

**MINUTES OF MEETING
BOARD OF DIRECTORS
REGULAR MEETING
THE WOODLANDS TOWNSHIP
MARCH 26, 2008**

**THE STATE OF TEXAS §
COUNTIES OF HARRIS & MONTGOMERY §**

The Board of Directors of The Woodlands Township, met in regular session, open to the public, on March 26, 2008, posted to begin at 7:30 a.m. The meeting was held in the Meeting Room at the Township's Office, 10001 Woodloch Forest Dr., Suite 600, The Woodlands, Texas, within the boundaries of the Township. The roll was called of the duly elected and appointed members of the Board of Directors, to wit:

Nelda Luce Blair	Chairman
Lloyd W. Matthews	Vice-Chairman
Fred R. O'Connor	Treasurer/Assistant Secretary
Kemba D. DeGroot	Secretary
Edmund W. Robb III	Director
Vicki D. Richmond	Director
Peggy S. Hausman	Director
Robert C. Kinnear	Director
Ken Smith	Director
Alex Sutton III	Director

with all of said persons being present, excluding Treasurer O'Connor and Director Robb, thus constituting a quorum. Also present for conducting business and assisting Board members were Frank Robinson, Brian Pate, Nick Wolda, Steve Sumner, Mike Page, Robin Fadal, Alan Benson, Don Norrell, Renee Williford, and Kristin Freeman.

Chairman Blair called the meeting to order at 7:32 a.m. She announced that a quorum was present and that sufficient notice of this meeting had been duly posted as required by law. Chairman Blair then requested a motion to adopt the agenda. Director Kinnear moved to adopt the agenda. The motion was seconded by Director Hausman and passed unanimously.

Next, Chairman Blair called on names from the Public Comment Roster. There were no names on the roster.

Chairman Blair then asked the Board to consider and act upon approval of the minutes of the February 27, 2008, regular meeting and the March 12, 2008, special meeting of the Board of Directors of the Township. Director Hausman moved to approve the minutes as written. Vice-Chairman Matthews seconded the motion and it passed

unanimously. Copies of the February 27, 2008 and March 12, 2008 minutes are attached hereto as Exhibits "A" and "B", respectively.

Chairman Blair asked the Board to receive and act upon the Financial Report as of and for the two months ended February 29, 2008. The Chairman called on Brian Pate, Vice President of Finance & Administration for the Township, to present the Financial Report. Following the presentation, Director Richmond moved to accept the Monthly Budget Variances Report as presented and the motion was seconded by Director Kinnear. The motion carried unanimously and a copy of the February 29, 2008, Monthly Variances Report is attached hereto as Exhibit "C".

The Board was then asked to consider and act upon a Reimbursement Agreement between The Woodlands Township and the Zone relating to the Waterway Square Project. Chairman Blair called on Mike Page, legal counsel for the Township, to present this item. Following Mr. Page's comments, Vice-Chairman Matthews moved to approve the Reimbursement Agreement between The Woodlands Township and The Woodlands Township Economic Development Zone (EDZ) for the repayment of project costs associated with the construction

of Waterway Square. The motion was seconded by Director Richmond and passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "D".

Next, the Board was asked to receive and consider a progress report from The Woodlands Fire Department on the construction of Fire Station No. 6 and the fire training facility. Chairman Blair called on Fire Chief Alan Benson, The Woodlands Fire Department, to make a presentation. Chief Benson used a PowerPoint presentation to update the Board on the progress of building construction. He informed the Board that the projects are within budget and on schedule. He then addressed questions from the Board. Following his presentation, Chief Benson extended an invitation to the Board to tour the training facility and expressed his appreciation to the Board for their support. No action was required on this item.

Chairman Blair then asked the Board to consider and act upon endorsement of a grant application by Harris and Montgomery Counties MUD #386 to partially fund the development of May Valley Park located in the Village of Sterling Ridge. Don Norrell, General Manager of the Community Associations, was asked to present this item. Following Mr.

Norrell's presentation, Vice-Chairman Matthews moved to approve the Resolution supporting the Harris/Montgomery Counties MUD #386 grant application to the Texas Parks & Wildlife for the construction of May Valley Park. The motion was seconded by Director Kinnear and passed unanimously. Copies of a letter from Mr. Norrell and a Board Memorandum from The Woodlands Association, Inc. are attached hereto as Exhibits "E" and "F", respectively. The Resolution supporting the grant application for May Valley Park by the Board of Directors of The Woodlands Township is attached hereto as Exhibit "G".

At 8:07 a.m., the Chairman recessed the regular meeting of the Board. Chairman Blair then stated that a public hearing would be convened on adoption of rules and regulations for Waterway Square. Director Matthews, Chair of the Special Projects Committee and Steve Sumner, Vice President of Operations & Public Safety for the Township, were called to present this item. Following the presentation and general discussion, Chairman Blair called for public comment. As there was none, the public hearing was concluded. A copy of the Executive Summary is attached hereto as Exhibit "H".

At 8:10 a.m., Chairman Blair reconvened the regular meeting of the Board of Directors and moved to the next agenda item.

The Board was then asked to consider and act upon a recommendation from the Special Projects Committee to adopt an Order Establishing Rules and Regulations related to Waterway Square and approve other matters in connection therewith. Director Kinnear moved to adopt and place into force the rules and regulations for Waterway Square. The motion was seconded by Secretary DeGroot and passed unanimously. The Order Establishing Rules and Regulations for Waterway Square is attached hereto as Exhibit "I".

At 8:12 a.m., the Chairman recessed the regular meeting of the Board. Chairman Blair then stated that the Board would convene and conduct a public hearing on the temporary and conditional exclusion of certain territory from the boundaries and taxing jurisdiction of The Woodlands Township EDZ. Mike Page was called on to present this item. Following Mr. Page's presentation, Chairman Blair called for public comment. As there was none, the public hearing was concluded.

At 8:15 a.m., Chairman Blair reconvened the regular meeting of the Board of Directors and then moved to the next agenda item.

The Board was asked to consider and act upon temporary and conditional exclusion of certain territory from the boundaries and taxing jurisdiction of The Woodlands Township EDZ. Director Kinnear moved to approve the temporary and conditional exclusion of certain territory from the boundaries and taxing jurisdiction of The Woodlands Township EDZ. The motion was seconded by Director Smith and passed unanimously. A Certificate for Resolution and the Resolution Temporarily and Conditionally Excluding Certain Territory from the Boundaries and Taxing Jurisdiction of The Woodlands Township EDZ are attached hereto as Exhibits "J" and "K".

Next, the Board was asked to consider and act upon a recommendation to authorize the President for the Township to negotiate and execute a maintenance and service agreement for Waterway Square. Chairman Blair called on Steve Sumner to present this item. Following Mr. Sumner's presentation, Vice-Chairman Matthews moved to authorize the President for the Township to negotiate and execute a service agreement with Progressive Commercial Aquatics for a not-to-exceed amount of \$14,875 for Waterway Square. The motion was seconded by

Director Hausman and passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "L".

Chairman Blair then asked the Board to consider and act upon recommended appointments to the Cultural Arts Task Force. Director Richmond, Chairman of the Cultural Arts Task Force, was called on to present this item. Director Richmond addressed the need to expand the current number of four members on the Task Force to two additional members. Director Sutton moved to recommend appointing Dr. Ed Robb and Mr. Michael Richmond to serve on The Woodlands Township's Cultural Arts Task Force. The motion was seconded by Director Kinnear and the motion passed with Director Richmond abstaining. A copy of the Executive Summary is attached hereto as Exhibit "M".

The Board was then asked to receive and consider a recommendation to place a permanent item on the meeting agenda to receive monthly reports from the Community Associations of The Woodlands. Chairman Blair called on Vice-Chairman Matthews to present this recommendation. Vice-Chairman Matthews stated the purpose of the action would be to establish a communication chain between the Township and the Community Associations of The Woodlands as we

move through the transition. Director Kinnear, Chair of the Committee of Governance and Nominations, was called on to comment. He informed the Board that his committee would support the recommendation. Vice-Chairman Matthews then moved to recommend the placement of a permanent item on the regular meeting agenda to receive monthly reports from the Community Associations of The Woodlands. The motion was seconded by Director Hausman and passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "N".

Next, Chairman Blair called for administrative reports. Frank Robinson, President for the Township, called on Nick Wolda, Vice President of Marketing & Public Affairs for the Township. Mr. Wolda gave a PowerPoint presentation. He talked about the Township logo contest and touched on several upcoming community events including the Public Safety Appreciation Banquet, Premiere of the Fountains at Waterway Square, the Waterway Arts Festival, Cinco de Mayo at Town Green Park, Up with People performance at the Pavilion, and Food and Wine Week. Additionally, Mr. Wolda informed the Board about new websites for the Township and Convention & Visitors Bureau.

Following Mr. Wolda's presentation, Steve Sumner reported on the Montgomery County Transit Plan. He also recognized one of the Public Safety award recipients, Lt. David Dottei, who was at the meeting. Frank Robinson noted that Mr. Sumner was elected as Chair of the Transportation Task Force.

Brian Pate was then presented with a farewell gift and recognized for his five years of service with The Township. Mr. Robinson extended best wishes to Mr. Pate on his future endeavors on behalf of the Board of Directors and staff.

The Board was next asked to consider items to be placed on the agenda for the next meeting. There were no items to be placed on the agenda.

As there were no further matters to come before the Board, Chairman Blair called for a motion to adjourn. Director Kinnear moved to adjourn the meeting. The motion was seconded by Director Hausman and passed unanimously. The meeting was adjourned at 8:39 a.m.

Kemba D. DeGroot

Secretary, Board of Directors

(SEAL)