

MINUTES OF THE BOARD OF DIRECTORS MEETING  
TIRZ 17 Redevelopment Authority/Memorial City Redevelopment Authority  
City of Houston, Texas  
February 22, 2011

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 February 22, 2011, in the HEB Community Room, 9710 Katy Freeway, Houston, Texas.

Board members in attendance:

Charles Turet, Chair  
Dr. Zach Hodges  
Ken Arnold  
Ann T. Givens  
Brad Freels  
Glenn Airola

Board members not in attendance:

Dan Moody, III

Consultants in attendance:

Michelle Lofton - ETI Bookkeeping Services  
Rafael Ortega, Derek St. John, and Robert Fiederlein - Lockwood, Andrews & Newnam, Inc. ("LAN")  
Trey Lary and Susan Hostetler - Allen Boone Humphries Robinson LLP ("ABHR")

Staff in attendance:

Pat Walters - Executive Director

City of Houston Representatives in attendance:

Todd Curry - Council Member Jolanda Jones' office  
Corrie Rae - Council Member Brenda Stardig's office  
Ralph DeLeon and Jesse Bounds - Finance and Economic Development Department, City of Houston (the "City")

**1. Call Meeting to Order**

Director Turet called the meeting to order. All agenda items were considered in order with the exception of agenda items 9 and 10, which were considered after agenda item 6.

**2. Public Comments**

Ms. Roberta Prazak commented regarding lighting on Kimberley Lane.

Ms. Virginia Gregory commented on the Authority's website.

Mr. Ben Orlando commented regarding drainage and the composition of the Board.

Mr. Ed Brown commented regarding the Briar Branch Creek and development.

### **3. Minutes**

The Board reviewed the minutes of the January 25, 2011, meeting. Following discussion, Director Arnold moved to approve the minutes as submitted. The motion was seconded by Director Airola and carried by unanimous vote.

### **4. Financial and Bookkeeping Matters**

Ms. Lofton reviewed the financial report for January and presented checks for payment by the Authority. Following review and discussion, Director Givens moved to approve the financial report and the payment of the bills presented. Director Freels seconded the motion, and it passed unanimously.

### **5. Report from compensation committee**

Director Arnold reported on discussions with the City and with Harris County Municipal Management District No. 1 (the "District") regarding the Authority hiring Mr. Walters as a direct employee. Director Arnold stated that based upon these discussions, the compensation committee has decided not to hire Mr. Walters as an Authority employee at this time. Director Arnold noted that he and the President of the District's Board of Directors have discussed a schedule for review of Mr. Walters' performance and the composition of the committee that will conduct the review.

### **6. Kimberley Lane Improvement Project**

Mr. Fiederlein reviewed LAN's proposal for construction phase engineering services for the Kimberley Improvement Project. He noted that, as requested at a previous Board meeting, LAN has reviewed the contract multipliers in its contract with the Authority. He stated that based upon LAN's review, LAN has been determined that the multiplier for professional service providers will decrease to 3.15, and a new multiplier for construction management service providers will be established at 3.10. Mr. Fiederlein stated the proposal for construction phase services for the Kimberley Improvements reflects the revised multipliers.

Following review and discussion, Director Arnold moved to approve LAN's proposal for construction phase services for the Kimberley Improvement Project, in an amount not to exceed \$85,580, and approve the First Amendment to Contract for Engineering and Program Management Services. The motion was seconded by Director Freels and carried by unanimous vote.

### **7. TIRZ 17 Regional Drainage Study Update**

Regarding the regional drainage study, Mr. St. John reported that LAN continues to work with partner agencies, and has scheduled an agency coordination meeting this Friday.

**8. Lumpkin Improvement Project**

Mr. Fiederlein provided an update to the preliminary engineering report for the Lumpkin Improvement Project. He reported on contacts with Home Depot regarding acquisition of right-of-way for the project.

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

At 7:50 a.m., Director Turet announced the Board would convene in executive session to conduct a private consultation with its attorney regarding the purchase, exchange, lease, or value of real property.

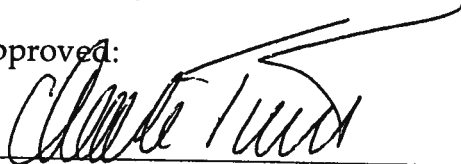
**10. Reconvene in Open Session and Authorize Appropriate Action regarding the Purchase, Exchange, Lease or Value of Real Property**

At 8:28 a.m., Director Turet announced the Board would reconvene in open session. Director Givens moved to approve the wire transfer of funds in an amount not to exceed \$187,462 to Charter Title for the purchase of real property. The motion was seconded by Director Airola and carried unanimously. Director Airola then moved to authorize the Chair and Officers to finalize the negotiation and execution of the option and purchase agreement and confidentiality agreement for the purchase of real property. The motion was seconded by Director Freels and was approved by unanimous vote.

**11. Adjournment**

There being no additional matters for the Board's consideration, Director Freels moved to adjourn the meeting. Director Arnold seconded the motion, and it passed unanimously.

Approved:



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Chuck Turet, Chair

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