

Houston Forensic Science LGC, Inc.

MEETING OF BOARD OF DIRECTORS
MINUTES

July 11, 2014

The undersigned, being the duly appointed Secretary of the Houston Forensic Science, LGC, Inc., (the "Corporation"), hereby certifies that the following are true and correct minutes of the July 11, 2014 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 July 8, 2014, 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 Nicole B. Cásarez, Vice Chairman of the Board, at 9:00 a.m. on Friday, July 11, 2014, in the Council Annex Chambers, 900 Bagby St. (Public Level), Houston, Texas 77002.
- D. Ms. Wieringa called the roll. The following Directors were present: Nicole B. Cásarez, Carolyn Hanahan, Dr. Enrique V. Barrera, Hiram A. "Art" Contreras, Sandra Guerra Thompson, and Tom P. Allen (ex-officio).

The following Directors were absent: Scott Hochberg, Anthony T. Robinson, and Judge Willie E. B. Blackmon

Ms. Cásarez announced that a quorum of the Directors was present.

- E. Ms. Cásarez noted that a draft of the minutes of the Corporation's meeting on June 13, 2014 had been distributed to the Board. Dr. Barrera made a motion to approve the minutes of the June 13, 2014 minutes, and the motion was seconded by Ms. Thompson. The motion passed unanimously, and the minutes of the June 13, 2014 meeting were adopted.
- F. Ms. Cásarez asked if any members of the public wished to address the Board. Ms. Cásarez noted that no one asked to address the Board, and the meeting continued.
- G. Dr. Daniel Garner, President and CEO, provided a President's report to the Board. He discussed personnel status and noted that American Express was selected and implemented as the corporate travel agency. He discussed quality assurance and reported that the ISO 17025 assessment is scheduled for July 28, 2014 through July 30, 2014. Dr. Garner provided a report on case metrics and noted that company meetings would be conducted monthly to discuss both financials and casework. Dr. Garner provided a technology report. He provided a status report on the website and reviewed the documentation provided by Mr. Timothy Schmahl, Manager of Latent Prints, including "Digitizing the Houston Forensic Science Center's Latent Print Unit Workflow" and

SWGFAST documentation. Dr. Garner provided a status report on the potential business opportunity with Pasadena Police Department. He provided a report on employee retirement benefits. He noted that outside legal counsel was consulted, minor changes were completed, and reported that both the 401(a) and 457(b) plans took effect July 1, 2014. He noted that possibilities to acknowledge the Second Annual Forensic Science Week are being considered.

- H. Ms. Linda Harvey, CFO and Treasurer, provided a Treasurer's report. Ms. Harvey provided the revised Compiled Financial Statements-Cash Basis for April 30, 2014. She reviewed the Compiled Financial Statements-Cash Basis for May 31, 2014.
- I. Dr. Enrique V. Barrera, liaison to the Technical Advisory Group (TAG), reported on the activities of the TAG. To keep the TAG more informed, he suggested that the President's Report documentation be distributed and that local TAG members attend monthly Board meetings. He reported that the next TAG meeting would be held in September 2014 at the earliest.
- J. Ms. Lori Wilson, Acting Quality Director, provided a report regarding Texas Association of Crime Laboratory Directors (TACL D). She discussed both accreditation and certification and provided information on the personnel currently certified within the laboratory. She reviewed the three TACL D Position Statements on Mandatory Certification of Forensic Professionals.
- K. Ms. Cásarez acknowledged and welcomed members from Pasadena Police Department in attendance.
- L. Mr. Tom Allen presented the proposed resolution regarding the Corporation name change; he noted that the resolution does not agree that the inclusion of "LGC" in the Corporation's name violates the trademark obtained by LGC Limited. The resolution acknowledges that the deletion of "LGC" from the Corporation's name would be more consistent with the Certificate of Formation and provide clarity to the public regarding the operations of the Corporation. The resolution indicates that the name of the Corporation should be changed to "Houston Forensic Science Center, Inc." Mr. Contreras made a motion that the Board adopt the "Resolution Approving Second Amendment of Certificate of Formation," and the motion was seconded by Ms. Hanahan. The resolution was approved without objection. Mr. Contreras' motion passed unanimously. (The adopted Resolution is No. 2014-002.)
- M. The Board went into Executive Session at 10:05 a.m. for discussion regarding the CEO's proposed list of priorities for the purpose of future performance evaluations.
- N. The Executive Session concluded at 10:27 a.m. The open meeting reconvened at 10:31 a.m.
- O. Ms. Cásarez made a resolution to postpone the approval of the proposed list of priorities for FY'15 pending closer consideration by a sub-group composed of Ms. Hanahan, Dr. Barrera, and Mr. Contreras. Ms. Thompson seconded the motion. The motion passed unanimously.
- P. There being no other business, the meeting was ADJOURNED at 10:34 a.m.

By: Ashley Wieringa

Ashley Wieringa

Secretary

HOUSTON FORENSIC SCIENCE LGC, INC.

Resolution No. 2014-002

**RESOLUTION APPROVING
SECOND AMENDMENT OF CERTIFICATE OF FORMATION**

WHEREAS, Houston Forensic Science LGC, Inc. ("Corporation") was incorporated on June 26, 2012, "to operate an independent center providing ... accurate and timely analysis of forensic evidence;" and

WHEREAS, the letters "LGC" were included in the Corporation's name to reflect the Corporation's status as a Texas local government corporation; and

WHEREAS, LGC Limited is a United Kingdom corporation that, like the Corporation, provides forensic services; and

WHEREAS, on January 11, 2005, LGC Limited registered "LGC" as a trademark with the United States Patent and Trademark Office (Reg. No. 2917611); and

WHEREAS, at the time of the Corporation's incorporation, the incorporators were unaware that "LGC" had been trademarked under United States law; and

WHEREAS, LGC Limited has threatened to take legal action against the Corporation if the Corporation does not "refrain from using the acronym 'LGC' anywhere in [the] organisation's name;" and

WHEREAS, the Corporation's Board of Directors, without agreeing that the inclusion of "LGC" in the Corporation's name violates the trademark obtained by LGC Limited, acknowledges that the deletion of "LGC" from the Corporation's name is likely to avoid confusion between the Corporation's operations and the operations of LGC Limited, and, therefore, is in the best interest of the Corporation; and

WHEREAS, in light of the circumstances described above, and to better reflect the purposes of the Corporation, the Board of Directors finds that the name of the Corporation should be changed to "Houston Forensic Science Center, Inc." and that the Corporation's Certificate of Formation should be amended accordingly; and

WHEREAS, the Corporation has prepared a second Certificate of Amendment to the Corporation's Certificate of Formation (the "Amendment," an unsigned copy of which is attached to this Resolution as Exhibit "A" and incorporated herein for all

purposes); **NOW, THEREFORE:**

BE IT RESOLVED BY THE DIRECTORS OF THE CORPORATION:

Section 1. That the Corporation APPROVES the second Amendment to the Corporation's Certificate of Formation in the form attached hereto as Exhibit "A";

Section 2. That, in keeping with Article XIV of the Corporation's Certificate of Formation, the Corporation requests the consent of the Houston City Council to the filing of the said Amendment with the Secretary of State of Texas;

Section 3. That, after the Houston City Council has so consented, the Corporation instructs the Executive Director of the Corporation to execute the said Amendment and to file the Amendment with the Secretary of State, together with any required filing fee.

Section 4. That this Resolution shall take effect immediately upon its adoption by the Board of Directors.

ADOPTED this 11 day of JULY, 2014.

CERTIFICATE

The undersigned hereby certifies that this Resolution 2014-002 was duly adopted by the Board of Directors of Houston Forensic Science LGC, Inc., on the 11 day of JULY, 2014.

Executed this 14 day of JULY, 2014.

Ashley Wieringa
(Signature)

Ashley Wieringa
(Printed Name of Secretary)

Form 424
(Revised 05/11)

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709
Filing Fee: See instructions



This space reserved for office use.

Certificate of Amendment

Entity Information

The name of the filing entity is:

Houston Forensic Science LGC, Inc.

State the name of the entity as currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name.

The filing entity is a: (Select the appropriate entity type below.)

- | | |
|---|---|
| <input type="checkbox"/> For-profit Corporation | <input type="checkbox"/> Professional Corporation |
| <input checked="" type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Professional Limited Liability Company |
| <input type="checkbox"/> Cooperative Association | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Partnership |

The file number issued to the filing entity by the secretary of state is: 801620684

The date of formation of the entity is: June 26, 2012

Amendments

1. Amended Name

(If the purpose of the certificate of amendment is to change the name of the entity, use the following statement)

The amendment changes the certificate of formation to change the article or provision that names the filing entity. The article or provision is amended to read as follows:

The name of the filing entity is: (state the new name of the entity below)

Houston Forensic Science Center, Inc.

The name of the entity must contain an organizational designation or accepted abbreviation of such term, as applicable.

2. Amended Registered Agent/Registered Office

The amendment changes the certificate of formation to change the article or provision stating the name of the registered agent and the registered office address of the filing entity. The article or provision is amended to read as follows:

Registered Agent
(Complete either A or B, but not both. Also complete C.)

A. The registered agent is an organization (cannot be entity named above) by the name of:

OR

B. The registered agent is an individual resident of the state whose name is:

<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>
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The person executing this instrument affirms that the person designated as the new registered agent has consented to serve as registered agent.

C. The business address of the registered agent and the registered office address is:

<i>Street Address (No P.O. Box)</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>
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3. Other Added, Altered, or Deleted Provisions

Other changes or additions to the certificate of formation may be made in the space provided below. If the space provided is insufficient, incorporate the additional text by providing an attachment to this form. Please read the instructions to this form for further information on format.

Text Area (The attached addendum, if any, is incorporated herein by reference.)

Add each of the following provisions to the certificate of formation. The identification or reference of the added provision and the full text are as follows:

Alter each of the following provisions of the certificate of formation. The identification or reference of the altered provision and the full text of the provision as amended are as follows:

Delete each of the provisions identified below from the certificate of formation.

Statement of Approval

The amendments to the certificate of formation have been approved in the manner required by the Texas Business Organizations Code and by the governing documents of the entity.

Effectiveness of Filing (Select either A, B, or C.)

- A. This document becomes effective when the document is filed by the secretary of state.
- B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: _____

By: _____

Signature of authorized person

Daniel D. Garner, Ph.D., President and CEO

Printed or typed name of authorized person (see instructions)