

**MINUTES OF THE JOINT MEETING OF THE
TIRZ 17 REDEVELOPMENT AUTHORITY/MEMORIAL CITY REDEVELOPMENT AUTHORITY and
TAX REINVESTMENT ZONE NUMBER SEVENTEEN, CITY OF HOUSTON, TEXAS
BOARD OF DIRECTORS**

July 2, 2019

ESTABLISH QUORUM AND CALL MEETING TO ORDER.

The Board of Directors of the TIRZ 17 Redevelopment Authority/Memorial City Redevelopment Authority and Tax Reinvestment Zone Number Seventeen, City of Houston, Texas, held a regular joint meeting on Tuesday, July 2, 2019, at 8:00 a.m., at the Four Points by Sheraton, 10655 Katy Freeway, Wycliffe Room, Houston, Texas 77024, inside the boundaries of the TIRZ, open to the public, and the roll was called of the duly appointed members of the Board, to-wit:

Position 1 – Marshall B. Heins
Position 2 – John Rickel
Position 3 – David P. Durham
Position 4 – Ann T. Givens, *Chair*

Position 5 – Zachary R. Hodges
Position 6 – Brad Freels, *Vice-Chair*
Position 7 – Glenn E. Airola, *Secretary*

and all of the above were present, with the exception of Directors Givens, Airola and Heins, thus constituting a quorum. Also present were Scott Bean and Linda Clayton, both of Hawes Hill & Associates, LLP; Pat Hall, ETI Bookkeeping Services; and Kristin Blomquist, Masterson Advisors. Others attending the meeting were Jennifer Curley, COH - Economic Development Dept.; Jack Valinski, COH; Ben Gillis, Memorial Management District; Karen Glynn, City of Bunker Hill; Muhammad Ali and Derek St. John, both of Gauge Engineering; Ricky Gonzalez, LAN; Jim Webb, The Goodman Corporation; Bruce Nichols; Lois Myers; Jim Shroff; Chu and Zan Ory; and David Tresch. Director Rickel called the meeting to order at 8:00 a.m.

RECEIVE PUBLIC COMMENTS.

Public comments were received from Bruce Nichols and Lois Myers.

APPROVE MINUTES OF THE MAY 28, 2019, MEETING.

Upon a motion duly made by Director Hodges, and being seconded by Director Durham, the Board voted unanimously to approve the Minutes of the May 28, 2019, Board meeting, as presented.

RECEIVE FINANCIAL AND BOOKKEEPER'S REPORT, INCLUDING PAYMENT OF INVOICES, REVIEW OF INVESTMENTS AND PROJECT CASH FLOW REPORTS.

Ms. Hall presented the Bookkeeper's Report and went over invoices, included in the Board materials. She reported the 2018 increment payment is approximately \$15 million and the City is expected to be sending it out by the end of July. Upon a motion duly made by Director Freels, and being seconded by Director Durham, the Board voted unanimously to accept the Bookkeeper's Report and approved payment of invoices, as presented.

APPROVE RESOLUTION REQUESTING INCREASE IN BOND CAPACITY.

Ms. Blomquist reported the current capacity is \$55,000,000 and Resolution requests the City to authorize an increase in the bond capacity to \$120,000.00. She reported the increase will cover all projects currently in the Authority's capital improvement plan. Upon a motion duly made by Director Freels, and being seconded by Director Hodges, the Board voted unanimously to approve the Resolution Relating to Issuance of Bonds, as presented.

AUTHORIZE McCALL GIBSON SWEDLUND BARFOOT PLLC TO CONDUCT AUP ON DEVELOPMENT AGREEMENT WITH LIPEX PROPERTIES.

Mr. Bean reported the Agreed-Upon Procedures Report is for calculation of the balance owed on the Conrad Sauer project. Upon a motion duly made by Director Freels, and being seconded by Director Hodges, the Board voted unanimously to authorize McCall Gibson Swedlund Barfoot PLLC to prepare an Agreed-Upon Procedures Report for the Development Agreement with Lipex Properties on the Conrad Sauer project.

CIP COMMITTEE:

a. Project update from Gauge Engineering LLC

Mr. Ali provided updates on various projects, copies of Gauge's progress reports are included in the Board materials. He provided an update on the Briar Branch Channel & Straws Improvements project and reported the contractor has started work on the second segment from Bunker Hill to Witte Road. He reported the Gessner Road project has been advertised and bids are due July 10.

i. Consider Pay Application No. 6 from Reytec Construction, Briar Branch Channel and Straws Improvements in the amount of \$1,392,934.10.

Mr. Ali reviewed Pay Application No. 6, Briar Branch Channel & Straws Improvements from Reytec Construction in the amount of \$1,392,934.10. He reported Gauge has reviewed the pay application and concurs with the amounts and quantities and is recommending for approval. Upon a motion duly made by Director Durham, and being seconded by Director Hodges, the Board voted unanimously to approve Pay Application No. 6, Briar Branch Channel & Straws Improvements from Reytec Construction in the amount of \$1,392,934.10, as presented.

b. Project update from LAN

Mr. Gonzalez reported Memorial Drive plans are at 90% and will be submitted for review.

i. Consider proposal for Memorial Drive BW8 to Tallowood parcel surveys

Mr. Gonzalez reviewed the proposal from LAN for parcel surveys for the Memorial Drive project from BW8 to Tallowood Road in the amount of \$12,384.90. He reported the parcels consist of two corner clips and one water meter easement. Upon a motion duly made by Director Freels, and being

seconded by Director Hodges, the Board voted unanimously to approve LAN task order for Memorial Drive parcel surveys in the amount of \$12,384.90, as presented.

c. Project update from The Goodman Corporation

Mr. Webb reported TxDOT continues to tally and finalize comments from the public engagement meeting for Memorial Drive.

d. Project update from SWA

SWA's progress report is included in the Board materials for review.


CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.072, TEXAS GOVERNMENT CODE, TO DELIBERATE THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY.

RECONVENE IN OPEN SESSION AND AUTHORIZE APPROPRIATE ACTIONS REGARDING THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY.

An Executive Session was not called.

ADJOURNMENT.

There being no further business to come before the Board, Director Rickel adjourned the meeting at 8:16 a.m.



Secretary