

**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**

**September 29, 2020**

**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, September 29, 2020, at 8:00 a.m., via videoconference, 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, thus constituting a quorum. Also present were Scott Bean, Linda Clayton, Leticia Rodriguez, and Josh Hawes, Hawes Hill & Associates, LLP; Jessica Holoubek, Allen Boone Humphries Robinson, LLP; Pat Hall, ETI Bookkeeping Services; and Joseph Ellis, McCall Gibson Swedlund Barfoot PLLC. Others attending the meeting were Jennifer Curley, COH - Economic Development Dept.; Council Member Greg Travis and James Rains, both of District G; Council Member Amy Peck and Liz Miranda, both of District A; Ben Gillis and Pat Walters, both of Memorial Management District; Karen Glynn and Laurie Rosenbaum, both of City of Bunker Hill; Muhammad Ali and Derek St. John, both of Gauge Engineering; Jim Webb, The Goodman Corporation; Bruce Nichols; Lois Myers; Monica Aizpurua; John Jackson; Tony Lloyd; Marlene Gafrick; Emily Anderson; Ed Browne; and Cynthia Neely. Chair Givens called the meeting to order at 8:02 a.m.

**RECEIVE PUBLIC COMMENTS.**

Public comments were received from Bruce Nichols, Lois Myers, and Ed Browne.

**APPROVE MINUTES OF THE AUGUST 25, 2020, MEETING.**

Upon a motion duly made by Director Durham, and being seconded by Director Airola, the Board voted unanimously to approve the Minutes of the August 25, 2020, Board meeting, as presented.

**APPROVE FY2020 ANNUAL FINANCIAL REPORT AND AUDIT FROM McCALL GIBSON SWEDLUND BARFOOT PLLC.**

Mr. Ellis presented the FY2020 Annual Financial Report and Audit, included in the Board materials. He went over the Independent Auditor's Report and reported an unmodified/clean opinion. He went over pages 3-7, Management's Discussion and Analysis; page 10, Statement of Activities and Governmental Funds Statement of Revenues, Expenditures and Changes in Fund Balances; pages 13-

27, Notes to the Financial Statements; and page 29, Schedule of Revenues, Expenditures and Changes in Fund Balance – Budget and Actual. Upon a motion duly made by Director Rickel, and being seconded by Director Durham, the Board voted unanimously to approve the FY2020 Annual Financial Report and Audit, 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. Upon a motion duly made by Director Airola, and being seconded by Director Rickel, the Board voted unanimously to accept the Bookkeeper’s Report and approved payment of invoices, as presented.

**RECEIVE UPDATE ON FY2020 BUDGET AND CONSIDER FY2021 BUDGET.**

Mr. Bean requested an update on the FY2020 Budget. Ms. Curley reported the City will move forward with the FY2021 Budget; however, the FY2020 Budget does not need to be approved by the City. Chair Givens stated she wanted the FY2020 Budget approved for accounting and project purposes. Council Member Travis stated the FY2020 Budget needs to be presented to Council for approval. Council Member Peck stated it was her understanding that both the FY2020 and FY2021 Budgets are scheduled on Council Agenda in October. There was a lengthy discussion regarding the FY2020 and FY2021 Budgets. Directors Rickel and Durham reported the CIP Committee has reviewed and is recommending for approval the FY2021 Budget. Upon a motion duly made by Director Rickel, and being seconded by Director Durham, Directors Heins, Rickel, Durham, Hodges, Freels and Airola voted to approve the FY2021 Budget, as presented. Chair Givens opposed. The motion passed.

**CIP COMMITTEE:**

**a. Project update and recommendations from Gauge Engineering LLC.**

Mr. Ali provided an update on projects, copies of Gauge Engineer’s Progress Reports are included in the Board materials. He provided an update on the W140 Channel & Straws Improvements. He reported the access road is complete and the contractor is working on grating next to the road. He reported the box culverts have been cleaned out. He provided an update on Gessner Road and reported the contractor is focusing on the middle portion of the road. He reported sidewalk forming and installation is ongoing. He provided an update on Memorial Drive project and reported the pre-construction meeting was held with TxDOT and the contractor. He reported the anticipated start date is October 5. Mr. St. John provided an update on the Tropical Beta rainfall and drainage performance in the Zone. He provided an update on the W140 Basin deepening/pump preliminary layouts. He answered questions and reported Gauge is currently evaluating the benefits in a variety of scenarios.

**i. Consider Pay Application No. 22, Briar Branch Channel and Straws Improvements, from Reytec Construction.**

Mr. Ali reviewed Pay Application No. 22, Briar Branch Channel and Straws Improvements, from Reytec Construction in the amount of \$297,772.83, included in the Board materials. 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 Rickel, the Board voted unanimously to approve Pay Application No. 22, Briar Branch Channel and Straws Improvements, from Reytec Construction in the amount of \$297,772.83, as presented.

**REVISITED AGENDA ITEM: - UPDATE ON FY2020 BUDGET AND CONSIDER FY2021 BUDGET.**

Ms. Clayton reported she had a message from David Hawes. She reported Mr. Hawes stated Mr. Icken stated he is fine asking approval of both the FY2020 and FY2021 Budgets, being done under unique circumstances, and both Budgets will be presented to Council for approval at the same time.

**b. Project update from The Goodman Corporation.**

Mr. Webb provided an update on funding pursuit opportunities. He reported funding for the W140 project would need to be partnered with an outside entity. No action from the Board was required.

**c. Project update from SWA**

SWA's Project Status 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.**

An Executive Session was called at 9:14 a.m.

**RECONVENE IN OPEN SESSION AND AUTHORIZE APPROPRIATE ACTIONS WITH REGARD TO THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY.**

The Board reconvened in Open Session at 9:37 a.m. Upon reconvening, the following action was taken: Upon a motion duly made by Director Rickel, and being seconded by Director Freels, the Board voted unanimously to authorize the CIP Committee to negotiate a Purchase and Sale Agreement.

**ADJOURN.**

There being no further business to come before the Board, Chair Givens adjourned the meeting at 9:38 a.m.

