

**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**

March 25, 2025

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 at Hawes Hill & Associates LLP, 9600 Long Point Road, Spring Branch District Conference Room, Suite 250, Houston, Texas 77055, open to the public on Tuesday, March 25, 2025, at 8:00 a.m., and the roll was called of the duly appointed members of the Board, to-wit:

Position 1 – Andy Iversen

Position 2 – John Rickel, *Vice-Chair*

Position 3 – David P. Durham, *Secretary*

Position 4 – Ann T. Givens, *Chair*

Position 5 – Zachary R. Hodges, *Asst. Secretary*

Position 6 – Brad Freels

Position 7 – Dan Moody III

and all of the above were present, thus constituting a quorum. Also present were Scott Bean, Naina Magon and Linda Clayton, Hawes Hill & Associates, LLP; Alia Vinson and Rachel Beeton, Allen Boone Humphries Robinson, LLP; and Jennifer Landreville, ETI Bookkeeping Services. Others attending the meeting were Andrew Busker and Austin Buthod, COH - Economic Development Dept.; James Rains, District G; Derek St. John, Gauge Engineering; Jim Webb, The Goodman Corporation; Bruce Nichols; Lois Myers; and Charles Graham, Jr. Chair Givens called the meeting to order at 8:00 a.m.

RECEIVE PUBLIC COMMENTS.

Public comments were received from Lois Myers.

APPROVE MINUTES FROM FEBRUARY 25, 2025, MEETING.

Upon a motion made by Director Rickel, and seconded by Director Durham, the Board voted unanimously to approve the Minutes of the February 25, 2025, Board meeting, as presented.

ACCEPT ANNUAL DISCLOSURE STATEMENTS FROM INVESTMENT OFFICER AND BOOKKEEPER.

Ms. Vinson reviewed the annual disclosure statements from the investment officers and bookkeeper. She reported the Investment Officer and Bookkeeper are required to annually disclose any relationships with entities or individuals engaged in an investment transaction with the Authority and the investment officer and bookkeeper are reporting none.

CONDUCT ANNUAL REVIEW OF INVESTMENT POLICY; AND ADOPT RESOLUTION REGARDING ANNUAL REVIEW OF INVESTMENT POLICY.

Ms. Vinson reported the Authority is required to annually review its Investment Policy and amend the Policy when required by any legislative changes to the investment laws. She reported no legislative laws have been enacted affecting the current Policy and is recommending no changes be made. She reported after Legislature Session concludes this year if any changes are made to the Public Funds Investment Act affecting the Policy we can amend the Investment Policy accordingly.

ADOPT RESOLUTION ESTABLISHING THE AUTHORIZED DEPOSITORY INSTITUTIONS AND ADOPTING LIST OF QUALIFIED BROKER/DEALERS WITH WHOM THE AUTHORITY MAY ENGAGE IN INVESTMENT TRANSACTIONS.

Ms. Vinson reviewed the Resolution and list of Qualified Broker/Dealers with whom the Authority may engage in investment transactions. Ms. Clayton reported the list has been reviewed and updated by the Investment Officer and Bookkeeper and it may be amended at any time by the Board by a resolution.

Upon a motion made by Director Moody III, and seconded by Director Rickel, the Board voted unanimously to (a) accept the Annual Disclosure Statements from the Investment Officers and Bookkeeper; (b) adopt the Resolution Regarding Annual Review of Investment Policy; and (c) adopt the Resolution Establishing the Authorized Depository Institutions and Adopting List of Qualified Broker/Dealers with Whom the Authority May Engage in Investment Transactions.

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

Ms. Landreville presented the Bookkeeper's Report and current invoices for payment, included in the Board materials. Upon a motion made by Director Durham, and seconded by Director Rickel, the Board voted unanimously to accept the Bookkeeper's Report and approved payment of invoices, as presented.

CIP COMMITTEE UPDATE AND RECOMMENDATIONS:

a. Receive update from Gauge Engineering, LLC.

Mr. St. John presented the Engineering Report, included in the Board materials.

i. Sports Complex, Detention Basin A.

Mr. St. John reported the HR Green professional engineering agreement was approved by City Council for design services on the project. No action from the Board was required.

ii. Memorial Drive, Phase 2.

Mr. St. John reported the City of Bunker Hill will be issuing a RFQ for engineering services for Memorial Drive, Phase 2. No action from the Board was required.

iii. W-140 Briar Branch Expansion.

Mr. St. John provided an update on the W-140 Briar Branch Storm Water Detention Basin Expansion and Storm Sewer Improvements project. A copy of the Progress Report is included in the Board materials.

a) Pay Application No. 2, W-140 Detention Basin, from Reytec Construction.

Mr. St. John reviewed Pay Application No. 2, W-140 Detention Basin, from Reytec Construction in the amount of \$3,450,290.75. He reported he has reviewed the pay application and concurs with the amount and quantities and is recommending for approval. Upon a motion made by Director Rickel, and seconded by Director Moody III, the Board voted unanimously to approve Pay Application No. 2, W-140 Detention Basin, from Reytec Construction in the amount of \$3,450,290.75, as presented.

b. Receive update from The Goodman Corporation.

i. W-140 Detention Basin.

ii. Memorial Drive, Phase 2.

Mr. Webb provided an update on funding opportunities and applications, a copy of the Status Report is included in the Board materials. He reported a H-GAC Transportation Policy Council meeting was held in February and the application for Memorial Drive Phase 2 was not selected at this time. He reported development of a RFQ for professional services consultant for the HUD grant for Memorial Drive Phase 2 has been completed and it is pending HUD approval to issue the RFQ. He reported Goodman Corporation has begun the grant execution process. No action from the Board was required.

CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.072, TEXAS GOVERNMENT CODE TO DELIBERATE THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY; PURSUANT TO SECTION 551.087, TEXAS GOVERNMENT CODE, TO DISCUSS DELIBERATE REGARDING ECONOMIC DEVELOPMENT NEGOTIATIONS; AND PURSUANT TO SECTION 551.071, TEXAS GOVERNMENT CODE, TO CONDUCT A PRIVATE CONSULTATION WITH ATTORNEY.

The Board convened in Executive Session pursuant to Section 551.072, Texas Government Code, to deliberate the purchase, exchange, lease, or value of real property at 8:18 a.m.

RECONVENE IN OPEN SESSION AND AUTHORIZE APPROPRIATE ACTIONS REGARDING PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY; ECONOMIC DEVELOPMENT NEGOTIATIONS; AND CONSULTATION WITH ATTORNEY.

The Board convened in Open Session at 8:54 a.m. Upon reconvening in Open Session, the following actions were taken:

Upon a motion made by Director Rickel, and seconded by Director Durham, the Board voted unanimously to delegate and authorize the Real Estate Committee to engage special counsel regarding acquisition of property for Detention Basin C.

a. Approve engagement for ESA Phase I services.

No action was taken on this item.

SERIES 2025 CONTRACT TAX REVENUE BONDS:

a. Consider matters regarding entering into a contract for disclosure counsel legal services and adopt Resolution Regarding Approval of Legal Services Contract.

Ms. Vinson reviewed the Resolution Regarding Approval of Legal Services Contract, included in the Board materials. She reported the Public Notice was properly posted on March 19, 2025, and March 20, 2025, pursuant to the requirements of the Texas Government Code. She provided an overview of the services of the disclosure counsel Norton Rose Fulbright and answered questions. Upon a motion made by Director Rickel, and seconded by Director Moody III, the Board voted unanimously to adopt the Resolution Regarding Approval of Legal Services Contract, as presented.

b. Consider agreement with Hawes Hill & Associates LLP for bond management services.

Mr. Rickel reported the CIP Committee reviewed the agreement with Hawes Hill & Associates LLP for bond management services in the amount of \$20,000.00 and is recommending for approval. He

reported the fees are only paid if the bond issuance is successful and there is additional work required during the bond process. Upon a motion made by Director Rickel, and seconded by Director Moody III, the Board voted unanimously to approve the Agreement with Hawes Hill & Associates LLP for bond management services in the amount of \$20,000.00.

ADJOURN.

There being no further business to come before the Board, Chair Givens adjourned the meeting at 8:59 a.m.

A handwritten signature in cursive script, reading "David P. Durham", written in black ink. The signature is positioned above a horizontal line.

Secretary