

**MINUTES OF MEETING  
BOARD OF DIRECTORS  
TOWN CENTER IMPROVEMENT DISTRICT  
OF MONTGOMERY COUNTY, TEXAS  
September 25, 2007**

**THE STATE OF TEXAS           §  
COUNTY OF MONTGOMERY   §**

The Board of Directors of Town Center Improvement District (TCID) of Montgomery County, Texas, met in special session, open to the public, on September 25, 2007, posted to begin at 7:00 p.m. The meeting was held in the Waterway Ballroom Four and Five at The Woodlands Waterway Marriott Hotel and Convention Center, 1601 Lake Robbins Drive, The Woodlands, Texas, within the boundaries of the District. 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
Les R. Tarrance, Sr.	Director

with all of said persons being present, excluding Treasurer O'Connor and Directors Sutton and Tarrance, 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, Senator Tommy Williams, Representative Rob Eissler, Renee Williford, and Kristin Freeman.

Chairman Blair called the meeting to order at 7:03 p.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 that the agenda be adopted. The motion was seconded by Director Smith and carried by unanimous vote.

Chairman Blair then announced that the Board would conduct a public forum to receive and respond to questions on issues of interest to the general public. She explained the format of the meeting and requested anyone wishing to speak sign the speaker's roster at the back of the meeting room. Chairman Blair also informed attendees that there were copies available of frequently asked questions as well as copies of the boundary map and polling locations. These items are attached hereto as Exhibits "A", "B", and "C", respectively.

Next Chairman Blair asked Board members not participating on the panel be seated in the audience. She then introduced the panel members:

- Lloyd Matthews, TCID Vice-Chairman
- Robert Kinnear, Chair, TCID Committee on Governance & Nominations
- Frank Robinson, President for the District
- Mike Page, Legal Counsel for TCID
- Nelda Blair, TCID Chairman

Following the panel introductions, Chairman Blair announced that there would be some introductory comments before the start of the question and answer session. She called on Senator Tommy Williams and Representative Eissler for introductory remarks. Next, Mike Page was called on to explain the three propositions on the November 6, 2007 ballot. Lastly, Frank Robinson was asked to explain the purpose and benefit of an ad valorem tax which he did in the form of a PowerPoint presentation.

Next, Chairman Blair expressed gratitude for the efforts of the Governance Steering Committee. She asked any members present to stand and be recognized.

Chairman Blair again stated the rules to be followed during the question and answer session. She then invited speakers listed on the roster to address the panel. The speaker's roster is attached hereto as Exhibit "D". Next, speakers not signed up on the roster were given an opportunity to ask questions.

After the conclusion of the question and answer session, Chairman Blair asked Board members in the audience to regroup with members of the panel. She then announced an end to the public forum.

Board members were asked to consider items to be placed on the agenda for the next meeting. As there were none, Chairman Blair called for a motion to adjourn. Director Robb moved to adjourn and Director Kinnear seconded the motion. The motion passed unanimously and the meeting adjourned at 9:13 p.m.

(SEAL )

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Kemba D. DeGroot  
Secretary

