

HOUSTON FORENSIC SCIENCE LGC, INC.

MEETING OF BOARD OF DIRECTORS MINUTES

September 12, 2012

The undersigned, being the duly appointed Acting Secretary of Houston Forensic Science LGC, Inc. (the "Corporation"), hereby certifies that the following are true and correct minutes of the September 12, 2012, meeting of the Board of Directors (the "Board") of the Corporation.

A. In a manner permitted by the Corporation's Bylaws, the meeting was called by providing all Directors with notice of the date, time, place, and purposes of the meeting more than three days before the date of the meeting.

B. In accordance with Chapter 551, Texas Government Code, which Chapter is made applicable to the Corporation by Section 431.004, Texas Transportation Code, a notice of the meeting was duly filed on September 7, 2012, in the same manner and location as required by law of the City of Houston, Texas (the "City").

C. The meeting was called to order by Scott Hochberg, Chairman of the Board, at 9:00 a.m. on Wednesday, September 12, 2012, in the Council Annex Chambers, 900 Bagby St. (Public Level), Houston, Texas 77002.

D. Mr. Hochberg asked that all Directors advise Deborah Bohr if they would prefer to receive meeting materials electronically or hard copy.

E. Mr. Hochberg appointed Deborah Bohr as Acting Secretary.

F. Ms. Bohr called the roll. The following Directors were present:

Scott Hochberg, Nicole B. Cásarez, Donna Fujimoto Cole, Enrique V. Barrera, Sandra Guerra Thompson, Marcia Johnson, Hiram A. "Art" Contreras, Catherine Lambolely, and Willie E. B. Blackmon, and Tom P. Allen (ex-officio).

Mr. Hochberg announced that a quorum of the Directors was present.

G. Mr. Hochberg noted that a draft of the minutes of the Corporation's meeting of August 22, 2012, had been distributed to the Board. Ms. Lambolely made a motion to approve the minutes, and it was seconded by Mr. Blackmon. The Motion passed unanimously, and the minutes of the meeting of August 22, 2012, were adopted.

H. Mr. Hochberg announced a modification to the information in the minutes of the last meeting. The primary website address for the Corporation is www.houstonforensicscience.com, but is also accessible at either www.houstonforensiccenter.org or www.houstonforensicscience.com. The email address is info@houstonforensicscience.com.

I. Mr. Hochberg asked if any members of the public wished to address the Board. There was no response from the persons present.

J. Mr. Contreras introduced Kermit B. Channell, II, Director, Arkansas State Crime Laboratory, who addressed the Board regarding issues related to the operation of a crime laboratory and other related matters. Mr. Channell responded to questions from the Board.

K. Three executive search firms, Coleman Lew, Bob Murray, and Park Square made presentations by videoconference call to the Board regarding recruitment of an executive director for the Corporation. Each was introduced by Ms. Cásarez, and each responded to questions from the Board after their presentation.

The Board took a recess in its proceedings from 11:00 a.m. until approximately 11:15 a.m. Ms. Cole left the meeting and did not return.

L. The Board discussed the three search firms. The Board agreed to select a search firm at the Board's next meeting, but also agreed that the selection will be subject to the negotiation of an acceptable contract. The Board agreed the other firms that were being considered could be released.

M. The Board discussed the draft "Resolution Designating Depository and Prescribing Procedures Related to Funds of Corporation." Ms. Cásarez recused herself from voting. Mr. Hochberg made a motion to amend the resolution to show the Contract is awarded to Bank of Texas, and the motion was seconded by Mr. Blackmon. The motion passed unanimously on a roll call vote.

N. Mr. Hochberg made a motion to adopt the resolution, and the motion was seconded by Ms. Johnson. The motion passed unanimously on a roll call vote. (The adopted Resolution is No. 2012-003.)

O. Mr. Hochberg moved that Mr. Allen be appointed the Designated Officer within the meaning of Chapter 105, Texas Government Code, and the motion was seconded by Mr. Contreras. The motion passed unanimously on a roll call vote.

P. At Mr. Hochberg's request, Ms. Lamboley gave a report from the working group considering issues related to the transition of certain forensic operations from the Houston Police Department ("HPD") to the Corporation. Ms. Lamboley reported the Corporation will not be able to piggyback health insurance on Cigna as originally discussed. The working group offered several insurance brokers as possibilities and asked for recommendations of others from the Board. The working group will begin talking to firms and will prepare a posting to find an insurance broker.

Q. Ms. Lamboley reported that two HPD Chiefs plan to go to North Carolina to discuss with ASCLAD the proposed configuration of the Corporation with a view toward accreditation.

R. A discussion was held as to who would have authorization to pay from the Corporation's account. A motion was made by Ms. Lamboley that the Chair and Vice Chair have authority to make expenditures enumerated in the first line of the Initial Budget up to \$20,000, and it was seconded by Mr. Barrera. The motion passed unanimously on a roll call vote.

S. At Mr. Hochberg's request, Ms. Johnson and her working group reported on the status of the working group considering issues related to the Technical Advisory Group. A motion was made by Ms. Johnson to adopt the proposal on the TAG team composition and operation. The motion was seconded by Mr. Contreras, and discussion followed.

T. At Mr. Hochberg's suggestion, Ms. Johnson withdrew her motion to adopt the TAG proposal. The working group will proceed in finding individuals willing to serve and will bring a list back to the Board along with a revised proposal.


U. At Mr. Hochberg's request, Mr. Allen presented the Ethics Resolution he is preparing, and discussion followed. No action was taken.

The meeting ADJOURNED at approximately 1:00 p.m.

ATTACHMENTS INCORPORATED INTO AND MADE A PART OF THESE MINUTES: Resolution No. 2012-003 (§ N above)

HOUSTON FORENSIC SCIENCE LGC, INC.

By:



Deborah Bohr
Acting Secretary

HOUSTON FORENSIC SCIENCE LGC, INC.

Resolution No. 2012-003

RESOLUTION DESIGNATING DEPOSITORY AND PRESCRIBING PROCEDURES RELATED TO FUNDS OF CORPORATION

WHEREAS, the Board of Directors (the "Board") of Houston Forensic Science LGC, Inc. (the "Corporation") desires to designate a depository for the Corporation's funds; and

WHEREAS, as authorized by the Board, on July 26, 27, and 28, 2012, the Corporation published in the HOUSTON CHRONICLE, a daily newspaper published in Harris County, Texas, a notice of the Corporation's request for proposals ("RFP") for a banking services contract ("Contract") by which a bank with retail operations within the city limits of Houston, Texas, will provide the Corporation with depository and other customary banking services;

WHEREAS, BOKF, N.A., d/b/a Bank of Texas ("Bank of Texas"), and Wells Fargo Bank, N.A. ("Wells Fargo") each timely submitted proposals responsive to the RFP, which proposals, or summaries of which proposals, have been considered by the Board; and

WHEREAS, the Board has concluded that the interests of the Corporation will best be served by awarding the Contract to Bank of Texas; and

WHEREAS, as contemplated by Section 105.074(g), Texas Local Government Code, the Board has concluded that certain procedures should be adopted to ensure the safety and integrity of the Corporation's funds to be deposited with Bank of Texas, which procedures are described below; **NOW, THEREFORE**;

BE IT RESOLVED BY THE DIRECTORS OF THE CORPORATION:

Section 1. That, for the purposes of this Resolution:

(a) "Bank," "depository," "depository services," and "designated officer" are defined by Section 105.001, Texas Local Government Code.

(b) "Account Signer" means a person whose signature authorizes a payment or other withdrawal from the Corporation's funds on deposit with the bank named below, subject to the provisions of this Resolution and applicable law. An Account Signer is a designated officer, but only

for the purposes of Sections 105.074(a), 105.074(g)(1), 105.076, and 105.091, Texas Local Government Code.

Section 2. That the Contract is awarded to Bank of Texas, *except that* this award shall be void if the said bank fails to provide security by the deadline prescribed by Section 105.031(a), Texas Local Government Code.

Section 3. That, in the event no person is serving as Treasurer of the Corporation, the President of the Corporation shall be the Corporation's designated officer.

Section 4. That, in the event no person is serving as Treasurer of the Corporation and no person is serving as President of the Corporation, the Board shall appoint the Corporation's designated officer, which appointment shall be memorialized in the Minutes of a meeting of the Board but which appointment shall be void upon the Board's appointment of a Treasurer or a President of the Corporation.

Section 5. That the designated officer may execute on behalf of the Corporation such agreement(s) with Bank of Texas as are customary, reasonable, and necessary to provide the Corporation with depository and other customary banking services, *provided that* the Chairman of the Board and the Vice-Chairman of the Board shall have had a reasonable opportunity to review the said agreement(s) prior to execution and shall not have expressed in a writing promptly delivered to the designated officer any objection to the said agreement(s), and *provided further that*, in the event of such objection, the designated officer shall not execute any such agreement(s) without the approval of a majority of the Directors, which approval shall

be memorialized in the Minutes of a meeting of the Board.

Section 6. That, pursuant to Section 105.074(g), Texas Local Government Code, the Corporation adopts the following procedures to ensure the safety and integrity of the Corporation's funds:

(a) Each of the Chairman of the Board, the Vice-Chairman of the Board, the President of the Corporation, and the Treasurer of the Corporation is an Account Signer, *provided that* the signatures of two Account Signers shall be required to make a payment or other withdrawal from the Corporation's funds in an amount exceeding \$1,000.00.

(b) Notwithstanding Sections 105.074(a) and 105.074(g)(1), Texas Local Government Code, the Corporation's designated officer is not "authorized to direct payments from funds" of the Corporation unless the designated officer is also an Account Signer.

Section 7. That this Resolution shall take effect immediately upon its adoption by the Board of Directors.

ADOPTED this 12th day of September, 2012.

CERTIFICATE

The undersigned hereby certifies that this Resolution 2012-003 was duly adopted by the Board of Directors of Houston Forensic Science LGC, Inc., on the 12th day of September, 2012.

Executed this 12th day of September, 2012.

Deborah Bohr
(Signature)

Deborah Bohr
(Printed Name of Secretary or Acting Secretary)