

**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 26, 2017

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 26, 2017, 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, with the exception of Director Freels, thus constituting a quorum. Also present were Scott Bean, Linda Clayton and Elisa Rodriguez, all with Hawes Hill & Associates, LLP; Jessica Holoubek, Allen Boone Humphries Robinson, LLP; and Michelle Lofton, ETI Bookkeeping Services. Others attending the meeting were Jennifer Curley, COH - Economic Development Dept.; Ben Gillis, Memorial Management District; Council Member Greg Travis, District G; Jack Valinski, COH; Laurie Rosenbaum and Karen Glynn; City of Bunker Hill; Muhammad Ali and Derek St John, both of LAN; Bart Standley and Natalie Weiershausen, both of RPS; Dr. Carlos Medina, HCC; Emily Anderson, Halff Associates; Robert Benz; Jim Shroff; John Jackson; Cara Cullen; Virginia Gregory; David Tresch; Kelly Landwermeyer; Ed Browne; Lois Myers; Arlis Brodie; and Donna Freedman. Chair Givens called the meeting to order at 8:01 a.m.

RECEIVE PUBLIC COMMENTS.

John Jackson stated Frostwood is supportive of the subsurface detention at the sport fields; and Frostwood continues to work with our neighbors around us to support the TIRZ and the City's plan on flooding. Ed Browne stated most people did not do too badly in this storm and commented on the homes north of IH-10 flooding and the flooding of homes along the bayou and flooding caused by the release of water from the reservoir. He stated the flood plains will be changing after this storm. He requested the TIRZ to please use its money for drainage instead of improvements. Kelly Landwermeyer, stated he recognizes the benefit of new development in the area and is grateful of improvements; however, improvements should not come at the price of flooding. He stated Frostwood applauds the TIRZs efforts for drainage. Lois Myers commented on flooding in area neighborhoods. She commented on detention laws and detention ponds. Donna Freedman commented on the flooding of the Memorial neighborhoods, stating it was devastating. She commented on the conditions at George R. Brown.

APPROVE MINUTES OF THE JUNE 27, 2017, REGULAR MEETING AND MINUTES OF THE JULY 14, 2017, SPECIAL MEETING.

Upon a motion duly made by Director Rickel, and being seconded by Director Durham, the Board voted unanimously to approve the Minutes of the June 27, 2017, regular meeting and the Minutes of the July 14, 2017, special meeting, as presented.

RECEIVE FINANCIAL AND BOOKKEEPER'S REPORT, INCLUDING PAYMENT OF INVOICES, REVIEW OF INVESTMENTS AND PROJECT CASH FLOW REPORTS

Ms. Lofton presented the Bookkeeper's Report and went over invoices, included in the Board agenda materials. Upon a motion duly made by Director Rickel, and being seconded by Director Airola, the Board voted unanimously to accept the Bookkeeper's Report and approved payment of invoices, and requested to defer the payment of the SAL Esparza invoices until clarification is provided on the billing amounts.

AGREED-UPON PROCEDURES REPORT FOR T&C WAY PARTNERS, LLC.; AUTHORIZE APPROPRIATE ACTION.

It was noted Director Freels is not present at the meeting and will not be participating in the discussion regarding this agenda item. Ms. Holoubek reviewed the Agreed-Upon Procedures Report for T&C Way Partners LLC, included in the Board agenda materials. Upon a motion duly made by Director Hodges, and being seconded by Director Airola, the Board voted unanimously to approve the Agreed-Upon Procedures Report for T&C Way Partners, LLC; authorized the developer disbursement to T&C Way Partners LLC in the amount of \$1,649,592.51; and acknowledged the Receipt from T&C Way Partners for said payment.

FY2018 BUDGET.

Mr. Bean reviewed the proposed FY2018 Budget, included in the Board agenda materials. He reported the CIP Committee has reviewed and is recommending for approval. Upon a motion duly made by Director Rickel, and being seconded by Director Durham, the Board voted unanimously to approve the FY2018 Budget, as presented.

CIP COMMITTEE.

a. Project Update Report from LAN.

Mr. Ali presented the LAN engineer's report, included in the Board agenda materials, and answered questions.

i. Proposal for preliminary engineering analysis of Memorial Drive from Tallwood to City Limits for inclusion in TIP application.

Mr. Ali reviewed the LAN proposal for preliminary engineering analysis of Memorial Drive from Tallwood to City Limits for inclusion in TIP application, included in the Board agenda materials. Upon a motion duly made by Director Rickel, and being seconded by Director Heins, the Board voted unanimously to approve the proposal from LAN for preliminary engineering analysis of Memorial Drive from Tallwood to City Limits for inclusion in TIP application in the amount of \$34,000.00, as presented.

b. Project Update Report from Klotz Associates.

Mr. Standley provided an update on Briar Branch and N. Gessner projects, and answered questions. Copies of the progress reports are included in the Board agenda materials.

c. Project Update Report from Goodman Corporation.

The Goodman Corporation progress report is included in the Board agenda materials for review.

d. Project Update Report from SWA.

The SWA progress report is included in the Board agenda materials for review.

REPORT FROM LAN ON HURRICANE HARVEY.

LAN provided a PowerPoint presentation "Analysis on Hurricane Harvey and Impacts in the Area." The presentation included an assessment of Harvey; observations of W140, W151 and W153; TIRZ impacts; County impacts; record event countywide; magnitude of event; and event comparison to other rain events. A copy of the presentation is on the TIRZ website under the Meetings tab for September 26, 2017.

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.

An Executive Session was called at 9:05 a.m.

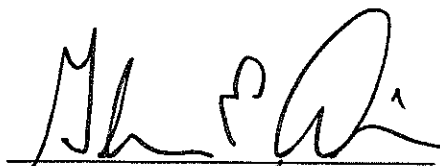
RECONVENE IN OPEN SESSION AND AUTHORIZE APPROPRIATE ACTIONS REGARDING PRIVATE CONSULTATION WITH ATTORNEY; AND RECONVENE IN OPEN SESSION AND AUTHORIZE APPROPRIATE ACTIONS WITH REGARD TO PENDING OR CONTEMPLATED LITIGATION AND REGARDING THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY.

The Board reconvened in Open Session at 9:23 a.m.

Upon a motion duly made by Director Rickel, and being seconded by Director Airola, the Board voted unanimously to authorize execution of a proposal letter for purchase of real estate.

ADJOURNMENT

There being no further business to come before the Board, Chair Givens adjourned the meeting at 9:24 a.m.


Secretary