

MINUTES OF THE BOARD OF DIRECTORS MEETING
TIRZ 17 Redevelopment Authority/Memorial City Redevelopment Authority
City of Houston, Texas
July 30, 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 July 30, 2013, in the HEB Community Room, 9710 Katy Freeway, Houston, Texas.

Board members in attendance:

Ann T. Givens, Chair
Bob Tucker
Brad Freels
David A. Hamilton, P.E.
Glenn Airola

Board members not in attendance:

Zachary R. Hodges
John Rickel

Staff in attendance:

Don Huml - Executive Director

Consultants in attendance:

Michelle Lofton - ETI Bookkeeping Services
Muhammad Ali and Raphael Ortega - Lockwood, Andrews & Newnam, Inc. ("LAN")
Jessica Holoubek and Jane Miller - Allen Boone Humphries Robinson LLP
Gary Struzick and Billy Cooke - Klotz Associates, Inc.
Ramesh Gunda - Gunda Corporation

City of Houston representatives in attendance:

Council Member Helena Brown
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. Ed Browne commented on detention and development.

Ms. Virginia Gregory commented on Lumpkin Road, maintenance and sidewalks.

Ms. Lois Meyers commented on detention and development.

Ms. Donna Freedman commented on detention.

3. Minutes of June 25, 2013 Meeting

The Board reviewed the minutes of the June 25, 2013, meeting. Following discussion, Director Freels moved to approve the minutes as submitted. The motion was seconded by Director Givens and carried unanimously.

4. Minutes of June 28, 2013 Special Meeting for Ground Breaking Ceremony

The Board reviewed the minutes of the June 28, 2013, special meeting and presented corrections to the minutes. Following discussion, Director Givens moved to approve the minutes as amended. The motion was seconded by Director Tucker and carried unanimously.

5. Financial and Bookkeeping Matters, including Review of Ground Breaking Ceremony Accounting

Ms. Lofton reviewed the financial report for June and presented checks for payment by the Authority. After review and discussion, Director Hamilton moved to approve the financial report and payment of the bills presented. The motion was seconded by Director Airola and carried unanimously.

Mr. Huml noted the Ground Breaking Ceremony cost of \$5,948.48. Mr. Huml reported that sponsorship donations covered \$5,000 of this cost and therefore the net cost was \$948.48.

6. Responses to Requests for Qualifications from Landscape Architecture Firms and Solicit Proposals from Qualified Firms

Mr. Huml reported on responses to the Authority's Request for Qualifications to identify landscape architecture firms to assist with parks and green space planning and services. The Board discussed parks and greenspace planning. Following discussion, Director Freels moved to pre-qualify SWA Group for potential contracts for Authority green space planning projects. Director Hamilton seconded the motion and it passed unanimously.

7. Contracts for Engineering Services from Klotz & Associates and Gunda Corporation

The Board reviewed Master Agreements for Professional Engineering Services for Klotz & Associates, Inc. and for Gunda Corporation. The Board agreed to remove

the rate sheets from the proposed agreements. Upon discussion, Director Airola moved to approve and execute the Master Agreements for Professional Engineering Services for Klotz & Associates, Inc. and for Gunda Corporation, subject to the City's approval of the agreements. Director Hamilton seconded the motion and it passed by unanimous vote.

8. Ratify Executive Director's Authorization for LAN Additional Services Performed in Connection with Regional Drainage Study

Mr. Huml reported that, pursuant to the Resolution Authorizing Executive Director to Take Certain Actions Regarding Management or Development of Authority Projects, he authorized additional services by LAN in connection with the Regional Drainage Study. Director Givens moved to ratify the authorization of \$10,000 for additional services by LAN in connection with the Regional Drainage Study. Director Freels seconded the motion and it passed unanimously.

9. Report to Board of Directors Regarding Costs Associated with Requests for Public Information

Mr. Huml reviewed an analysis regarding the direct and indirect costs associated with requests for public information pertaining to the real estate purchases and consultant contracts. He noted the direct cost to the Authority associated with the requests was \$1,240, that the indirect cost was \$385, and the Executive Director spent 6 hours responding to the requests, which is categorized as a lost opportunity cost.

10. Purchase of Filing Cabinets

Mr. Huml requested authorization to purchase filing cabinets for the Authority's records. Director Givens moved to authorize Mr. Huml to purchase filing cabinets for the Authority's records for a cost of up to \$1,500. The motion was seconded by Director Hamilton and carried unanimously.

11. W140 Basin Project

Mr. Ali reviewed the bids received by the Authority for the Briar Branch Stormwater Detention Project (Phase 2). He recommended the Authority award the contract to L.N. McKean, Inc. in the amount of \$2,895,903.90. Following review and based upon the engineer's recommendation, Director Givens moved to award the contract for construction of Briar Branch Stormwater Detention Project (Phase 2) to L.N. McKean, Inc. in the amount of \$2,895,903.90, contingent upon approval of the contractor's bonds and insurance. Director Tucker seconded the motion and it was unanimously approved.

Mr. Ali also reviewed LAN's proposals for: (1) construction management and inspection services for a lump sum of \$109,010; (2) construction phase engineering services for an estimated lump sum of \$29,940; (3) construction materials engineering services in an amount not to exceed \$32,070. Following review and based upon the engineer's recommendation, Director Hamilton moved to approve LAN's proposals for: (1) construction management and inspection services for a lump sum of \$109,010; (2) construction phase engineering services for an estimated lump sum of \$29,940; and (3) construction materials engineering services in an amount not to exceed \$32,070. Director Freels seconded the motion and it was unanimously approved.

The Board discussed construction access for the contractor. Ms. Holoubek reviewed a Right of Entry and Indemnification Agreement with KFP Ltd. for construction access. The Board discussed the schedule for construction. Following review, Director Givens moved to authorize execution of the Right of Entry and Indemnification Agreement with KFP Ltd. Director Airola seconded the motion and it was unanimously approved.

12. Update to Regional Drainage Study

Mr. Ali reported on LAN's work on the update to the Regional Drainage Study and coordination with the City and the Harris County Flood Control District.

13. Barryknoll East Improvement Project

Mr. Ali reported on the schedule for the Barryknoll East Improvement Project by Texas Sterling Construction Co. ("Texas Sterling"). Mr. Ali reviewed and recommended payment of Change Order No. 1 in the amount of \$52,601.72 and for a time extension of 7 days. He noted the Change Order reflects a price increase to remove timber shoring along the existing sanitary sewer line.

Following discussion and based upon the engineer's recommendation, Director Givens moved to approve Change Order No. 1 to the contract with Texas Sterling for the Barryknoll East Improvement Project. Director Freels seconded the motion and it passed unanimously.

14. Lumpkin Improvement Project

Mr. Ali updated the Board regarding the Lumpkin Improvement Project. He reported the City is reviewing the preliminary study and a technical review meeting is scheduled for August 20, 2013.

15. W140 Channel Improvement Project

Mr. Ali reported on meetings with the Harris County Flood Control District and finalization of plans for the W140 channel improvements.

16. North Gessner/Witte Road Project

Mr. Ali reported on meetings with the City regarding the North Gessner/Witte Road Project and the City's request that LAN submit separate North Gessner and Witte into two separate Preliminary Engineering Reports.

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

At 8:48 a.m., Mr. Huml announced the Board will meet in executive session to deliberate the purchase, exchange, lease or value of real property.

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

At 9:24 a.m., the Board reconvened in Open Session. Director Airola moved to authorize the real estate broker to contact the landowner regarding property acquisition. Director Tucker seconded the motion which passed by unanimous vote.

19. Adjournment

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

Approved:



Secretary, Board of Directors

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