

MINUTES OF THE BOARD OF DIRECTORS MEETING
TIRZ 17 Redevelopment Authority/Memorial City Redevelopment Authority
City of Houston, Texas
December 7, 2010

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 December 7, 2010, in the HEB Community Room, 9710 Katy Freeway, Houston, Texas.

Board members in attendance:

Charles Turet, Chair
Dr. Zach Hodges
Ken Arnold
Ann T. Givens
Dan Moody, III

Board members not in attendance:

Brad Freels
Glenn Airola

Consultants in attendance:

Pat Hall- ETI Bookkeeping Services
Rafael Ortega, Derek St. John, and Robert Fiederlein - Lockwood, Andrews & Newnam, Inc. ("LAN")
Tim Austin and Susan Hostetler - Allen Boone Humphries Robinson LLP ("ABHR")
Chris Swedlund - McCall Gibson Swedlund Barfoot, PLLC

Staff in attendance:

Pat Walters - Executive Director

City of Houston Representatives in attendance:

Council Member Stephen Costello
Council Member Oliver Pennington
Todd Curry - Council Member Jolanda Jones' office
Jesse Bounds - Finance and Economic Development Department, City of Houston (the "City")

1. Call Meeting to Order

Director Turet called the meeting to order. All agenda items were considered in order.

2. Public Comments

Mr. Dean Bixler commented on the Kimberley Lane and Memorial Drive improvement projects.

Ms. Roberta Prazak commented on public input for the Kimberley Lane improvement project.

Mr. Chuck Davidson requested an update on the North Gessner improvement project.

On behalf of Council Member Jones, Mr. Curry stated that Council Member Jones will analyze the Authority's budget, taking into account citizen input.

Council Member Pennington requested bicycle paths along the roadways to be improved, complimented the Authority on its emphasis on drainage projects, and discussed the North Gessner and Kimberley improvements.

Mr. Ed Brown commented on the regional drainage study.

3. Minutes

The Board reviewed the minutes of the October 26, 2010, meeting. Following discussion, Director Arnold moved to approve the minutes as submitted. The motion was seconded by Director Moody and carried by unanimous vote.

4. Financial and Bookkeeping Matters

Ms. Hall reviewed the financial report for October and presented checks for payment. Mr. Walters reviewed a request from Bank of America to reduce securities pledged to cover the Authority's deposits. Following review and discussion, Director Arnold made a motion to authorize execution of the Authorization to Withdraw Securities to Bank of America. Director Givens seconded the motion, and it passed unanimously. Director Givens then moved approve the financial report and the payment of the bills presented. Director Hodges seconded the motion, and it passed unanimously.

5. FY 2011 Budget Submission to the City

Mr. Walters reviewed the budget for fiscal year ending September 30, 2011. Following discussion, Director Hodges moved to approve the budget and authorize submittal to the City. Director Givens seconded the motion, and it passed by unanimous vote.

6. Bunker Hill Widening Project

Mr. Fiederlein reported the Bunker Hill widening project is complete and presented the Certificate of Final Completion for execution by Director Turet. He reported that LAN recommends acceptance of the project. The Board discussed the maintenance and surface correction bonds for the project. The Board then reviewed the report of project expenditures prepared by McCall Gibson Swedlund Barfoot, PLLC, and noted that, pursuant to the report, the Authority's payment to the City is \$138,763.49.

Following review and discussion and based upon the recommendation of LAN, Director Arnold moved to authorize the Chair to execute the Certificate of Final Completion, approve the report of project expenditures, and authorize payment to the City in the amount of \$138,763.49. Director Hodges seconded the motion, which carried unanimously.

7. Kimberley Lane near Beltway 8 Improvement Project

Mr. St. John reviewed the history of design considerations for drainage and sidewalk improvements for Kimberley Lane near Beltway 8.

Mr. Ortega reviewed the six bids received by the Authority for the Kimberley Lane improvement project and recommended that the Authority award the contract to Triple B Services, L.L.P. in the amount of \$3,125,371.55. The Board concurred that, in its judgment, Triple B Services, L.L.P. was a responsible bidder whose bid would result in the best and most economical completion of the project. Following review and discussion and based on LAN's recommendation, Director Arnold moved to award the contract for construction of the Kimberley Lane near Beltway 8 improvement project to Triple B Services, L.L.P. in the amount of \$3,125,371.55, pending approval of the payment and performance bonds. The motion was seconded by Director Moody, and carried unanimously.

Mr. Fiederlien then reviewed LAN's proposal to perform construction management services for the Kimberley Lane project, including a proposal of GeoSurv Mapping to provide surveying services. Director Arnold stated that LAN has agreed to reduce the cost of the LAN's construction management services to an estimated \$210,749. Following discussion and review, Director Arnold moved to approve LAN's proposal to perform construction management services, as revised. Director Givens seconded the motion, and it carried unanimously.

Mr. Fiederlien then reviewed a proposal of Aviles Engineering Corp. to conduct materials testing for an estimated fee of \$72,170, including LAN's associated fees. Director Moody moved to approve the proposal of Aviles Engineering Corp. Director Arnold seconded the motion, and it carried by unanimous vote.

Mr. Fiederlien then reviewed CenterPoint Energy's proposal in the amount of \$40,606, to install upgraded street lights. Following discussion, upon a motion made by Director Arnold and seconded by Director Hodges, the Board voted unanimously to approve CenterPoint Energy's proposal.

8. TIRZ 17 Regional Drainage Study Update

Mr. St. John reported on meetings with the City and Harris County Flood Control District (the "District"). He noted the meeting with the City, the District, the City of Bunker Hill, and City of Hedwig Village has been postponed until all representatives can be present. Mr. St. John reported on two community coordination meetings held since the last Board meeting.

9., 10. Memorial near Beltway 8 Improvement Project and Barryknoll Improvement Project

Mr. Fiederlein discussed planned improvements to Memorial Drive near Beltway 8 and to Barryknoll from Gessner to Bunker Hill. He requested the Board's authorization to continue work on the Preliminary Engineering Reports for these projects. The Board directed LAN to continue work on the Preliminary Engineering Reports.

11. Town & Country Way Improvement Project

There was no update regarding the Town & Country Way improvement project.

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

At 9:10 a.m., Director Turet announced the Board would convene in executive session to conduct a private consultation with its attorney regarding the purchase, exchange, lease, or value of real property.

13. Reconvene in Open Session and Authorize Appropriate Action regarding the Purchase, Exchange, Lease or Value of Real Property

At 9:26 a.m., Director Turet announced the Board would reconvene in open session. Director Arnold moved to approve the First Amendment to Unimproved Property Contract, extending the cure period to the closing date. The motion was seconded by Director Givens, and carried unanimously.

14. Adjournment

There being no additional matters for the Board's consideration, Director Hodges moved to adjourn the meeting. Director Givens seconded the motion, and it passed unanimously.

Approved:



Chuck Turet, Chair

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