

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

June 22, 2016

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 June 2016, at Two Post Oak Central, 1980 Post Oak Boulevard, Suite 1700, Houston, Texas, 77056, within the boundaries of the District, and the roll was called of the members of the Board, to wit:

- Chad Braun
- Todd H. Casper
- Gerald Crump
- Martin Debrovner
- Duane Hale
- Steven Lerner
- Kendall A. Miller
- Mary Catherine Miller
- John Mooz
- Greg Noble
- Ed Wulfe
- Jonathan Zadok

and all of said directors were present except Directors Braun, Hale, and Miller with Zadok arriving approximately 15 minutes late, thus constituting a quorum. Also present at the meeting was Mr. John R. Breeding, President of Harris County Improvement District #1, Mr. Robert Taube, Mr. Stephen Wood, Ms. Sarah Newbery, Ms. Shannon Daniels, Mr. Bob Ethington, Mr. Rod Smith, Ms. Delia Mizwa, Ms. Betsy Kirkgard, and Ms. Tracie Nugent, Staff members of Harris County Improvement District #1; Mr. Rafael Ortega of Aurora Technical Services, Carol McCain of Gunda Corporation, Amelia Escalante, Rachel Beeton and Emma Newbury, contractors for Uptown Houston, and Jessica Holoubek of ABHR.

APPROVE MINUTES

Steve Lerner, Vice Chairman, called the meeting to order and asked the members to read the Minutes of the June 9, 2016, meeting. Director Wulfe moved that the Board approve the Minutes as written. Director Casper seconded the motion, which was approved by unanimous consent.

RECEIVE COMMENTS OR QUESTIONS FROM THE PUBLIC

There were no comments.

CONSIDER REAPPOINTMENT OF DIRECTORS.

John R. Breeding requested a motion approving the reappointment of District Directors Greg Noble and John Mooz, and approve a resolution to TCEQ. Director Casper moved to approve the motion and Mary Catherine Miller seconded the motion, which was approved by unanimous consent.

REVIEW AND CONSIDER APPROVAL OF A DEVELOPMENT AGREEMENT WITH THE UPTOWN DEVELOPMENT AUTHORITY.

John R. Breeding and Stephen Wood reviewed the Development Agreement between the Uptown Development Authority and Harris County Improvement District #1. Mr. Lerner requested a motion authorizing the Development Agreement. Mr. Wulfe moved to approve the motion and Todd Casper seconded this motion, which was approved by unanimous consent.

REVIEW AND CONSIDER AUTHORIZING THE FY 2016 AUDIT.

John R. Breeding and Shannon Daniels provided an overview and recommended to the Board, the District contract with Whitley Penn for Audit Services for Fiscal Year 2016 – 2017. The estimated fee is \$20,000 for the FY 2016 audit which is comprised of two components, the regular audit and the Federal audit. Director Lerner requested a motion for the Board to authorize the staff to enter into a letter agreement with Whitley Penn for the FY 2016 – 2017 Audit. Director Wulfe moved to approve the motion and Director Mary Catherine Miller seconded the motion, which was approved by unanimous consent.

ADOPT A RESOLUTION ADOPTING AN OPERATING AND DEBT SERVICE BUDGET FOR THE 2017 FISCAL YEAR, AUTHORIZING BUDGETED EXPENDITURES AND AUTHORIZING THE PRESIDENT TO DISBURSE DISTRICT FUNDS.

Mr. Breeding presented the FY 2015-2016 Budget Review and the FY 2016 – 2017 Proposed Budget to the Board. Mr. Lerner asked for a motion to approve the Resolution Adopting an Operating, Capital and Debt Service Budget for the 2016 – 2017 Fiscal Year, Authorizing Budgeted Expenditures and Authorizing the President to Disburse District Funds which approves the FY 2016 – 2017 Budget and authorizes expenditures set forth in the budget, subject to the applicable competitive bid requirements and the restriction that checks over \$1,000 from District accounts will require the signature of the President, plus one Director or the signatures of three Directors. Director Casper moved to approve the motion, Director Noble seconded the motion, which was approved by unanimous consent.

RECEIVED AN UPDATE ON POST OAK BOULEVARD, MEMORIAL PARK AND GREEN SPACES PROJECTS

Mr. Breeding provided the Board with the FY 2017 Proposed Budget Goals for Capital Projects, Maintenance, Operations and Administration, Memorial Park and greenspaces.

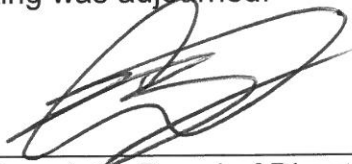
Ms. Newbury, Project Director for Memorial Park, provided an update on Uptown Parks and Green Spaces projects. She informed the Board with the status of the 12" waterline construction; Eastern Glades Phase 1 is underway with the permit submitted on April 4, 2016, with structural and electrical approvals remaining. She also provided an update to the Development Agreements with H.A.N.C. and Memorial Park Conservancy, the Park on San Felipe and Tanglewood Park.

No action was taken.

ADJOURNMENT

There being no further business, the meeting was adjourned.

(SEAL)



Secretary, Board of Director