

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

December 3, 2013

The Board of Directors (the "Board") of the TIRZ 17 Redevelopment Authority/Memorial City Redevelopment Authority (the "Authority") met in regular session, open to the public, on December 3, 2013, in the HEB Community Room, 9710 Katy Freeway, Houston, Texas.

Board members in attendance:

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

Board members not in attendance:

Zachary R. Hodges, Director

Staff in attendance:

Don Huml - Executive Director

Consultants in attendance:

Michelle Lofton - ETI Bookkeeping Services
Raphael Ortega - Lockwood, Andrews & Newnam, Inc.
Jessica Holoubek and Kristen Hogan - Allen Boone Humphries Robinson LLP
Gary Struzick - Klotz Associates, Inc.
James Vick - SWA Group
Bob Collins and Fred Junkin - Andrews Kurth LLP

City of Houston representatives in attendance:

Enrique Reyes - Council Member Helena Brown's office
Ralph De Leon, Mary Buzak, and Jack Valinski - City of Houston (the "City")

1. Call Meeting to Order

Having established that a quorum of the Board was present, Mr. Huml called the meeting to order.

2. Public Comments

Mr. David Robinson commented on the upcoming local election and his background and candidacy for City Council At-Large Position No. 2.

Ms. Roberta Prazak commented on the ad hoc committee meeting, City

representation at today's meeting, and Director Airola's service on the Memorial City Management District board.

Mr. David Tresch commented on the Fon Villas homeowners association meeting and traffic impact of the two proposed new apartment complexes.

Mr. Ed Browne commented on the W140 project and the Bunker Hill bridge.

Ms. Virginia Gregory commented on drainage from a recent rainfall event and resulting traffic detours.

3. Minutes of October 29, 2013 Meeting

The Board reviewed the minutes of the October 29, 2013, meeting. Following discussion, Director Tucker moved to approve the minutes as submitted. The motion was seconded by Director Rickel and carried unanimously.

4. Financial and Bookkeeping Matters

Ms. Lofton reviewed the financial report for October and presented checks for payment by the Authority. The Board discussed payment of the regular monthly bills in December. After review and discussion, Director Tucker moved to approve the financial report and payment of the bills presented and to authorize Directors Tucker, Hamilton, and Rickel to execute any necessary checks for regular monthly bills received in December. The motion was seconded by Director Rickel and carried unanimously.

5. Local Interaction Group Report and Update

Directors Hamilton and Givens reported on a recent meeting of the Local Interaction Group.

6. Special Presentation Regarding TIRZ 17 Website Upgrade

Mr. Huml discussed possible upgrades to the Authority's website and reviewed websites of similar entities. Mr. De Leon noted information about TIRZ 17 included on the City's website.

7. Solicit Proposals from Technical Consultants to Upgrade and Maintain the TIRZ 17 Website

Upon discussion, Director Freels moved to authorize Mr. Huml to solicit proposals from technical consultants who have worked on similar websites to upgrade and maintain the TIRZ 17 website. Director Hamilton seconded the motion, and it carried by unanimous vote.

8. Authorize the Purchase of Safety Vests and Hard Hats with TIRZ 17 Logos

Mr. Huml reviewed a proposal in the amount of \$1,267.62 from Abatix for purchase of 24 safety vests and 20 hard hats with the TIRZ 17 logo. Upon a motion made by Director Airola and seconded by Director Tucker, the Board voted unanimously to approve the proposal from Abatix.

9. Lumpkin Road Improvement Project

The Board reviewed options for landscape amenity packages prepared by SWA Group for the Lumpkin Road improvement project. Director Givens moved to approve package A for high level improvements. Director Freels seconded the motion and discussion ensued. Mr. Vick clarified that the amenity package options prepared by SWA Group include the portion of Lumpkin Road from the Frontage Road to Westview. The Board concurred that lighting for the project should be included in the infrastructure budget. Director Givens withdrew her original motion and the Board concurred to table this item, pending additional work to establish a budget, acquire easements and reach an agreement for future maintenance by the Memorial City Management District.

Mr. Huml reviewed a Work Order No. 3 from SWA Group for conceptual design for Lumpkin North of Westview and the Westview Detention Basin Greenway. He noted the Work Order is for a fixed fee of \$15,000, with \$5,000 allocated to the Lumpkin Road Improvement Project and \$10,000 allocated to the Westview Detention Basin Greenway. Following discussion and review, Director Givens moved to approve Work Order No. 3 of SWA Group. Director Freels seconded the motion, and it passed by unanimous vote.

10. W140 Detention Basin Project

Mr. Ortega updated the Board regarding the Briar Branch detention basin package by L.N. McKean, Inc. He reviewed and recommended payment of Pay Estimate No. 2 in the amount of \$584,222.45 and Pay Estimate No. 3 in the amount of \$211,475.91. Following review and discussion and based upon the engineer's recommendation, upon a motion made by Director Freels and seconded by Director Hamilton, the Board voted unanimously to approve Pay Estimate No. 2 in the amount of \$584,222.45 and Pay Estimate No. 3 in the amount of \$211,475.91 to L.N. McKean, Inc.

11. Barryknoll East Improvement Project

Mr. Ortega updated the Board on the Barryknoll East Roadway and Drainage Improvement Project by Texas Sterling Construction Co. ("Texas Sterling"). He reviewed and recommended payment of Pay Estimate No. 7 in the amount of \$297,832.33. Following discussion and review and based upon the engineer's recommendation, Director Hamilton moved to approve Pay Estimate No. 7 in the

amount of \$297,832.33 to Texas Sterling. The motion was seconded by Director Airola and carried unanimously.

12. Executive Director's Report

Mr. Huml reported regarding his work for the Authority during November and reviewed a schedule of projects in progress.

13. Convene in Executive Session Pursuant to Section 551.072, Texas Government Code, to Deliberate the Purchase, Exchange, Lease or Value of Real Property

At 8:47 a.m., Mr. Huml announced the Board will meet in executive session to deliberate the purchase, exchange, lease or value of real property.

14. Convene in Open Session and Authorize Appropriate Action Regarding the Purchase, Exchange, Lease or Value of Real Property

At 9:56 a.m., the Board reconvened in open session. Upon reconvening in open session, Director Airola moved to authorize offers to purchase four certain tracts of real property. Director Rickel seconded the motion, which passed unanimously.

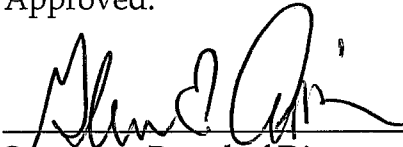
15. Agreement for CIP 1735 Detention Basin for Professional Legal Consulting Services

The Board reviewed an engagement letter from Andrews Kurth LLP for legal consulting services. After review and discussion, Director Airola moved to approve the engagement letter with Andrews Kurth LLP. Director Rickel seconded the motion, which carried unanimously.

16. Adjournment

There being no additional matters for the Board's consideration, the meeting was adjourned.

Approved:



Secretary, Board of Directors

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