

MINUTES OF BOARD OF DIRECTORS MEETING OF
WESTCHASE DISTRICT
THE STATE OF TEXAS
COUNTY OF HARRIS

The Board of Directors ("Board") of the Westchase District met in an official session, open to the public, on April 12, 2019, at the Westchase Hilton and Towers, located at 9999 Westheimer, Houston TX 77072, inside the boundaries of the District, and the roll was called of the duly appointed members of the Board, to-wit:

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|--------|-------------------------------------|---------|--------------------------------|
| Pos. 1 | Cindy Dahl | Pos. 10 | Mark D. Taylor-Treasurer |
| Pos. 2 | Martin D. Wiltshire | Pos. 11 | Stacy Hunt |
| Pos. 3 | Donna J. Flowers-Secretary | Pos. 12 | Vacant |
| Pos. 4 | Beth Van Winkle-Assistant Secretary | Pos. 13 | David J. Lee |
| Pos. 5 | Greg Cardwell | Pos. 14 | Don Thomas |
| Pos. 6 | Philip Schneidau-Chairman | Pos. 15 | Anthony Blunsen |
| Pos. 7 | Douglas L. Elliott-Vice Chairman | Pos. 16 | Harry Greenblatt |
| Pos. 8 | Chris Ball | Pos. 17 | Andrew R. Lear-Asst. Treasurer |
| Pos. 9 | Pamela Culver | | |

and all of the said Directors were present except Directors Ball and Van Winkle, thus constituting a quorum. Also present were Joel Cleveland, Legal Counsel; Josh Rambo with McCall, Gibson, Swedlund and Barfoot; Sherry Fox, Dave Gilkeson, Don McKinney and Irma Sanchez, District Staff; Jim Murphy, consultant with District Management Services; Margarita Dunlop with METRO; and Joe Zimmerman and Emily Anderson with Halff Associates.

I. CALL TO ORDER

Chairman Philip Schneidau called the meeting to order at 12:12 p.m. He declared that a notice of the meeting was posted more than 72 hours in advance at the Harris County Courthouse and within the District and that the meeting is open to the public.

A. HEARING OF CITIZENS

No comments from the guests present.

II. DISTRICT'S LONG RANGE PLAN

No report.

III. CONSENT AGENDA

- A. Minutes of the February 15, 2019, Board meeting.
- B. Westchase District Investment Report 03/31/2019.
- C. Westchase District 380 funds Report 03/31/2019.
- D. Director attendance Report

Motion by David Lee, seconded by Martin Wiltshire to approve the Consent Agenda items. Motion passed unanimously.

IV. OTHER BUSINESS

A. 2018 Audit Reports for Westchase District and Westchase District 380 Program.

Motion by Mark Taylor, seconded by Andy Lear to approve the 2018 Audit Reports for Westchase District and Westchase District 380 Program and to file reports with the Texas Commission on Environmental Quality. Motion passed unanimously.

B. Hearing Examiners Report on Public Hearing held April 10, 2019.

Motion by Donna Flowers, seconded by Harry Greenblatt to accept the Hearing Examiners Report; to amend the District's assessment roll; and to adopt an Order Amending the District assessment roll and Levying Assessments on the added properties as described in the Order. Motion passed unanimously.

C. Director Resignation.

Motion by Harry Greenblatt, seconded by Mark Taylor to accept the resignation of Director Philip Schneidau from Position 6 on the District's Board of Directors and to declare a vacancy in such position. Motion passed unanimously

D. Director Appointment.

Motion by Harry Greenblatt, seconded by Anthony Blunsen to appoint Director Philip Schneidau to Position 12 on the District's Board of Directors and to approve a new District Registration Form. Motion passed unanimously.

E. Director Reappointments.

Motion by Martin Wiltshire, seconded by David Lee to approve the slate of director reappointments for those Board positions set to expire on June 1, 2019, and to submit a request to the City of Houston for the reappointment of such directors to new four-year terms. Motion passed unanimously.

F. Copier Lease.

Motion by Harry Greenblatt, seconded by Anthony Blunsen to approve a lease for a copier with Sharp / ABM for 36 months. Motion passed unanimously.

G. 380 Program Funding Application for local match for Westheimer Streetscapes Project.

Motion by Cindy Dahl, seconded by Pamela Culver to approve a 380 program funding application with the City of Houston for \$3,571,068 for Westheimer Streetscapes Project. Motion passed unanimously.

H. Agreement with LAN for Condemnation Support Services.

Motion by Donna Flowers, seconded by Martin Wiltshire to approve a contract with LAN for Condemnation Support Services related to land acquisition and condemnation of several parcels to be undertaken by the City of Houston, in coordination with the District, for the Walnut Bend and Westheimer street projects. LAN cost is a fee of \$23,076 per parcel. Motion passed unanimously.

I. City of Houston Eminent Domain.

Motion by Donna Flowers, seconded by Martin Wiltshire to submit a 380 Program funding application to the City of Houston for costs concerning the condemnation of several parcels of land for the Walnut Bend and Westheimer street projects. The estimated costs associated with the condemnation are \$261,000 (including LAN's fees, City of Houston fees and possible property owner compensation). Motion passed unanimously.

J. Agreement with LAN for construction phase services.

Motion by Doug Elliott, seconded by David Lee, to approve a contract with LAN to provide construction phase services for the Walnut Bend Reconstruction project (about 20 months of construction). Estimated cost for this contract is \$166,000. Motion passed unanimously.

Director Greg Cardwell left the meeting.

K. Contract with the Goodman Corporation.

Motion by Cindy Dahl, seconded by Don Thomas to approve a contract with The Goodman Corporation for \$112,000 for grant administration, procurement and environmental coordination for the Elmside/Woodchase and CityWest/Deerwood projects, which were awarded a combined total of \$2.5 million in federal funds through H-GAC's TIP process; and to submit a 380 Program funding application to the City of Houston in connection with such projects. Motion passed unanimously.

L. Agreement with METRO – WD Custom Bus Shelters.

Motion by Cindy Dahl, seconded by Pamela Culver to approve an agreement with METRO subject to legal review. This agreement is to remove METRO's standard bus shelters on Walnut Bend Ln. and Westheimer Rd. and replace those shelters with custom Westchase District bus shelters. Motion passed unanimously.

M. Maintenance Agreement with METRO – Westchase Bus Shelters.

Motion by Cindy Dahl. Seconded by Mark Taylor to approve an agreement with METRO subject to legal review. This agreement is for the District to take over maintain of certain existing bus shelters. Motion passed unanimously.

N. Certifications and Assurances Compliance Request.

Motion by Harry Greenblatt, seconded by Donna Flowers for the District to certify its compliance statement request from the Federal Government concerning the FY 2018 Certifications and Assurances in connection with the District's receipt and use of federal grant funds. Motion passed unanimously.

O. Woodchase Park Design Maintenance Review.

The board was given a report concerning the design and maintenance expenses for Woodchase Park.

P. Progress Reports.

Progress reports were given by Sherry Fox on the annual Corporate Challenge and by Don McKinney regarding crime in the District and ongoing District initiatives/projects related to security.

Meeting adjourned at 1:13 p.m.

Donna Flowers, Secretary