

SCHWARTZ, PAGE & HARDING, L.L.P.  
1300 POST OAK BLVD.  
SUITE 1400  
HOUSTON, TEXAS 77056

November 30, 2012

Billed through 11/30/12

Bill number 824300-10000 MGP

THE WOODLANDS TOWNSHIP

General

FOR PROFESSIONAL SERVICES RENDERED

FEE FOR SERVICES RENDERED for the period July 1, 2012, through November 30, 2012, for general legal matters, including review and comment upon draft budget and proposed tax rate, transportation action plan and Houston-Galveston Area Council support resolution for existing funds, mutual aid agreement with Montgomery County Hospital District, equipment leases, ORWALL proposal, rowing club proposal, all-weather sports field bids, Convention & Visitors Bureau, capital reserves, final Governance Report by PSA, debt service tax collection rate and excess collections, sale of surplus property, San Jacinto River Authority access easement, CAFR review, easements and encroachments for Anadarko, 2013 budget and 2012 tax rate, proposed revisions to Order No. 019-09 regarding motor vehicles on pathways, revision of Resolution No.011-12 concerning governance planning conclusions, proposal from firefighters regarding defined benefit plan, renewal of Alpha & Omega service agreement, preparation and revision of disclosure forms for Directors Robb and Long, correspondence from I.R.S. regarding late filing of Form 8038-G, research of Texas Engineering Practice Act concerning signature and seal of plans, truth in taxation notice periods, governmental immunity from tort claims, pending litigation, compliance with records management policies, unclaimed property reports, compliance with SB18, status of Harris County Sheriff's Office renewal and extension agreements, resolution adopting 2011 Regional Hazard Mitigation Plan and application for grant funding, interlocal agreement with Montgomery County for operation of lighted street signs, revisions to Interfaith service agreement, research and telephone conferences concerning Article 6243(e) (TLFFRA), Lone Star College facilities use agreement, Clariant tax abatement agreement, resolution supporting road utility district transportation projects, rowing club controversy,

renewal of service agreements with various agencies, renewal of public safety service agreements and interlocal agreement for law enforcement, constable and justice of the peace services, status of ice rink project, renewal of Convention & Visitors Bureau service agreement, appointment of ad hoc transportation committee, research, conferences, correspondence and telephone conferences concerning meeting agendas and minutes for, and preparation for, travel to and attendance at thirteen (13) regular, workshop and special Board of Directors and management meetings; and related research, correspondence, telephone conferences, conferences and advice.

B.T. Yeates	0.60 hrs.	\$ 165.00
D.S. Ringold	69.15 hrs.	22,819.50
J. Kime	5.85 hrs.	1,257.75
K. Eddlemon	0.25 hrs.	38.75
L. Knox	4.80 hrs.	1,032.00
M.G. Page	41.25 hrs.	21,656.25
M. Page	0.27 hrs.	85.05
M.R. Reed	0.50 hrs.	130.00
T. Johnson	0.10 hrs.	15.50
W.M. Montoya	0.41 hrs.	106.60

Total fees for this matter \$ 47,306.40

**BILLING SUMMARY**

TOTAL FEES	\$ 47,306.40
TOTAL DISBURSEMENTS	\$ 877.19
TOTAL CHARGES FOR THIS MATTER	----- \$ 48,183.59

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November 30, 2012

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Bill number 824300-48000 MGP

THE WOODLANDS TOWNSHIP

Repurchase Agreement Litigation

FOR PROFESSIONAL SERVICES RENDERED

FEE FOR SERVICES RENDERED for the period July 1, 2012, through November 30, 2012, in connection with UniCredit litigation concerning debt service reserve fund investment contract, including research, conferences and telephone conferences with litigation counsel, special tax counsel, management and financial advisor concerning terms and provisions of repurchase agreement; production of documents in discovery; status of discovery and trial proceedings; expert witnesses; costs of litigation; motions and pleadings; feasibility of exclusion of litigation costs from excess arbitrage earnings; settlement matters; Board of Directors briefings; and related correspondence, research, conferences and telephone conferences.

L. Knox	0.50 hrs.	\$ 107.50
M.G. Page	6.25 hrs.	3,281.25

Total fees for this matter	\$ 3,388.75
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BILLING SUMMARY

TOTAL FEES	\$ 3,388.75
TOTAL DISBURSEMENTS	\$ 0.00
TOTAL CHARGES FOR THIS MATTER	<hr/> \$ 3,388.75

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November 30, 2012

Billed through 11/30/12

Bill number 824300-64000 MGP

THE WOODLANDS TOWNSHIP

Transportation

FOR PROFESSIONAL SERVICES RENDERED

FEE FOR SERVICES RENDERED for the period July 1, 2012, through November 30, 2012, concerning The Woodlands Township transportation matters, including research and conferences, telephone conferences and correspondence with management, staff and consultants concerning creation of new large urban area in The Woodlands/Conroe, requirements for achieving designated recipient and FTA direct grantee status, proposals by City of Conroe and counterproposals by the Township; preparation and revision of interlocal agreement for dual designated recipient status, conferences with City attorney and staff concerning existing and future funding, formula for distribution of funds, territorial responsibilities, stakeholder committee makeup and functions and joint support materials; research, telephone conferences, correspondence and preparation of resolutions, agenda items, opinions and local funding agreements concerning Woodlands Waterway pathway improvements and grant application; conferences concerning operation and maintenance of same; research Texas Transportation Code; conferences with management, staff and consultants concerning eligibility for Texas Department of Transportation funding; review consultant draft of interlocal agreement with Brazos Transit District; preparation and revision of redraft of interlocal agreement and exhibits; preparation for attendance at and presentations to Board of Directors at planning retreat and executive session; research, review of materials and conferences with Ad Hoc Transportation Committee concerning future Township transportation role, funding and responsibilities; and related travel, research, review, correspondence, conferences and telephone conferences.

J. Kime	9.00 hrs.	\$ 1,935.00
L. Knox	2.75 hrs.	591.25
M.G. Page	33.25 hrs.	17,456.25

Total fees for this matter

\$ 19,982.50

BILLING SUMMARY

TOTAL FEES	\$ 19,982.50
TOTAL DISBURSEMENTS	\$ 0.00
TOTAL CHARGES FOR THIS MATTER	----- \$ 19,982.50

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Bill number 824300-45000 MGP

THE WOODLANDS TOWNSHIP

Elections and Boundaries

FOR PROFESSIONAL SERVICES RENDERED

FEE FOR SERVICES RENDERED for the period July 1, 2012, through November 30, 2012, in connection with elections and boundaries, including: research and advise concerning potential annexation of three additional parcels of land in Montgomery County and necessity for amendment of Houston RPA; research Senate Bill 100 and Administrative Code and telephone conferences and correspondence with management concerning adoption of November general election date for directors and related preparation of U.S. Justice Department submission for changes in voting procedures; and related correspondence, conferences, telephone conferences and advice.

D.S. Ringold	1.50 hrs.	\$ 495.00
J. Kime	0.25 hrs.	53.75
L. Knox	1.65 hrs.	354.75
M.G. Page	2.25 hrs.	1,181.25

Total fees for this matter \$ 2,084.75

BILLING SUMMARY

TOTAL FEES \$ 2,084.75

TOTAL DISBURSEMENTS \$ 0.00

TOTAL CHARGES FOR THIS MATTER \$ 2,084.75