituting a quorum. Also present at the meeting were Mr. John Breeding, President of Harris County Improvement District #1, Mr. Robert Taube, Mr. Stephen Wood, Ms. Delia Mizwa, Ms. Shannon Daniels, and Ms. Betsy Kirkgard of Harris County Improvement District #1; Mr. Bob Ethington and Ms. Lauren Anderson, contract workers for the District; Mr. Rod Smith, consultant to the District; Ms. Margarita J. Dunlap of METRO; Mr. Butch Babineaux of CDM Smith; Ms. Mary Hammer of MHM Consultants; and Ms. Jessica Holoubek of Allen Boone Humphries Robinson LLP.

CALL TO ORDER

Mr. Kendall Miller, Chairman of the District called the meeting of the District to order.

APPROVE MINUTES OF April 24, 2013 BOARD OF DIRECTORS MEETINGS

Kendall A. Miller, Chairman, asked the members of the District Board for approval of the Minutes of the April 24, 2013 meeting. Director Simon moved that the Board approve the Minutes. Director Wulfe seconded the motion, which was approved by unanimous consent.

CONSIDER APPROVAL OF AN ORDER ADDING LAND

Mr. Breeding reviewed with the Board that petitions for annexation had been presented to the Board from T/H Land Holdings, Ltd, Midway Eastside Partners, L.P., Midway Rice Partners, L.P., and Midway Metro Partners, L.P. on October 3, 2012. On May 14, 2013, Houston City Council consented to the addition of land to the District. Director Wulfe moved that the Board approve the Order Adding Land. Director Zadok seconded the motion, which was approved by unanimous consent.

CONSIDER APPROVAL OF AN AMENDMENT TO THE INFORMATION FORM

Mr. Breeding stated that an *Information Form with a Notice to Purchasers* is maintained in the Harris County deed records to inform property owners and prospective purchasers of property within the District of the District's current tax rate and bond authorization. With the addition of land, an updated Information Form is required. Director Bender moved that the Amendment to the Information Form be approved. Director Wulfe seconded the motion, which was approved by unanimous consent.

CONSIDER APPROVAL OF THE VOTING RIGHTS ACT SUBMISSION LETTER

Ms. Jessica Holoubek of Allen Boone Humphries Robinson explained that this action is a pre-clearance request to the Justice Department that the annexation of land will not impact any voting rights if the District were to hold an election. Director Wulfe moved that the Board approve the Voting Rights Act Submission Letter. Director Noble seconded the motion, which was approved by unanimous consent.

CONSIDER APPROVAL OF A LOCAL MATCH FOR A TRANSPORTATION INVESTMENT GENERATING ECONOMIC RECOVERY (TIGER) GRANT

Mr. Breeding then described to the Board a Grant that the District will apply for to the Federal Transportation Administration. He explained that there is great competition for these grants and the District may not receive it. The District may be required to provide a local share of the project costs in the amount of \$10,000,000.

Director Simon moved that the Board approve the Local Match for a Transportation Investment Generating Economic Recovery (TIGER) Grant. Director Zadok seconded the motion, which was approved by unanimous consent.

There being no further business to come before the Board, the meeting was adjourned.

Secretary, Board of Directors

(SEAL)