

BOARD OF DIRECTORS' MEETING
THURSDAY, DECEMBER 11, 2008 – 1:00 P.M.
COUNTY JUDGE'S OFFICE
1001 PRESTON STREET, 9TH FLOOR
COMMISSIONER'S COURT CONFERENCE ROOM
HOUSTON, TEXAS 77002

AGENDA

- | | | |
|-------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|
| I. | Convening of Meeting and Introductions | Chairman Frels |
| II. | Consideration and Approval of the Minutes of the Board of Directors' Meeting of October 30, 2008
(Ivy Guice) | |
| III. | Consideration and Discussion of Chairman's Report
(Chairman Frels) | Chairman Frels |
| IV. | Consideration and Discussion of the Executive Director's Report
(George Beatty) | Directors |
| V. | Consideration and Discussion of the Air Quality Report
(Jay Olaguer) | Directors |
| VI. | Consideration and Approval of Resolution 2.58 Regarding Authorization of New Air Quality Research Projects H113, H114, H115, H116 and H117
(Jay Olaguer) | Directors |
| VII. | Consideration and Approval of Resolution 2.59 Regarding Budget Modifications of Air Quality Research Projects H100 and H101
(Jay Olaguer) | Directors |
| VIII. | Consideration and Discussion of the NTRD Report
(Yiqun Huang) | Directors |
| IX. | Consideration and Approval of Resolution 2.60 and 2.61 Regarding Budget Modifications for Research Project N12 Motive Engineering and N39 MIRATECH
(Yiqun Huang) | Directors |
| X. | Consideration and Approval of Resolution 2.62 Regarding Issuance of RFGA 18 Innovative and Cost Effective NOx Reduction Technologies
(Yiqun Huang) | Directors |
| XI. | Consideration and Approval of Resolution 2.63 Regarding Issuance of RFGA 19 Innovative and Cost Effective NOx Reduction Enabling Technologies
(Yiqun Huang) | Directors |

- | | | |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|
| XII. | Consideration and Approval of Resolution 2.64 to Appoint Andrew Trenholm to ETAC (Yiqun Huang) | Directors |
| XIII. | Consideration of Resolution 2.65 Regarding HARC Contract For Website Services | Directors |
| XIV. | Consideration and Discussion of the Financial Report (Ivy Guice) | Directors |
| XV. | Consideration and Approval of Resolution 2.66 Regarding the Retention of the Accounting Firm of Blazek and Vetterling to Audit the TERC Books for the Period Ending December 31, 2008. (Ivy Guice) | Directors |
| XVI. | Consideration and Approval of Resolution 2.67 Regarding 2009 Budget (Ivy Guice) | Directors |
| XVII. | Consideration and Approval of Resolution 2.68 Regarding the Reappointment of Certain Directors to New 3 Year Terms (George Beatty) | Directors |
| XVIII. | Consideration and Approval of the Appointment of TERC Standing and Other Committees (George Beatty) | Directors |
| XIX. | Discussion of Conflict of Interest Policies and Forms for 2009 (George Beatty) | Directors |
| XX. | Consideration and Discussion of Directors' 2009 Meeting Schedule (George Beatty) | Directors |

If during the course of the meeting covered by this Notice, the Executive Committee should determine that a closed or executive session of the Board should be held or is required in relation to any item included in this notice, then such closed or executive meeting or session as authorized by Section 551.001 et seq. of the Texas Government Code (the Open Meetings Act) will be held by the Executive Committee at that date, hour and place given in this notice or as soon after the commencement of the meeting covered by this notice as the Executive Committee may conveniently meet in such closed or executive meeting or session concerning any and all subjects and for any and all purposes permitted by Sections 551.071-551.084, inclusive, of the Open Meetings Act, including, but not limited to:

Section 551.084 – For the purpose of excluding witness or witnesses from a hearing during examination of another witness.

Section 551.071 – For the purpose of a private consultation with the Board's attorney on any or all subjects or matters authorized by law.

Section 551.072 – For the purpose of discussing the purchase, exchange, lease or value of real property.

Section 551.073 – For the purpose of considering a negotiated contract for a prospective give or donation.

Section 551.074 – For the purpose of considering the appointment, employment, evaluation, reassignment, duties, discipline or dismissal of a public officer or employee or to hear complaints or charges against a public officer or employee.

Section 551.076 – To consider the deployment, or specific occasions for implementation of security personnel or devices.

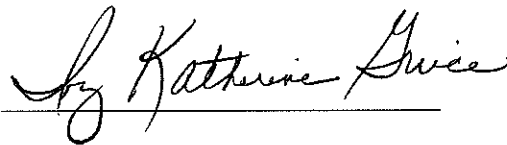
Should any final action, final decision, or final vote be required in the opinion of the Board with regard to any matter considered in such closed or executive meeting or session, then such final action, final decision, or final vote shall be at either:

- a. the open meeting covered by this notice upon the reconvening of this public meeting, or
- b. at a subsequent public meeting of the Board upon notice thereof, as the Board shall determine.

XX. Adjournment

CERTIFICATE AS TO POSTING OR GIVING OF NOTICE

On this 4th day of December, 2008 at One o'clock (1:00) P.M., this notice was posted on the following websites: www.tercairquality.org/; www.sos.state.tx.us/, www.harc.edu and readily accessible to the general public at all times.



Ivy K. Guice, Secretary, TERC