

**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**

December 3, 2019

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, December 3, 2019, at 8:00 a.m., at the Four Points by Sheraton, 10655 Katy Freeway, Wycliffe Room, Houston, Texas 77024, inside the boundaries of the TIRZ, 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 and Linda Clayton, both of Hawes Hill & Associates, LLP; Jessica Holoubek, Allen Boone Humphries Robinson, LLP; and Pat Hall, ETI Bookkeeping Services. Others attending the meeting were Jennifer Curley, COH - Economic Development Dept.; Council Member Greg Travis, District G; Ben Gillis, Memorial Management District; Laurie Rosenbaum, City of Bunker Hill; Muhammad Ali and Derek St. John, both of Gauge Engineering; Michael Salinas, LAN; James Vick, SWA; Jim Shroff; Bruce Nichols; David Tresch; and Lois Myers. Chair Givens called the meeting to order at 8:01 a.m.

RECEIVE PUBLIC COMMENTS.

Public comments were received from Lois Myers and Bruce Nichols.

APPROVE MINUTES OF THE NOVEMBER 7, 2019, SPECIAL MEETING.

Upon a motion duly made by Director Rickel, and being seconded by Director Freels, the Board voted unanimously to approve the Minutes of the November 7, 2019, special meeting 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. She reported additional invoices were received after the report was generated from Equi-Tax, SWA, The Goodman Corporation and ETI and she was requesting approval to pay the invoices. Upon a motion duly made by Director Durham, and being seconded by Director Airola, the Board voted unanimously to accept the Bookkeeper's Report and approved payment of invoices as presented, including the invoices received from Equi-Tax, SWA, The Goodman Corporation and ETI.

RECEIVE AND CONSIDER FY2020 BUDGET.

Mr. Bean presented the FY2020 Annual Budget, included in the Board materials. He reported the CIP Committee has reviewed the budget and is recommending for approval. Upon a motion duly made by Director Rickel, and being seconded by Director Heins, the Board voted unanimously to approve the FY2020 Annual Budget, subject to non-substantive changes made by the City.

CIP COMMITTEE:

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

Mr. Ali provided an update on the Briar Branch Channel & Straws Improvements project and Gessner Road Improvements project. A copy of the progress reports is included in the Board materials.

i. Consider Pay Application No. 11, Briar Branch Channel and Straws Improvements, from Reytec Construction in the amount of \$1,189,375.93.

Mr. Ali went over Pay Application No. 11, Briar Branch Channel and Straws Improvements, from Reytec Construction in the amount of \$1,189,375.93. He reported he has reviewed the pay application and concurs with the amounts and quantities and is recommending for approval.

ii. Consider Pay Application No. 12, Briar Branch Channel and Straws Improvements, from Reytec Construction in the amount of \$259,471.52.

Mr. Ali went over Pay Application No. 12, Briar Branch Channel and Straws Improvements, from Reytec Construction in the amount of \$259,471.52. He reported he has reviewed the pay application and concurs with the amounts and quantities and is recommending for approval.

Upon a motion duly made by Director Rickel, and being seconded by Director Freels, the Board voted unanimously to (i) approve Pay Application No. 11, Briar Branch Channel and Straws Improvements, from Reytec Construction in the amount of \$1,189,375.93, as presented; and (ii) approve Pay Application No. 12, Briar Branch Channel and Straws Improvements, from Reytec Construction in the amount of \$259,471.52, as presented.

b. Project update from LAN

Mr. Salinas provided an update on the Memorial Drive reconstruction project, a copy of the progress report is included in the Board materials. He reported LAN is proceeding with parcel acquisitions and if they are unable to acquire the corner clip of the property at BW8 at Memorial they will work on an alternative design.

c. Project update from The Goodman Corporation

TGC's progress reports are in the board materials for review.

d. Project update from SWA

Mr. Vick provided an update on projects, a copy of SWA's progress report is included in the Board materials. He reported SWA is coordinating with LAN for design documents for Memorial Drive and 100% plans are being submitted for review. He reported SWA is coordinating with TxDOT on the Gessner Road project.

CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.071, TEXAS GOVERNMENT CODE, TO CONDUCT A PRIVATE CONSULTATION WITH ATTORNEY, WITH REGARD TO PENDING OR CONTEMPLATED LITIGATION; AND CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.072, TEXAS GOVERNMENT CODE, TO DELIBERATE THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY.

The Board convened in Executive Session at 8:24 a.m.

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

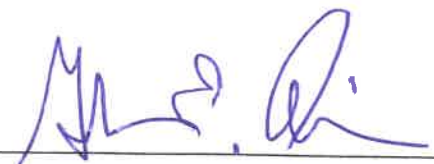
The Board reconvened in Open Session at 8:54 a.m. Upon reconvening, no action was taken.

Revisited Agenda Item No. 5 - Receive and Consider FY2020 Budget.

Ms. Curley clarified the possible time frame for the budget to be presented to Council. Council Member Travis stated he would not be tagging the budget.

ADJOURN.

There being no further business to come before the Board, Chair Givens adjourned the meeting at 9:00 a.m.


Secretary