

**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**

**August 22, 2023**

**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, August 22, 2023, at 8:00 a.m., and open to the public via videoconference, 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, with the exception of Director Durham, thus constituting a quorum. Also present were Scott Bean and Linda Clayton, Hawes Hill & Associates, LLP; Sanjay Bapat, Allen Boone Humphries Robinson, LLP; and Jennifer Landreville, ETI Bookkeeping Services. Others attending the meeting were Andrew Busker, COH - Economic Development; Gabrielle Luevano, Memorial Management District; Gerardo Barrera and Elvin Hernandez, City of Bunker Hill; Derek St. John, Gauge Engineering; Jim Webb, The Goodman Corporation; Marlene Gafrick; Reza Mozafari; Lois Myers; Will Shaw; and Deanna Harrington. Chair Givens called the meeting to order at 8:00 a.m.

**RECEIVE PUBLIC COMMENTS.**

Public comments were received from Lois Myers and Reza Mozafari.

**APPROVE MINUTES OF THE JUNE 20, 2023, REGULAR MEETING.**

Upon a motion made by Director Rickel, and seconded by Director Freels, the Board voted unanimously to approve the Minutes of the June 20, 2023, Board meeting, as presented.

**RECEIVE AGREED-UPON PROCEDURES REPORT FOR LIPEX DEVELOPMENT AGREEMENT; AND AUTHORIZE PAYMENT.**

Mr. Bean reviewed the Agreed-Upon Procedures Report for reimbursable costs related to the Lipex Development Agreement for improvements related to the Conrad Sauer detention pond and Mathewson Lane right-of-way. He reported the total amount due the developer as of February 28, 2023, is \$8,819,640.40, which includes accrued interest in the amount of \$356,987.85. He reported the annual payment under the agreement is in the amount of \$3,013,459.49. The Board discussed if the agreement requires payment of the accrued interest with the annual payment. After full discussion by the Board, and upon a motion made by Director Rickel, and seconded by Director Freels, the Board voted unanimously to accept the Agreed-Upon Procedures Report; and approved

payment to the developer subject to the terms of the agreement upon review by the Authority's attorney.

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

Ms. Landreville presented the Bookkeeper's Report, current invoices and invoices paid in July, all included in the Board materials. She reported under the Profit & Loss Budget vs. Actual report a minor correction will be made changing line item 1735A to 1735(1) for expenses for Detention Basin A. She reported 1735A description should actually be Detention Basin B, which has no expenditures. She reported the current expenditures under this line item are for Detention Basin A and those will be moved to 1735(1). Upon a motion made by Director Rickel, and seconded by Director Iversen, the Board voted unanimously to accept the Bookkeeper's Report, approve payment of current invoices; and ratify payment of the July invoices.

**RECEIVE INFORMATION ON CITY OF HOUSTON'S NEW POLICY REGARDING BUDGET SUBMISSIONS.**

Mr. Busker reported City Council will be reviewing and considering the proposed City policy guidelines on budget submissions at the City's Council meeting tomorrow. He reported the policy provides for procedures for annual budget submissions and guidelines for annexations, life extensions, and bond issuances. He answered questions and reported most of these procedures are currently in place and the policy only formalizes the guidelines on what qualifies for annexations, life extensions and bond issuances. No action from the Board was required.

**CIP COMMITTEE UPDATE AND RECOMMENDATIONS.**

**a. Consider Tax Abatement Agreement between City of Houston and BLEX Exchange GP VII, LLC.**

Mr. Busker reviewed the LEED Tax Abatement proposal from BLEX Exchange GP VII, LLC. requesting a 5% tax abatement. He reported the project is located in the zone at 9753 Katy Freeway. He reported the proposed 5% abatement is projected to be an annual abatement of \$11,756 and the term is for 10 years with a maximum abatement in the amount of \$117,565. After full discussion by the Board, this item was tabled so that the Board could discuss this further with the City of Houston Economic Development Department.

**b. Receive update from Gauge Engineering LLC.**

Mr. St. John provided an update on current projects, a copy of Gauge Engineering's status report is included in the Board materials. He anticipated 30% plans for Memorial Drive Phase II by August 28. He reported the TIRZ portion of the Memorial Drive Phase II project ends at Tallowood. He reported Gauge is advancing plans to 90% on the W140 deepening and is on track to bid the project the first quarter of 2024. No action from the Board was required.

**c. Receive update from The Goodman Corporation.**

Mr. Webb reported Goodman has begun documentation and grant application for the TIP process for Memorial Drive Phase II project. He reported the Interlocal Agreement with Bunker Hill will require

to be updated and he will coordinate with the Authority's attorney. No action from the Board was required.

**d. Receive update from SWA.**

A copy of SWA's status report is included in the Board materials for review. No action from the Board was required.

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

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

An Executive Session was not called.

**ADJOURN.**

There being no further business to come before the Board, Chairwoman Givens adjourned the meeting at 8:53 a.m.

  
Secretary