

MINUTES OF THE BOARD OF DIRECTORS MEETING
TIRZ 17 Redevelopment Authority/Memorial City Redevelopment Authority
City of Houston, Texas

August 15, 2014

The Board of Directors (the "Board") of the TIRZ 17 Redevelopment Authority/Memorial City Redevelopment Authority (the "Authority") met in special session, open to the public, on August 15, 2014, at Westin Houston Memorial City, 945 Gessner, Hibiscus Ballroom on 3rd Floor, Houston, Texas 77024.

Board members in attendance:

Ann T. Givens, Chair
Brad Freels, Vice Chair
Glenn Airola, Secretary
Bob Tucker, Assistant Secretary
Zachary R. Hodges, Director
David A. Hamilton, Director
John Rickel, Director

Staff in attendance:

Don Huml - Executive Director

Consultants in attendance:

Michelle Lofton - ETI Bookkeeping Services
Muhammad Ali and Raphael Ortega - Lockwood, Andrews & Newnam, Inc. ("LAN")
Jessica Holoubek and Kristen Hogan - Allen Boone Humphries Robinson LLP
("ABHR")
Gary Struzick, Wayne Klotz, and Ed Conger - Klotz Associates, Inc. ("Klotz")

City of Houston (the "City") representatives in attendance:

Jennifer Curley, Gwen Tillotson, and Omar Izfar

1. Call Meeting to Order

Having established that a quorum of the Board was present, Mr. Huml called the meeting to order at 7:32 a.m. Director Tucker made a motion to consider agenda item no. 10 as the first order of business. Discussion ensued regarding the purpose of today's special meeting. Director Rickel then seconded the motion, which passed by unanimous vote.

2. Convene in Executive Session Pursuant to Section 551.074, Texas Government Code, to Deliberate the Appointment, Employment, Evaluation, Reassignment, Duties, Discipline, or Dismissal of a Public Officer or Employee

At 7:02 a.m., Director Givens announced the Board would convene in executive session to deliberate the evaluation of an employee. All of the attendees except the Board members, Ms. Holoubek, Ms. Hogan, Ms. Curley, Ms. Tillotson, and Mr. Izfar left the meeting. At 7:47 a.m., Mr. Huml joined the executive session. At 8:05 a.m., Director Hamilton left the meeting.

3. Reconvene in Open Session and Authorize Appropriate Action Regarding the Appointment, Employment, Evaluation, Reassignment, Duties, Discipline, or Dismissal of a Public Officer or Employee

At 8:12 a.m., Director Givens announced the Board would reconvene in open session. Director Tucker left the meeting. Upon reconvening in open session, no action was taken.

4. Approve Development Agreement for Conrad Sauer Detention Pond

Ms. Holoubek reviewed a Development Agreement between the Authority and Lipex Properties, L.P. providing the terms for future reimbursement by the Authority to Lipex Properties, L.P. for costs to be incurred in connection with the design, rehabilitation, expansion, construction and landscaping of the Conrad Sauer Detention Pond and the design and construction of the extension of Mathewson Lane, including a bridge. She noted comments received from the City for incorporation into the Development Agreement. After review and discussion, Director Givens moved to approve the Development Agreement with the noted changes from the City. Director Freels seconded the motion, which passed unanimously.

5. Approve Task Order from LAN for Engineering Review of Conrad Sauer Design

Mr. Huml said no action is necessary on this item.

6. Receive Report and Recommendations from Annexation Committee

Mr. Huml gave a presentation on the property to be included in the request to the City for annexation into the TIRZ 17 boundaries, based on discussions with the Annexation Committee. He reviewed two annexation scenarios and discussed plans for a 30-day comment period to be coordinated with City Councilmember Pennington and Councilmember Stardig. Discussion ensued regarding the proposed annexation tracts included in the two scenarios reviewed by Mr. Huml.

7. Approve Annexation Map and Authorize Submittal to the City of Houston

After review and discussion, Director Rickel moved to authorize submittal of both annexation scenario maps to the City. Director Givens seconded the motion, which passed unanimously.

Director Freels asked Mr. Huml to update the Authority's website to allow for public comments to be submitted regarding the annexation scenarios.

8. Discuss Proposal from LAN for Memorial Drive Preliminary Engineering and Proposal from Klotz for North Gessner Engineering

Mr. Huml reviewed (1) a proposal from LAN for Memorial Drive preliminary engineering and (2) a proposal from Klotz for North Gessner engineering. He said the proposals are being presented for review and discussion and no action is recommended at this time.

9. Lumpkin Road Drainage and Mobility Project

Ms. Holoubek said the City indicated the Authority may proceed with bidding the Lumpkin Road street and drainage project as a complete project instead of in two phases, with phase II being bid as an alternate item. She said phase II construction should not commence until the City approves the annexation of Lumpkin north or Westview into the TIRZ 17 boundaries. The Board reviewed a task order from LAN to revise the plans to incorporate both phases of the project. After review and discussion, Director Freels moved to approve the LAN task order and authorize advertisement for bids for the Lumpkin Road project as a complete project. Director Givens seconded the motion, which passed unanimously.

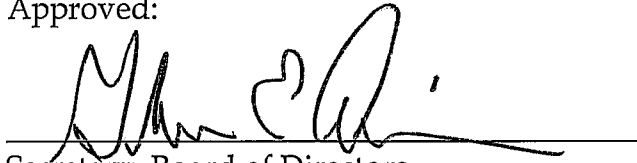
10. Recommendation and Solicitation for a Land Search Consultant Services for the Purpose of Identifying Potential Detention Basin Sites

Mr. Huml reviewed additional information received from the land search consulting firms that submitted proposals regarding the resources and criteria they utilize for land searching. After review and discussion, Director Rickel moved to engage Property Acquisition Services, LLC to provide land search consulting services for the purpose of identifying potential detention sites. Director Freels seconded the motion, which passed unanimously.

11. Adjournment

There being no additional matters for the Board's consideration, Director Rickel moved to adjourn the meeting. Director Airola seconded the motion, which passed unanimously.

Approved:

A handwritten signature in black ink, appearing to be 'M. Airola', written over a horizontal line.

Secretary, Board of Directors

TIRZ 17 Redevelopment Authority City of Houston, Texas