

TIRZ 17 Redevelopment Authority
Memorial City Redevelopment Authority
Houston, Texas

The Board of Directors of the TIRZ 17 Redevelopment Authority (aka the Memorial City Redevelopment Authority) will hold a regular meeting on Tuesday, April 29, 2014, at 7:30 a.m., at Four Points by Sheraton, 10655 Katy Freeway, Wycliffe Room, Houston, Texas 77024, to discuss, and if appropriate, act upon the following items:

1. Call meeting to order, take attendance, and verify a quorum is present.
2. Comments from the public.
3. Approve minutes of Board of Directors meeting dated March 25, 2014.
4. Financial and bookkeeping matters, including payment of invoices, review of investments and project cash flow reports.
5. Engage McGrath & Company PLLC to prepare financial statement for fiscal year 2014.
6. Engage McCall Gibson Swedlund Barfoot PLLC to perform audit for fiscal year 2014.
7. Local Interaction Group report and update.
8. Special presentation to the Board: Conrad Sauer Detention Basin Revitalization Project.
9. Authorize negotiation and preparation of Development Agreement between Memorial City Redevelopment Authority and MetroNational for the purpose of revitalizing the Conrad Sauer Detention Basin.
10. Special presentation to the Board: Town & Country Way Complete Street.
11. Report from Subcommittee on FY2015 CIP prioritization.
12. Open discussion regarding FY2015 CIP prioritization and budget drafts due to City of Houston by May 31, 2014.
13. Review and approve task order from Klotz and Assoc. for "Engineering support services."
14. Review and approve task order from Lockwood, Andrews, & Newnam, Inc. for "Engineering support services."
15. Review and approve task order from Lockwood, Andrews, & Newnam, Inc. for "Identifying potential detention sites."
16. Review and approve proposal from Lockwood, Andrews, & Newnam, Inc. for "Update the Phase I Environmental Site Assessment for Lumpkin Road."
17. Review and approve proposal from Lockwood, Andrews, & Newnam, Inc. for "Boundary surveying for Town & Country Way West."
18. W140 Detention Basin Project, including:
 - a. Construction status of basin package (Phase II); and
 - b. Approval of time modifications, changes in work or pay applications (Phase II).
19. Executive Director's Report.
20. Convene in Executive Session pursuant to Section 551.072, Texas Government Code, to deliberate the purchase, exchange, lease, or value of real property.
21. Reconvene in Open Session and authorize appropriate action regarding the purchase, exchange, lease, or value of real property.
22. Review and approve task order from Lockwood, Andrews, & Newnam, Inc. for "Identifying potential detention sites."
23. Adjournment.


Attorney for the Authority

Persons with disabilities who plan to attend this meeting and would like to request auxiliary aids or services are requested to contact Don Huml at (713) 829-5720 or donhuml@houstontirz17.org at least 72 hours prior to the meeting so that appropriate arrangements can be made. For complaints or concerns regarding compliance with the Americans with Disabilities Act, please contact Don Huml, Executive Director for the Authority.

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

March 25, 2014

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 March 25, 2014, in the HEB Community Room, 9710 Katy Freeway, Houston, Texas.

Board members in attendance:

Ann T. Givens, Chair
Brad Freels, Vice Chair
Glenn Airola, Secretary
Bob Tucker, Assistant Secretary
Zachary R. Hodges, Director
David A. Hamilton, Director

Board members not in attendance:

John Rickel, Director

Staff in attendance:

Don Huml - Executive Director

Consultants in attendance:

Michelle Lofton - ETI Bookkeeping Services
Raphael Ortega - Lockwood, Andrews & Newnam, Inc. ("LAN")
Jessica Holoubek and Kristen Hogan - Allen Boone Humphries Robinson LLP ("ABHR")
Gary Struzick - Klotz Associates, Inc. ("Klotz")
James Vick - SWA Group
David Smalling - RBC Capital Markets ("RBC")
Barry Goodman and Jim Webb - Goodman Corp.

City of Houston representatives in attendance:

City Council Member Brenda Stardig
Ralph De Leon, Jack Valinski, and Mary Buzack - 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. Smalling discussed the services provided by RBC as financial advisor for the Authority. He said he attended today's meeting to answer any questions regarding bond financings in connection with budget-related discussions.

Mr. Hugh Rawl distributed pictures from a 2003 flood event and commented on drainage issues in Frostwood.

Ms. Virginia Gregory commented on the proposed W-140 Channel Improvements.

Ms. Roberta Prazak commented on director service on other boards and conflicts of interest disclosure. She also commented on proposed TIRZ 17/Authority website improvements and City representation at today's meeting.

Mr. Ed Browne commented on the Briar Branch drainage study and his open records request for a copy of the 2007 Regional Drainage Study ("RDS"). He commented on the importance of keeping the RDS up to date.

Ms. Donna Freeman presented information regarding a company that specializes in drainage solutions. She commented on drainage improvements for Memorial Drive. She also presented pictures and commented on a park previously proposed for construction adjacent to the W-140 Detention Basin.

3. Minutes of February 25, 2014 and March 5, 2014 Meetings

The Board reviewed the minutes of the February 25, 2014, regular meeting and the March 5, 2014, special meeting. Following review and discussion, Director Givens moved to approve the minutes as submitted. The motion was seconded by Director Hodges and carried unanimously.

4. Financial and Bookkeeping Matters

Ms. Lofton reviewed the financial report for February and presented checks for payment by the Authority. She then reviewed a letter from the tax assessor/collector regarding projected increment to be received from the City during the current year. After review and discussion, Director Hamilton moved to approve the financial report and payment of the bills presented. The motion was seconded by Director Givens and carried unanimously.

5. Local Interaction Group Report and Update

Director Hamilton reported on the most recent Local Interaction Group meeting, noting detention was the main topic discussed.

6. Presentation on Approaches to Federal Funding by Goodman Corp.

Mr. Goodman discussed his background and the services provided by Goodman Corp. to assist with acquisition of federal grant funds. Mr. Webb reviewed examples of infrastructure and mobility improvements constructed from grant funds acquired with the assistance of Goodman Corp. He reviewed potential projects within TIRZ 17's CIP that may be eligible for grant funding. Mr. Goodman then responded to questions from the Board regarding timing and eligibility of TIRZ 17 projects for federal funding opportunities.

7. Presentation on Website Hosting and Design by eSiteful

Mr. Bowie discussed website design and hosting services provided by eSiteful. He reviewed examples of websites designed and hosted by eSiteful for other public entities. Mr. Bowie reviewed options for design and management of the TIRZ 17/Authority website.

8. Review Responses to Requests for Qualifications/Proposals from Website Hosting and Design Firms and Review and Approve Proposal

Mr. Huml reviewed proposals received from various website hosting and design firms. After review and discussion, Director Freels moved to approve Option 2 in the proposal submitted by eSiteful. Director Tucker seconded the motion, which carried unanimously.

9. Fiscal Year 2015 CIP Prioritization

Director Givens reported on input and recommendations provided by the Authority engineers regarding projects to be included in the 2015 CIP. Mr. Huml reviewed the status of projects included in the current CIP. He discussed a recommendation to prioritize (1) CIP #s T-1732A and T-1732B for N. Gessner Drainage and Mobility Improvements and (2) CIP # T-1731B for Memorial Drive Drainage and Mobility Improvements in the 2015 budget. After discussion, the Board concurred to appoint Directors Hamilton, Tucker, and Rickel to a CIP subcommittee to consider the 2015 CIP and project prioritization. The Board concurred for Director Freels to serve on the subcommittee if Director Rickel is not available.

10. Zone Annexations

Mr. Huml reported that TIRZ 17 staff is working on annexation scenarios and will present recommendations to the Board and the CIP subcommittee. He requested that Board members submit any related recommendations in writing.

11. Task Order from SWA Group for Professional Design Services for W-140-01

Mr. Vick reviewed Work Order #5 from SWA Group for professional design services associated with the proposed W-140 Channel Improvements. After discussion and review, Director Freels moved to approve Work Order #5 from SWA Group. Director Hamilton seconded the motion, which carried unanimously.

12. Task Order from SWA Group for Professional Design Services for Zone Streetscape Standards

Mr. Vick next reviewed Work Order #6 from SWA Group for preparation of streetscape design standards that may be applied to all TIRZ 17/Authority projects. He responded to questions from the Board regarding the scope of the work, noting SWA Group will review the current design standards and prepare recommendations for standards based on type of street (as classified by City standards). Mr. Vick added that SWA Group will work closely with area management districts, including Memorial City Management District ("MCMD"), on the recommended standards for projects to be constructed by the Authority and maintained by such management districts. Following review and discussion, upon a motion made by Director Freels and seconded by Director Hodges, the Board voted unanimously to approve Work Order #6 from SWA Group.

13. W140 Detention Basin Project

Mr. Ortega reported on the Briar Branch detention basin package by L.N. McKean, Inc. and responded to questions from the Board. He reviewed and recommended payment of Pay Estimate No. 6 in the amount of \$193,751.55. Following review and discussion and based upon the engineer's recommendation, upon a motion made by Director Hamilton and seconded by Director Airola, the Board voted unanimously to approve Pay Estimate No. 6 in the amount of \$193,751.55 to L.N. McKean, Inc.

14. Barryknoll East Improvement Project

Mr. Ortega updated the Board on the Barryknoll East roadway and drainage improvement project by Texas Sterling Construction Co. ("Texas Sterling"). He reviewed and recommended payment of Pay Estimate No. 10 in the amount of

\$10,624.57. Following discussion and review and based upon the engineer's recommendation, Director Freels moved to approve Pay Estimate No. 10 in the amount of \$10,624.57 to Texas Sterling. The motion was seconded by Director Hamilton and carried unanimously.

15. Executive Director's Report

Mr. Huml reported regarding his work for the Authority during the prior month. He reported that Authority meetings will be held at Four Points by Sheraton beginning in April 2014. Mr. Huml reported on his schedule for the next month. He also noted that meeting handouts will continue to be posted online, but printed copies will not be available for members of the public at Authority meetings.

16. Convene in Executive Session

At 9:13 a.m., Director Givens announced the Board would meet in executive session to (a) deliberate the appointment, employment, evaluation, and duties of an employee and (b) to deliberate the purchase, exchange, lease or value of real property.

(a) Convene in Executive Session Pursuant to Section 551.074, Texas Government Code, to Deliberate the Appointment, Employment, Evaluation, Reassignment, Duties, Discipline, or Dismissal of a Public Officer of Employee

All of the attendees except the Board members, Mr. De Leon, Ms. Buzack, Ms. Holoubek, and Ms. Hogan left the meeting. The Board met in executive session to deliberate the appointment, employment, evaluation, and duties of an employee.

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

Mr. Huml entered the closed meeting. The Board met in executive session to deliberate the purchase, exchange, lease or value of real property.

17. Reconvene in Open Session

At 9:31 a.m., Director Givens announced the Board would reconvene in open session.

(a) Reconvene in Open Session and Authorize Appropriate Action Regarding the Appointment, Employment, Evaluation, Reassignment, Duties, Discipline, or Dismissal of a Public Officer of Employee

Director Hamilton moved to approve the employment letter for Don Huml dated as of today's meeting date, but effective as of March 15, 2014. Director Airola seconded the motion and it carried unanimously.

(b) Reconvene in Open Session and Authorize Appropriate Action Regarding the Purchase, Exchange, Lease or Value of Real Property

Director Tucker moved to authorize (1) execution of a modified Letter of Intent, (2) property surveys required by the Letter of Intent, and (3) negotiation and execution of an exchange agreement. Director Hodges seconded the motion, which passed unanimously.

18. Adjournment

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

Approved:

Secretary, Board of Directors
TIRZ 17 Redevelopment Authority/Memorial City Redevelopment Authority
City of Houston, Texas

Memorial City Redevelopment Authority
Cash Management Report
March 31, 2014

ETI BOOKKEEPING SERVICES
 17111 ROLLING CREEK DRIVE SUITE 108
 HOUSTON TX 77090
 TELEPHONE 281 444 3384 FAX 281 440 8304

Fiscal Year End: June 30, 2014

Summary

<u>Current Activity</u>	<u>Memorial City Redevelopment Authority</u>			<u>Total</u>
	<u>General Fund</u>	<u>Capital Projects</u>	<u>Debt Service</u>	
Beginning Balance	14,574,836.45	15,083,524.68	6,482.91	29,664,844.04
Revenue	1,861.76	2,277.55	0.26	4,139.57
Expenditures	26,075.16	2,466,679.70	0.00	2,492,754.86
Ending Balance	14,550,623.05	12,619,122.53	6,483.17	27,176,228.75

NOTES

Debt Service Payments due in Fiscal Year End 2014:

<u>Date</u>	<u>Series</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
9/1/2013	2008	410,000.00	189,792.50	599,792.50
9/1/2013	2011	520,000.00	170,752.00	690,752.00
9/1/2013	2011A	1,630,000.00	567,875.00	2,197,875.00
3/1/2014	2008	-	180,670.00	180,670.00
3/1/2014	2011	-	161,184.00	161,184.00
3/1/2014	2011A	-	536,497.50	536,497.50
			Total FYE 2014	4,366,771.00

General Operating Fund

BEGINNING BALANCE: **14,574,836.45**

REVENUE:

Checking Interest - Bank of America	1,728.75	
Texpool Interest	22.69	
Wells Fargo/TexSTAR (Surplus Funds) Interest	110.32	
Voided Check (s) 1385	0.00	
Total Revenue:		1,861.76

DISBURSEMENTS:

Checks Presented At Last Meeting	10,841.22	
Checks Written at/after Last Meeting	3,039.25	
1386 Don R Huml Bonus		
FDIC Assessment Fee	1,115.38	
Direct Deposit Payroll	7,694.86	
Payroll Taxes	1,607.84	
Employee Expenses	1,776.61	
Total Expenditures		26,075.16

Ending Balance: **14,550,623.05**

Location of Assets:

Institution	Investment Number	Interest Rate	Current Balance
Bank of America	*9516	0.2000	10,160,508.02
TexPool	*0001	0.0299	891,711.88
Wells Fargo *	TexSTAR Surplus Funds	0.0400	3,250,941.89
Texas Exchange Bank CD	*3601	0.7500	247,461.26
		Total	14,550,623.05
Certificate of Deposit	CD *4215	Term: 12 Months	Matures: 09/29/2014

**Memorial City Redevelopment Authority
Checks Presented April 29, 2014**

Num	Name	Description	Amount
1387	Allen Boone Humphries Robinson LLP	Legal Fee	-2,805.00
1388	Equi-Tax, Inc	Tax Assessor Fee	-400.00
1389	ETI Bookkeeping Services	Bookkeeping Fee	-950.00
1390	Marsh Darcy Partners, Inc	Office Lease	-1,169.73
Total			-5,324.73

Capital Projects Fund

BEGINNING BALANCE		15,083,524.68
 REVENUE		
Checking Interest - Bank of America	2,265.65	
TexPool Interest	11.90	
Voided Check(s)	0.00	
Total Revenue		2,277.55
 EXPENDITURES		
Checks Presented at Last Meeting	364,942.46	
Checks Written at/after Last Meeting	0.00	
Land Purchase	2,100,000.00	
FDIC Assessment Fee	1,737.24	
Total Expenditures		2,466,679.70
 ENDING BALANCE		 12,619,122.53

Location of Assets:

Institution	Investment Number	Interest Rate	Current Balance
Bank of America	*1719	0.2000	12,274,739.51
Tex Pool	*0003	0.0299	344,383.02
Total			12,619,122.53

**Memorial City Redevelopment Authority
Checks Presented April 29, 2014**

Num	Name	Description	Amount
10223	Klotz Associates Inc	W140 Channel Improvements	-24,841.37
10224	Lockwood, Andrews & Newman, Inc.	Engineering Fee	-107,103.57
10225	SWA Group	Landscape Architect Services	-29,780.00
Total			-161,724.94

Debt Service Fund

BEGINNING BALANCE		6,482.91
 REVENUE		
Wells Fargo/TexSTAR (2008 DSF) Interest	0.00	
Wells Fargo/TexSTAR (DS Reserve) Interest	0.00	
Wells Fargo/TexSTAR (2008 Pled Rev) Interest	0.26	
Total Revenue		0.26
 EXPENDITURES		
2008 Debt Service Interest Payment	0.00	
2008 Debt Service Principal Payment	0.00	
Total Expenditures		0.00
 ENDING BALANCE		 6,483.17

Location of Assets:

Institution	Investment Number	Interest Rate	Current Balance
Wells Fargo *4601	TexSTAR 2008 DSF	0.0400	636.04
Wells Fargo *4603	TexSTAR DS Reserve	0.0400	272.17
Wells Fargo *4600	TexSTAR 2008 Pledged Rev	0.0400	5,574.96
		Total	6,483.17

Memorial City Redevelopment Authority
Investment Report
March 31, 2014

SCHEDULE OF INVESTMENTS

Investment Pools

Fund	Location Of Assets	Interest Rate	Beginning Balance			Interest Earned	Deposits or (Withdrawals)	Ending Balance		
			Market	N.A.V.	Book			Market	N.A.V.	Book
GOF	TexPool	0.0299	893,501.54	1.00004	893,465.80	22.69	(1,776.61)	891,747.55	1.00004	891,711.88
GOF	Wells Fargo/ TexStar	0.0400	3,251,046.12	1.000066	3,250,831.57	110.32	0.00	3,251,156.45	1.000066	3,250,941.89
CPF	TexPool	0.0299	344,384.89	1.00004	344,371.12	11.90	0.00	344,396.80	1.00004	344,383.02
DSF	Wells Fargo/ TexStar DSF	0.0400	636.08	1.000066	636.04	0.00	0.00	636.08	1.000066	636.04
DSF	Wells Fargo/ TexStar Res.	0.0400	272.19	1.000066	272.17	0.00	0.00	272.19	1.000066	272.17
DSF	Wells Fargo/ TexStar PI Rev	0.0400	5,575.07	1.000066	5,574.70	0.26	0.00	5,575.33	1.000066	5,574.96

Certificates of Deposit

Fund	Location Of Assets	Interest Rate	Purchase Value	Term	Maturity Date	Beginning Balance	Deposits or (Withdrawals)	Interest Earned	Ending Balance
GOF	TX Exch *3601	0.7500	245,000.00	12 Months	9/29/2014	247,461.26	0.00	0.00	247,461.26

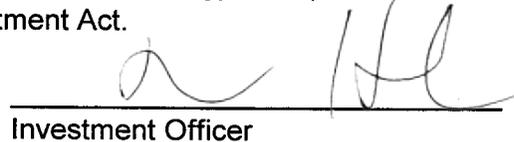
Collateral Pledged In Addition to FDIC

Depository Institution	Total Funds On Deposit	Custodial Institution	Securities Pledged	Collateral Description	Par Value	Market Value
Bank of America	22,435,247.53	Federal Reserve	31,920,100	FNMS	31,614,025	31,920,100

Certification:

The District's investments are in compliance with the investment strategy as expressed in the District's Investment Policy and the Public Funds Investment Act.


Bookkeeper


Investment Officer

Investment Officer	Date Assumed Office	Training Completed
Don Huml	4/30/2013	11/26/2013

Memorial City Redevelopment Authority
Profit & Loss Budget vs. Actual
March 2014

			March			Year To Date (9 Months)			Annual
			Actual	Budget	Variance	Actual	Budget	Variance	Budget
Ordinary Income/Expense									
Income									
1000 · Income									
		8223 · Interest Income	4,140	5,794	-1,654	46,780	52,150	-5,370	69,533
		Total 1000 · Income	4,140	5,794	-1,654	46,780	52,150	-5,370	69,533
		6-4320 · Increment Collections	0	0	0	5,572	0	5,572	10,170,258
		Total Income	4,140	5,794	-1,654	52,352	52,150	202	10,239,791
Expense									
3335 · Management Consulting Services									
		6320 · Legal	2,805	3,333	-528	30,981	30,000	981	40,000
		6322 · Eng Consultant/General Prof.Svc	0	4,167	-4,167	13,027	37,500	-24,473	50,000
		6337 · Construction Audit	0	0	0	0	0	0	10,000
		6343 · Other	0	0	0	2,912	0	2,912	0
		Total 3335 · Management Consulting Services	2,805	7,500	-4,695	46,920	67,500	-20,580	100,000
5650 · Transfers									
		6430 · Municipal Services	0	0	0	0	0	0	490,000
		Total 5650 · Transfers	0	0	0	0	0	0	490,000
5706 · Debt Service									
		5707 · Principal	0	0	0	2,560,000	2,560,000	0	2,560,000
		5708 · Interest	0	0	0	1,806,771	1,806,771	0	1,806,771
		5710 · Other Debt Items							
		5710c · Trustee Fee	0	0	0	9,500	0	9,500	0
		Total 5710 · Other Debt Items	0	0	0	9,500	0	9,500	0
		Total 5706 · Debt Service	0	0	0	4,376,271	4,366,771	9,500	4,366,771
		6-6420 · City of Houston Admin Fee	0	0	0	0	0	0	508,513
6300 · Administration & Overhead									
		6321 · Auditor	0	0	0	18,500	17,000	1,500	17,000
		6333 · Bookkeeping/Accounting	1,113	875	238	9,302	7,875	1,427	10,500
		6340 · Administration Salaries/Benefit	12,667	11,833	834	94,250	106,500	-12,250	142,000
		6344 · Bond Svcs/Trustee/FA	1,150	400	750	4,350	3,600	750	4,800
		6350 · Office Expense	1,777	1,250	527	12,824	11,250	1,574	15,000
		6351 · Office Lease	1,170	1,250	-80	10,001	11,250	-1,249	15,000
		6353 · Insurance / FDIC Assess.Fee	2,853	3,750	-897	32,612	33,750	-1,138	45,000
		6560 · Payroll Expenses	385	0	385	1,470	0	1,470	0
		Total 6300 · Administration & Overhead	21,115	19,358	1,757	183,309	191,225	-7,916	249,300
		6454 · Groundbreaking Ceremony	0	0	0	948	0	948	0
7000 · Capital Expenditure									
		1701 · Gessner Widening	0	0	0	127	0	127	0
		1702 · Bunker Hill Widening	0	0	0	127	0	127	0
		1709 · Lumpkin I-10 Westview	94,502	141,667	-47,165	699,548	1,275,000	-575,452	1,700,000

Memorial City Redevelopment Authority
Profit & Loss Budget vs. Actual
March 2014

	March			Year To Date (9 Months)			Annual
	Actual	Budget	Variance	Actual	Budget	Variance	Budget
1712 · Bunker Hill S Drainage & Mobil	0	0	0	5,939	0	5,939	0
1713 · Memorial near Bwy 8 Drainage	0	0	0	127	0	127	0
1714 · Frostwood & Kingsride Drainage	0	0	0	9,789	0	9,789	0
1715A · Barryknoll East Drainage	8,877	515,293	-506,416	2,690,113	4,637,633	-1,947,520	6,183,510
1715B · Barryknoll West Drainage	0	13,833	-13,833	19,315	124,500	-105,185	166,000
1717 · Town & Country W. Drain/Mobil	2,110,174	183,333	1,926,841	2,372,152	1,650,000	722,152	2,200,000
1718 · Kimberly near Bwy 8 Drainage	0	0	0	127	0	127	0
1722 · Town & Country Blv Signalizatn	0	41,667	-41,667	39,581	375,000	-335,419	500,000
1724 · Gessner at Barryknoll Intersec.	0	0	0	127	0	127	0
1725 · Parks & Green Space Improv.	1,680	41,667	-39,987	10,812	375,000	-364,188	500,000
1726 · West Bough Roadway Improvements	0	0	0	127	0	127	0
1727 · N.Gessner Thoroughfare	0	0	0	127	0	127	0
1728 · Westview at Lumpkin Enhancement	0	0	0	802	0	802	0
1731A · Detention Basin & W-140 Bridge	19,400	183,333	-163,933	2,656,574	1,650,000	1,006,574	2,200,000
1731B · Memorial Drainage & Mobility	0	0	0	127	0	127	0
1732A · N Gessner Drainage & Mobility	0	0	0	7,496	0	7,496	0
1732B · N.Gessner Drainage & Mobility	0	0	0	222	0	222	0
1733A · N.Witte Drainage & Mobility	0	0	0	20,627	0	20,627	0
1733B · N.Witte Drainage & Mobility (B)	0	0	0	127	0	127	0
1734 · W140 Channel Improvements	27,091	46,333	-19,242	204,259	417,000	-212,741	556,000
1735 · Detention Basin	0	1,250,000	-1,250,000	71,000	11,250,000	-11,179,000	15,000,000
Total 7000 · Capital Expenditure	2,261,724	2,417,126	-155,402	8,809,372	21,754,133	-12,944,761	29,005,510
Total Expense	2,285,644	2,443,984	-158,340	13,416,820	26,379,629	-12,962,809	34,720,094
Net Income	-2,281,504	-2,438,190	156,686	-13,364,468	-26,327,479	12,963,011	-24,480,303

Marsh Darcy Partners, Inc.
8955 Katy Freeway
Suite 215
Houston, TX 77024

Invoice #: 1701
Date: 4/15/2014

Bill To:

ETI Accounting Services
Attn: Michelle Lofton
JOB:Memorial City Redevelopment Authority
P.O. Box 73109
Houston, TX 77273

Terms: Due on receipt

Item	Description	#	Rate	Date	Amount
Rent	Rent May 2014		810.00		810.00
Jan Buehler	Assist Ann Givens: revisions to Job Performance Evaluation Form format; emailed final document to Ann Givens.	0.5	65.00	3/4/2014	32.50
Jan Buehler	Assist Don Huml: Printing Board Packet x 3 of 86 pages.	0.25	65.00	3/20/2014	16.25
Jan Buehler	Assist Don Huml: Prepare Waybill; Schedule Bee Line Delivery to Glenn Airola.	0.25	65.00	3/21/2014	16.25
Jan Buehler	Assist Don Huml: Print 10 color 8 1/2x11 each of 2 PDF (total 20)	0.25	65.00	3/24/2014	16.25
Jan Buehler	Assist Don Huml: Zipsend Download two PDF files; print each b&w	0.25	65.00	4/2/2014	16.25
Jan Buehler	Assist Don Huml: Print 10 color 11x17 from pdf.	0.25	65.00	4/10/2014	16.25
Jan Buehler	Assist Don Huml: Schedule/prepare BeeLine Courier to Ralph DeLeon/COH. Print 1 color 2pg set of 11x17 pdf.	0.25	65.00	4/14/2014	16.25
Reimbursable Expense	BeeLine Deilvery Fidelis Realty Partners/Glenn Airola	1	12.97	3/21/2014	12.97
Reimbursable Expense	Bee Line Delivery to City of Houston/Ralph DeLeon	1	10.66	4/14/2014	10.66
Photocopies black & white	Photocopies (black & white) in house Price per page	1,773	0.10	4/15/2014	177.30
Photocopies (color) 8.5"x11"	Photocopies (color) 8.5"x11" in house price per page.	20	0.75	4/15/2014	15.00
Photocopies (color) + 8.5"x11..."	Photocopies (color) 11"x17" in house price per page.	12	1.15	4/15/2014	13.80

Thank you for your business.

Total Due \$1,169.73

Phone #	Fax:	Web Site
(713) 647-9880	(713) 647-6448	www.marshdarcypartners.com

Don Huml: Executive Director

Reviewed: *Michelle Lofton*

Date: 04-23-14

Code: 6351

Amount: \$1,169.73

TIRZ 17 Redevelopment Authority
 Engineering and Program Management Services
 8955 Katy Freeway, Suite 215
 Houston, TX 77024

April 21, 2014
 Invoice No: 00095
 Project Number: 120-10308-000 & 130-10384-000

Attention: Mr. Don Huml

Engineering services through 1/31/14 in connection with the
 TIRZ 17 Redevelopment Authority

Account Number	This Invoice	Previously Invoiced	Total To Date
TASK 6 6.0 Drainage	\$ -	\$ 1,567,804.15	\$ 1,567,804.15
6.1 Briar Branch	\$ -	\$ 127,372.04	\$ 127,372.04
6.2 Queensbury Stom Sewer Improvements	\$ -	\$ 238,879.34	\$ 238,879.34
6.3 Rummel Creek	\$ -	\$ 68,270.45	\$ 68,270.45
6.4 Drainage Action Plan	\$ -	\$ 47,075.36	\$ 47,075.36
6.5 Regional Drainage Study Refer to Attachment 6	\$ -	\$ 1,086,206.96	\$ 1,086,206.96
TASK 9 9.0 1712 Bunker Hill South Refer to Attachment 9	\$ -	\$ 26,323.75	\$ 26,323.75
TASK 10 10.0 1732A North Gessner Thoroughfare Refer to Attachment 10	\$ -	\$ 910,412.25	\$ 910,412.25
TASK 11 11.0 1722 Town & Country Drainage & Mobilization Refer to Attachment 11	\$ -	\$ 266,123.32	\$ 266,123.32
TASK 12 12.0 1715A Barryknoll East Refer to Attachment 12	\$ 8,876.85	\$ 1,959,586.88	\$ 1,968,463.73
TASK 14 14.0 1709 Lumpkin Refer to Attachment 14	\$ -	\$ 615,422.73	\$ 615,422.73
TASK 15 15.0 1718 Kimberley Lane Drainage & Roadway Refer to Attachment 15.0	\$ -	\$ 721,082.36	\$ 721,082.36
15.1 1718 Kimberley Lane Construction Services Refer to Attachment 15.1	\$ -	\$ 680,943.31	\$ 680,943.31
TASK 19 19.0 1714 Frostwood and Kingside Refer to Attachment 19	\$ -	\$ 46,410.93	\$ 46,410.93
TASK 22 22.0 1731A Drainage Remediation Project (W140 Detention) Refer to Attachment 22	\$ 19,400.12	\$ 886,824.74	\$ 906,224.86
TASK 25 25.0 1734 W140 Channel Improvement Refer to Attachment 25	\$ -	\$ 498,408.34	\$ 498,408.34
TASK 26 26.0 1715B Barryknoll West Refer to Attachment 26	\$ -	\$ 39,242.14	\$ 39,242.14
TASK 27 27.0 6343 General Administration Refer to Attachment 27	\$ -	\$ 12,296.46	\$ 12,296.46
TASK 28 28.0 1733A North Witte Drainage & Mobility Refer to Attachment 27	\$ -	\$ 29,142.86	\$ 29,142.86
TOTAL	\$ 28,276.97	\$ 11,250,648.60	\$ 11,278,925.57

TOTAL DUE THIS INVOICE: \$ 28,276.97

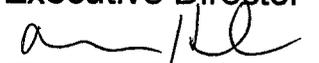
Certification by Firm:



Project Manager

Don Huml: Executive Director

Date: 4/21/2014

Reviewed: 

Date: 04-23-14

Code: 7000

Amount: \$ 28,276.97

TIRZ 17 Redevelopment Authority
 Engineering and Program Management Services
 8955 Katy Freeway, Suite 215
 Houston, TX 77024

April 21, 2014
 Invoice No: 00095
 Project Number: 130-10384-005

Attention: Mr. Don Huml

ATTACHMENT 12.0
Task 12.0
Barryknoll East

Task #	Description	Authorized Amount	Remaining Contract Amount	This Invoice	Previously Invoiced	Total to Date
	<u>Program Management</u>			\$ -	\$ 540,906.30	\$ 540,906.30
12.0.0	Barryknoll East Program Management			\$ -	\$ 540,906.30	\$ 540,906.30
	<u>PER Services (12.0.0 to 12.0.8)</u>			\$ -	\$ 279,670.50	\$ 279,670.50
	<u>Design Services</u>			\$ -	\$ 599,483.23	\$ 599,483.23
12.1.0	Barryknoll Ph II - Design			\$ -	\$ 599,483.23	\$ 599,483.23
	<u>Construction Services</u>	\$ 365,416.00	\$ 6,883.82	\$ 8,876.85	\$ 349,655.33	\$ 358,532.18
12.2.0	Barryknoll Ph III - CPS and CM & I Services (Lump Sum)			\$ 8,876.85	\$ 349,655.33	\$ 358,532.18
	<u>Additional Services</u>			\$ -	\$ 189,871.52	\$ 189,871.52
12.0.9	Barryknoll Ph I PER - Survey			\$ -	\$ 25,326.00	\$ 25,326.00
12.0.10	Barryknoll - Geotech			\$ -	\$ 30,525.96	\$ 30,525.96
12.0.11	Barryknoll - C.N. Koehl - Urban Forestry			\$ -	\$ 4,091.85	\$ 4,091.85
12.0.12	Barryknoll - Traffic Counts - CJ Hensch			\$ -	\$ 5,670.00	\$ 5,670.00
12.1.4	Barryknoll - Ph II C.N. Koehl			\$ -	\$ 3,510.00	\$ 3,510.00
12.1.5	Barryknoll - Ph II Chief Solutions			\$ -	\$ 6,758.15	\$ 6,758.15
12.1.6	Barryknoll - Ph II Western Group			\$ -	\$ 1,725.84	\$ 1,725.84
12.1.7	Barryknoll - CMT - Geotech	\$ 128,580.00	\$ 16,316.28	\$ -	\$ 112,263.72	\$ 112,263.72
TOTAL TASKS				\$ 8,876.85	\$ 1,959,586.88	\$ 1,968,463.73

TIRZ 17 Redevelopment Authority
 Engineering and Program Management Services
 8955 Katy Freeway, Suite 215
 Houston, TX 77024

April 21, 2014
 Invoice No: 00095
 Project Number: 130-10384-011

Attention: Mr. Don Huml

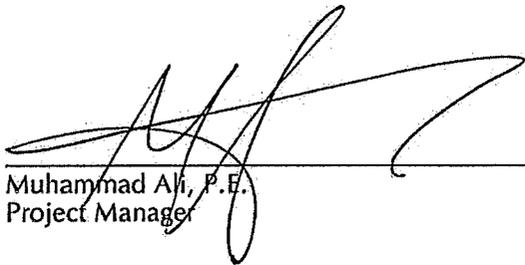
ATTACHMENT 22.0
Task 22.0
Drainage Remediation Project - Detention (W140 Detention Basin)

Task #	Description	Authorized Amount	Remaining Contract Amount	This Invoice	Previously Invoiced	Total to Date
	<u>Program Management</u>			\$ -	\$ 281,015.43	\$ 281,015.43
22.0.0	Detention - PM			\$ -	\$ 281,015.43	\$ 281,015.43
	<u>Analysis Services (22.1.0 to 22.1.1)</u>			\$ -	\$ 20,353.37	\$ 20,353.37
	<u>Study Services (22.2.0 to 22.2.4)</u>			\$ -	\$ 12,074.07	\$ 12,074.07
	<u>Additional Services</u>			\$ 2,562.85	\$ 98,666.55	\$ 101,229.40
22.3.1	Detention - Survey (Kuo & Associates)			\$ -	\$ 14,263.36	\$ 14,263.36
22.3.2	Detention - Geotech (Geotest)			\$ -	\$ 24,984.72	\$ 24,984.72
22.3.3	Detention - ESA Phase I & II			\$ -	\$ 12,151.17	\$ 12,151.17
22.3.4	Detention - Landscape Architect (Clark Condon)			\$ -	\$ 25,360.91	\$ 25,360.91
22.3.5	Detention - Environmental Analysis (Fugro)			\$ -	\$ 8,424.00	\$ 8,424.00
22.3.6	Detention - CMT- Geotech (Ph. I Construction)	\$ 6,840.00	\$ 115.92	\$ -	\$ 6,724.08	\$ 6,724.08
22.3.7	Detention Basin - Geotest (Ph. II Construction)	\$ 32,070.00	\$ 22,748.84	\$ 2,562.85	\$ 6,758.31	\$ 9,321.16
	<u>Design Services</u>			\$ -	\$ 355,722.23	\$ 355,722.23
22.4.0	Detention - Project Management (PER)			\$ -	\$ 15,886.05	\$ 15,886.05
22.4.1	Detention - Data Collection & Existing Conditions Review			\$ -	\$ 7,910.28	\$ 7,910.28
22.4.2	Detention - Alternative Analysis			\$ -	\$ 43,021.02	\$ 43,021.02
22.4.3	Detention - Hydrology & Hydraulic Modeling			\$ -	\$ 34,184.50	\$ 34,184.50
22.4.4	Detention - Preliminary Basin Layout			\$ -	\$ 7,900.00	\$ 7,900.00
22.4.5	Detention - Impact Analysis Report			\$ -	\$ 7,810.09	\$ 7,810.09
22.4.6	Detention - Preliminary Engineering Report			\$ -	\$ 18,085.24	\$ 18,085.24
22.4.7	Detention - Engineering & Technical Reviews			\$ -	\$ 27,708.52	\$ 27,708.52
22.5.0	Detention - Phase II Design			\$ -	\$ 193,216.53	\$ 193,216.53
	<u>Construction Services</u>	\$ 153,320.00	\$ 17,289.64	\$ 16,837.27	\$ 119,193.09	\$ 136,030.36
22.6.0	Detention Basin - CPS and CM&I Services (Ph. I & II Construction) Lump Sum			\$ 16,837.27	\$ 119,193.09	\$ 136,030.36
TOTAL TASKS				\$ 19,400.12	\$ 886,824.74	\$ 906,224.86



CERTIFICATION OF LABOR HOURS

I, Muhammad Ali, P.E., state that the following pages represent the time expended on the TIRZ 17 Redevelopment Authority during the period of March 15, 2014 through April 11, 2014. Overtime hours for professional employees are represented solely for the purpose of including them in Invoice No. 00095 at straight-time rates. Overtime hours for non-professional employees are calculated at the authorized amount.



Muhammad Ali, P.E.
Project Manager



**Lockwood, Andrews
& Newnam, Inc.**
A LEO A DALY COMPANY

April 21, 2014

TIRZ 17 Redevelopment Authority
8955 Katy Freeway, Suite 215
Houston, TX 77024

Attention: Mr. Don Huml

Reference: Engineering and Program Management Services relating to
TIRZ 17 Redevelopment Authority
LAN Project No. 120-10308-000 & 130-10384-000

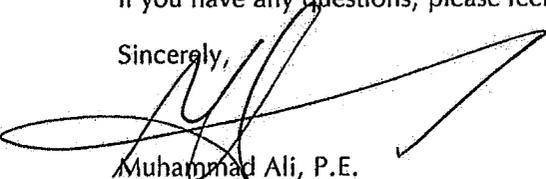
Dear Mr. Huml:

Attached is the original copy of our Invoice No. 95 in the amount of \$28,276.97 for the above project, which covers services through April 11, 2014.

Included with the invoice is a certified labor detail for this period.

If you have any questions, please feel free to contact me at (713) 266-6900.

Sincerely,



Muhammad Ali, P.E.
Project Manager

MA:kgb

Enclosures: LAN Invoice No. 95

cc: File

120-10308-000
130-10384-000

2925 Briarpark Drive • Houston, Texas 77042-3720 • 713.266.6900 • Fax: 713.266.2089 • www.lan-inc.com



Lockwood, Andrews & Newnam, Inc.
 A LEO A DALY COMPANY

PLEASE
 REMIT TO:

Lockwood, Andrews & Newnam, Inc.
 2925 Briarpark Drive
 Houston, Texas 77042
 Attn: Accounts Receivable
 713.266.6900 • Fax: 713.266.7191

Don Huml, Executive Director
 Memorial City Redevelopment Authority / TIRZ 17
 8955 Katy Freeway, Suite 215
 Houston, Texas 77024

April 18, 2014
 Invoice No: 6

Engineering services through April 11, 2014 in connection with the TIRZ 17 Redevelopment Authority

Account No.	Project Name	Original Contract	Percent Complete	Remaining Contract Amount	Total To Date	Previously Invoiced	Current Payment Due
CIP No. T-1709	Lumpkin Roadway Improvements - Ph. II Detailed Design	\$686,522.00	85.00%	\$102,978.30	\$ 583,543.70	\$ 514,891.50	\$ 68,652.20
CIP No. T-1717	Town & Country West Drainage & Mobility Improvements- PER	\$254,360.00	100.00%	\$0.00	\$ 254,360.00	\$ 244,185.60	\$ 10,174.40
Total		\$940,882.00			\$ 837,903.70	\$ 759,077.10	\$ 78,826.60

CURRENT PAYMENT DUE THIS INVOICE: \$78,826.60

Don Huml: Executive Director

Reviewed: *[Signature]*

Date: 04-23-14

Code: 7000

Amount: \$78,826.60



**Lockwood, Andrews
& Newnam, Inc.**
A LEO A DALY COMPANY

April 18, 2014

Memorial City Redevelopment Authority / TIRZ 17
8955 Katy Freeway, Suite 215
Houston, TX 77024

Attention: Mr. Don Huml

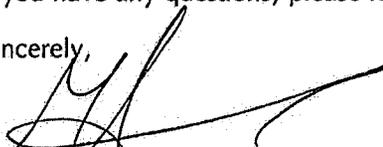
Reference: Engineering Services relating to
TIRZ 17 Redevelopment Authority
CIP T-1709, T-1717

Dear Mr. Huml:

Attached is the original copy of our Invoice No. 6 in the amount of \$78,826.60 for the above project, which covers services through April 11, 2014.

If you have any questions, please feel free to contact me at (713) 266-6900.

Sincerely,



Muhammad Ali, P.E.
Project Manager

MA:kgb
MA

Enclosures: LAN Invoice No.6

cc: File

Invoice

klotz  associates

1160 Dairy Ashford, Suite 500
Houston, Texas 77079
T 281.589.7257 F 281.589.7309
houston.office@klotz.com

Don Huml
Executive Director
Memorial City Redevelopment Authority
8955 Katy Freeway, Suite 215
Houston, TX 77024

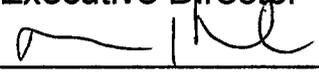
March 28, 2014
Project No: 1111.002.000
Invoice No: 314125

TIRZ 17 Memorial City Redevelopment Authority Birar Branch Channel Improvements
TIRZ 17 CIP No. T-1734
HCFCU Unit W140-01-00

For Professional Services rendered from February 16, 2014 to March 15, 2014:

Description	Contract Amount	Percent Complete	Billed to Date	Previously Invoiced	Current Invoice
Basic Services (LS)	624,155.00	3.98	24,841.37	0.00	24,841.37
Additional Services (T&M)	89,645.00	0.00	0.00	0.00	0.00
Total Fee	713,800.00		24,841.37	0.00	24,841.37
					24,841.37

Recap:	Current	Previous	To-Date
Total Billings	24,841.37	0.00	24,841.37
Contract Amount			713,800.00
Balance			688,958.63
		Total Due This Invoice:	\$24,841.37

Don Huml: Executive Director
Reviewed: 
Date: 04-23-14
Code: 7000-1734
Amount: \$24,841.37

Memorial City Redevelopment Authority / TIRZ 17

Briar Branch (W140-01-00) Channel Improvements
 TIRZ 17 CIP No. T-1734
 Master Agreement (07-30-13) Task Order No. 2
 Klotz Assoc. Job No. 1111,002,000

1160 Dairy Ashford, Suite 500
 Houston, Texas 77079
 T 281.589.7257 F 281.589.7309
 houston.office@klotz.com

Professional Services Summary
 Through 3/15/14
 Invoice # 1111125

Task	Contract Budget Fees	Authorized Amounts	Percent Complete %	Budget Amount Earned	Previously Billed	Earned This Period
<u>Basic Services</u>						
I. Phase I - PER (Complete)	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
II. Phase II - Final Design	\$624,155.00	\$624,155.00	3.98%	\$24,841.37	\$0.00	\$24,841.37
II. Phase III - CPS (Not Authorized)	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
SubTotal Basic Services	\$624,155.00	\$624,155.00		\$24,841.37	\$0.00	\$24,841.37
<u>Additional Engineering Services / SubContracted Services / Reimbursible Expenses</u>						
I. Additional Engineering Services	\$35,820.00					
1. Traffic Control Plans		\$23,280.00	0.00%	\$0.00	\$0.00	\$0.00
2. StormWater Pollution Prevention Plan (SW3P)		\$12,540.00	0.00%	\$0.00	\$0.00	\$0.00
II. SubContracted Services	\$29,502.90					
1. Additional Topographic Survey		\$29,502.90	0.00%	\$0.00	\$0.00	\$0.00
III. Reimbursible Expenses	\$24,322.10					
1. Reimbursible Expenses		\$24,322.10	0.00%	\$0.00	\$0.00	\$0.00
SubTotal Add. Services / Subs / Expenses	\$89,645.00	\$89,645.00		\$0.00	\$0.00	\$0.00
Total Professional Services Fees	\$713,800.00	\$713,800.00		\$24,841.37	\$0.00	\$24,841.37

Total Fees Earned this Period	\$24,841.37
--------------------------------------	--------------------

S W A

To: Memorial City Redevelopment
Authority/Houston TIRZ 17
Attn: Don Huml
8955 Katy Freeway, Suite 215
Houston, TX 77024

Date: April 18, 2014
Invoice No: 158307
For Period: March
Project No: RHTS402
Project Manager: James Vick

Project W-140 Design Work Order #5

Professional Services from March 01, 2014 to March 31, 2014

Fee

Total Fee	45,000.00		
Percent Complete	5.00	Total Earned	2,250.00
		Previous Fee Billing	0.00
		Current Fee Billing	2,250.00
		Total Fee	2,250.00

Total this Invoice \$2,250.00

Don Huml: Executive Director

Reviewed: *Don Huml*

Date: 04-23-14

Code: 7000-1734

Amount: \$2,250.00

Remit To:
SWA Group
P.O.Box 5904
Sausalito, CA 94966
(415) 332-5100

Please refer to our Invoice number and Project number when making payment
A discount of 1% on current charges allowed if paid in full in thirty days.
A service charge will be assessed on all past due accounts.



To: Memorial City Redevelopment
 Authority/Houston TIRZ 17
 Attn: Don Huml
 8955 Katy Freeway, Suite 215
 Houston, TX 77024

Date: April 18, 2014
 Invoice No: 158306
 For Period: March
 Project No: RHTS401
 Project Manager: Amy Harbert

Project Lumkin Road Enhancements - Detailed Design

Professional Services from March 01, 2014 to March 31, 2014

Fee

Total Fee	55,000.00		
Percent Complete	60.00	Total Earned	33,000.00
		Previous Fee Billing	7,150.00
		Current Fee Billing	25,850.00
		Total Fee	25,850.00

Total this Invoice \$25,850.00

Don Huml: Executive Director
 Reviewed: *Don Huml*
 Date: 04-23-14
 Code: 7000 - 1709
 Amount: \$25,850.00

Remit To:
 SWA Group
 P.O.Box 5904
 Sausalito, CA 94966
 (415) 332-5100

Please refer to our Invoice number and Project number when making payment
 A discount of 1% on current charges allowed if paid in full in thirty days.
 A service charge will be assessed on all past due accounts.

S W A

To: Memorial City Redevelopment
Authority/Houston TIRZ 17
Attn: Don Hunt
8955 Katy Freeway, Suite 215
Houston, TX 77024

Date: April 18, 2014
Invoice No: 158305
For Period: March
Project No: RHTS301.B
Project Manager: James Vick

Project Memorial City WO#2 On-Call Planning

Professional Services from March 01, 2014 to March 31, 2014

Professional Personnel

	Hours	Rate	Amount
Principals			
Vick, James	8.00	210.00	1,680.00

Total Fee Due This Invoice

1,680.00

Total this Invoice

\$1,680.00

Don Huml: Executive Director

Reviewed: *ah*

Date: 04-23-14

Code: 7000 - 1725

Amount: \$1,680.00

Remit To:
SWA Group
P.O.Box 5904
Sausalito, CA 94966
(415) 332-5100

Please refer to our Invoice number and Project number when making payment
A discount of 1% on current charges allowed if paid in full in thirty days.
A service charge will be assessed on all past due accounts.



WORK PERFORMED - DETAIL

	<u>HOURS</u>	<u>COMMENTS</u>
MEETINGS & CONFERENCES WITH EXECUTIVE DIRECTOR		
1. Vick, James	2	Bi-weekly meeting
ATTENDANCE AT BOARD MEETINGS		
1. Vick, James	2	Regular Board Meeting
COH / HPARD MEETINGS / COORDINATION ADOPT-AN-ESPLANADE		
1. Vick, James	2	HPARD
SITE VISITS		
1. Vick, James	1	Standards Tour
ENGINEER MEETINGS / COORDINATION		
1. Vick, James	1	Klotz
<hr/>		
TOTAL	8	HOURS

McGrath & Co., PLLC

Certified Public Accountants

P.O. Box 270148
Houston, Texas 77277

Mark W. McGrath CPA
mark@mcgrath-co.com

Colette M. Garcia CPA
colette@mcgrath-co.com

April 29, 2014

Board of Directors
Memorial City Redevelopment Authority/TIRZ No. 17
Harris County, Texas

Reference: Year End Accounting Services Engagement Letter

Ladies and Gentlemen:

This letter is to confirm our understanding of the terms and objectives of our engagement and the nature and limitation of the services we will provide:

Year End Close and Report Preparation

Subsequent to the close of the fiscal year, we will perform the following as of June 30, 2014:

1. Review June 30, 2014 bank reconciliations for accuracy and completeness. Reconcile to the general ledger and prepare journal entries where appropriate
2. Prepare investment schedule as of June 30, 2014 and reconcile to general ledger and prepare journal entries where appropriate
3. Prepare detail of TIRZ Taxes Receivable and tax increment revenue, reconciliation to general ledger and prepare journal entries where appropriate
4. Prepare Project Plan detail and reconcile to the general ledger and prepare journal entries where appropriate
5. Read board minutes for financial statement report footnote disclosure purposes
6. Perform detail review of the detail general ledger as of June 30, 2014 and prepare and record appropriate journal entries
7. Read any new contracts for financial statement reporting purposes
8. Prepare detail schedule of capital expenditures incurred during the year and transferred
9. Prepare Long-Term Debt roll-forward schedule, update for additions and repayments, calculate accrued interest and prepare and record appropriate journal entries (if applicable).
10. Prepare detail of capital expenditures incurred during the year and transferred to the City of Houston and prepare and record appropriate journal entries
11. Perform search for unrecorded liabilities, prepare detail of accounts payable and prepare and record appropriate journal entries
12. Prepare financial report, including the MD & A, footnote disclosures and supplemental schedules as required by the City of Houston.

The estimated fee for the above-mentioned services is \$9,500. The fee includes approximately 90 hours of professional staff time. The performance of the above-mentioned accounting assistance does not guarantee that there will be no material weaknesses in financial reporting. **However, we expect that the performance of the above will minimize the likelihood of material weaknesses in financial reporting being reported.**

The above-mentioned fee ranges are based upon the assumption that unexpected circumstances will not be encountered during the work performed. If significant additional time is necessary, we will discuss it with you first and obtain written approval before we incur the additional time and cost. Our invoices for these fees will be rendered monthly as work progresses and are payable upon presentation.

We will commence our work when the records are received on or about August 1, 2014, and expect completion of the financial report, including the MD & A, on or before by September 1, 2014.

We look forward to the opportunity to work with you and your staff. We believe this letter accurately summarizes the significant terms of our engagement. If you have any questions regarding the above, please do not hesitate to contact us. If you agree with terms of our engagement as described in this letter, please sign the enclosed copy and return it to us.

Very truly yours,



McGrath & Co., PLLC

RESPONSE:

This letter correctly sets forth the understanding of Memorial City Redevelopment Authority/TIRZ No. 17.

By:

Title:

Date:

April 21, 2014

Mr. Don Huml
Executive Director
Memorial City Redevelopment Authority / TIRZ 17
8955 Katy Freeway, Suite 215
Houston, Texas 77024

Attention: Mr. Don Huml

Re: Proposal for CIP work
Klotz Associates Project No. 1111.03.000

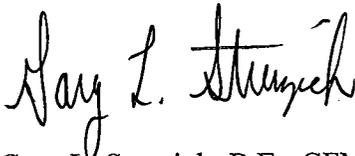
Dear Mr. Huml:

Klotz is pleased to submit this proposal to provide engineering support services as requested by the Executive Director. The scope of services includes various tasks to assist implementing the MCRA Capital Improvement Program such as planning meetings, programming of projects, development of project schedules, creating conceptual cost estimates, public information development, assisting with the FY15 budget, reviewing the supporting data from the previous CIP identified projects and other tasks.

We propose to provide these CIP Services as a Task Order under our Master Agreement for Professional Services with a maximum Not-to-Exceed authorization of \$15,000. This effort will be billed on an hourly rate basis and we can begin this work immediately after authorization to proceed. We estimate completion of development of CIP support data in approximately 60 days after Notice-to-Proceed.

We appreciate the opportunity to continue to work with the Memorial City Redevelopment Authority (TIRZ 17) to provide these services for the CIP. Please call Ed Conger or me if you have any questions or require any additional information.

Sincerely,



Gary L. Struzick, P.E., CFM
Vice President

Accepted for
Memorial City Redevelopment Authority

Signature

Date

GLS:ng

Enclosures

Print

Accepted for the City of Houston

Signature

Date

Print



April 21, 2014

Don Huml, Executive Director
Tax Increment Reinvestment Zone No. 17 (TIRZ 17)
8955 Katy Freeway, Suite 215
Houston, Texas 77024

Attention: Mr. Don Huml

**Re: Proposal to Provide Engineering Support Services to Memorial City
Redevelopment Authority (MCRA) TIRZ17**

Dear Mr. Huml,

Lockwood, Andrews and Newnam, Inc. (LAN) is pleased to submit this proposal to provide engineering support services as requested and authorized by the Executive Director. The scope of services are to include various tasks to assist implementing the MCRA's capital improvement program such as planning meetings, programming of projects, development of projects schedules, creating conceptual cost estimates, public information development, assisting with the FY15 budget and other tasks.

Time will be billed on an hourly basis, not to exceed \$15,000.00, at the current rates shown on the attached rate sheet. The invoice for this task order will be submitted separately from the CIP task orders.

We are prepared to begin this work immediately and look forward to our continued relationship in assisting the MCRA in implementing their capital program. Please feel free to contact me at (713) 266-6900 if you have any questions or need additional information.

Sincerely,

Muhammad Ali, P.E.
Project Manager

MA: kg

Attachments: Exhibit A –
Hourly Rate Schedule

Accepted For
Memorial City Redevelopment Authority

Signature Date

Print

Accepted for City of Houston

Signature Date

Print



Memorial City Redevelopment Authority
 Approved Engineering Firms
 Standard Rate Sheet Matrix
 9/17/2013

	Classification	Rate
1	Principal	275
2	Sr. Project Manager	225
3	Project Manager	175
4	Construction Manager	170
5	Senior Project Engineer	165
6	Project Engineer	150
7	GIS Specialist	130
8	Graduate Engineer	120
9	Senior Designer	115
10	Inspector	110
11	Project Administrator	110
12	CADD Tech	90
13	Administrative Assistant	85
14	Clerical	65



**Lockwood, Andrews
& Newnam, Inc.**
A LEO A DALY COMPANY

April 24, 2014

Don Huml, Executive Director
Tax Increment Reinvestment Zone No. 17 (TIRZ 17)
8955 Katy Freeway, Suite 215
Houston, Texas 77024

Attention: Mr. Don Huml

Reference: Assessment of Regional Detention Options: TIRZ 17 – T1735

Dear Mr. Huml,

Lockwood, Andrews and Newnam, Inc. (LAN) is pleased to submit this proposal to provide professional engineering services related to the assessment of regional detention options in support of the TIRZ 17 Regional Drainage Study (RDS). The attached scope details the procedures that will be followed to evaluate options for regional detention to mitigate potential flow impacts to Buffalo Bayou that result from the recommended RDS improvements.

A detailed scope of work and fee estimate are provided as Exhibits A and B respectively. We propose to perform the defined services for a time and materials amount not to exceed \$39,843.00. We are prepared to begin these tasks immediately and expect to complete the assessment within 2 months of notice to proceed. Please feel free to contact me or Rafael Ortega at 713-266-6900 or by email at dstjohn@lan-inc.com and ROrtega@lan-inc.com if you have any additional questions.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Derek St. John', with a long horizontal flourish extending to the right.

Derek St. John, P.E., CFM
Associate, Team Leader

Attachments: Exhibit A – Scope of Services
Exhibit B – Fee Estimate

Exhibit A
Scope of Services
Assessment of Regional Detention Options - TIRZ 17 – T1735

This effort will review regional detention options to support the drainage plans identified and documented in the TIRZ 17 Regional Drainage Study (RDS). The planned drainage improvements outlined in the RDS call for regional detention to mitigate for increased discharges into Buffalo Bayou. Two regional detention sites will be reviewed to determine their effectiveness at mitigating the planned RDS improvements and the estimated storage that could be provided by the sites. The proposed effort is a preliminary evaluation and does not include a detailed watershed analysis or a complete feasibility study. Detailed evaluations and preliminary engineering will be performed in future project phases.

The following items describe the scope of services:

1. **General Project Management and Coordination**
 - a. **General Project Management and Administration**

General project management and administration will be ongoing through the period of the contract and include items such as participation in the development of a Project Management Plan (PMP), developing and updating the project schedule, preparing contract correspondence, transmitting deliverables, documenting the quality control process, and other project oversight activities.
 - b. **Project Coordination and Status Meetings**

It is anticipated that a total of two meetings will be held with either or both TIRZ 17 and HCFCO staff. Scheduled meetings shall be held to discuss study related issues, review the progress of the work effort, or to address issues which may arise. The Engineer shall prepare and deliver meeting minutes within five (5) working days after each meeting.
2. **Property Research**

Properties for potential basin locations will be identified. Target parcels include large open tracts with proximity to Buffalo Bayou or a major tributary. Appraisal district value, location, size, and potential storage volume will be considered. Research will build on previously completed HCFCO research where available.
3. **Benefit Determination**

The benefit of the top two selected sites will be simulated and regional benefit determined within the Memorial City region.

 - a. **Volume Estimation**

Volume for each site will be estimated according to standard HCFCO stormwater detention basin design criteria per Section 6 of the HCFCO Policy, Criteria, and Procedure Manual. Harris County 2010 LiDAR data will be used as the primary Topographic information source. No survey will be obtained for this effort.
 - b. **Basin Benefit Analysis**

Basin benefits will be simulated on a watershed level in accordance with standard HCFCO analysis procedures using HCFCO required software HEC-HMS version 3.3 and

HEC-RAS 3.0.1. The potential basins will be entered as a reservoir within the effective HEC-HMS model with a lateral weir diversion (completely simulated within HEC-HMS). The corresponding hydrographs will be utilized within HEC-RAS to determine water surface elevation impacts and benefits throughout the watershed. Detailed watershed analysis including routing (SV/SQ) and a complete feasibility study will be performed in future project phases.

- c. RDS Model with Regional Model

LAN will work with HCFCF to establish an approved method for simulating increased discharge expected from RDS Full Regional Improvements at a watershed level. Applying the established method, LAN will simulate impacts from the full RDS regional solution using standard HCFCF watershed level modeling tools HEC-HMS and HEC-RAS.
- d. Evaluate Basin Performance

The individual basins will be modeled with the improved RDS regional solution. Basin performance will be evaluated in terms of ability to mitigate potential impacts from the RDS solution. Parameters to be evaluated include reduction in water surface elevations, channel flows, and downstream impacts within Buffalo Bayou.
4. Coordination with landscape architect

LAN will coordinate with the designated TIRZ 17 Landscape Architect on multi-use opportunities for the identified potential basin sites. This effort includes 1 coordination meeting and general collaboration.
5. Planning Level Cost Estimates

LAN will develop planning level cost estimates for each of the identified basins. The cost estimates will include all major project items such as inlet counts, storm sewer linear footages, major utility relocations, excavation, inlet/outlet structures, weir structures, and pavement or concrete replacement with an overall 30% contingency. If City or HCFCF provided unit costs are not available, available regional unit costs will be used.
6. Report and Exhibits
 - a. Report Text

LAN will develop and create a letter report documenting the results of the evaluation. The report will include a general discussion of the work performed, methodology, assumptions applied during the course of study, a discussion of the study goal, identified basin capacities, a discussion of deviations from general methodology, and a discussion of findings and recommendations. A draft report will be compiled to include text, model output, exhibits, and appendices for review. All Microsoft Word and Excel documents used to generate the draft report are to be included as well as the final models, shapefiles, databases, and worksheets used will be included on a DVD.
 - b. Exhibits

The Engineer will develop and create overall location maps, drainage area maps, and exhibits illustrating each basin location and potential storage volume.
7. Direct Expenses

Direct expenses will include items such as printing and reproduction, deliveries, and mileage.

EXHIBIT B
Fee Schedule
Assessment of Regional Detention Options - TIRZ 17 – T1735

	DESCRIPTION OF WORK TASKS	PRINCIPAL	PROJ MGR / TEAM LDR	SR PROF ENG	GRADUATE ENGINEER	DESIGNER	PROJ ADMIN	TOTAL HOURS	TOTAL LABOR COSTS
A	BASIC ENGINEERING SERVICES								
1	General Project Management								
a	General project management and administration	1	4	4			2	11	\$ 1,710.00
b	Project coordination and status meetings (2 meetings)	3	6	6	3		2	20	\$ 3,185.00
	Total	4	10	10	3	0	4	31	\$ 4,895.00
2	Property Research								
	Property Research	1	2	8	8			19	\$ 2,720.00
	Total	1	2	8	8	0	0	19	\$ 2,720.00
3	Benefit Determination								
a	Volume estimation		1	4	8			13	\$ 1,705.00
b	Basin benefit analysis		6	32	8			46	\$ 6,830.00
c	RDS Model with Regional Model		6	24	8			38	\$ 5,630.00
d	Evaluate basin performance	1	6	16	8			31	\$ 4,660.00
	Total	1	19	76	32	0	0	128	\$ 18,825.00
4	Coordination with Landscape Architect								
	Coordination with landscape architect	1	2	6	8			17	\$ 2,420.00
	Total	1	2	6	8	0	0	17	\$ 2,420.00
5	Planning level cost estimates								
	Planning level cost estimates		2	4	8			14	\$ 1,890.00
	Total	0	2	4	8	0	0	14	\$ 1,890.00

EXHIBIT B
Fee Schedule
Assessment of Regional Detention Options - TIRZ 17 – T1735

	DESCRIPTION OF WORK TASKS	PRINCIPAL	PROJ MGR / TEAM LDR	SR PROF ENG	GRADUATE ENGINEER	DESIGNER	PROJ ADMIN	TOTAL HOURS	TOTAL LABOR COSTS
6	Report and Exhibits								
a	Report Text	1	6	16	16		2	41	\$ 5,720.00
b	Exhibits		2	4	16			22	\$ 2,810.00
	<i>Total</i>	1	8	20	32	0	2	63	\$ 8,530.00
7	Direct Costs and Reimbursable Expenses								
	Printing/reproduction, deliveries and mileage								\$ 563.00
	<i>Total</i>	0	0	0	0	0	0	0	\$ 563.00
	TOTAL HOURS	8	43	124	91	0	6	272	
	Contract Labor Rate	\$230.00	\$185.00	\$150.00	\$115.00	\$100.00	\$70.00		
	TOTAL LABOR COSTS	\$1,840.00	\$7,955.00	\$18,600.00	\$10,465.00	\$0.00	\$420.00		\$39,843.00

Total Contract	\$39,843.00
-----------------------	--------------------

A.	DIRECT COSTS	QUANTITY	UNIT	COST	TOTAL
1	Printing and reproduction	1.00	LS	\$ 500.00	\$ 300.00
2	Deliveries	1.00	LS	\$ 150.00	\$ 150.00
3	Mileage	200.00	MILE	\$ 0.57	\$ 113.00
	TOTAL Direct Costs				\$ 563.00



April 9, 2014

Mr. Don Huml, Executive Director
Executive Director
Memorial City Redevelopment Authority
8955 Katy Freeway, Suite 215
Houston, TX 77024

Reference: **Proposal to Update the Phase I Environmental Site Assessment for Lumpkin Road from IH-10 to Westview Drive (WBS No. T-170015-0001-3)**

Mr. Huml:

On behalf of Aviles Engineering Corporation (AEC), Lockwood, Andrews and Newnam, Inc. (LAN) is pleased to submit this proposal to conduct an updated Phase I Environmental Site Assessment (ESA PH-I) of Lumpkin Road from IH-10 to Westview Drive.

AEC's services will be conducted in general accordance with American Society for Testing and Materials (ASTM) E1527-13, and City of Houston requirements. The services will be conducted on a lump sum basis with the attached fee. AEC estimates their services to be \$6,965 for the project, with LAN's 8% markup to review the work the total estimate for these services is **\$7,522**.

Please feel free to contact me at 713.266.6900 if you have any questions or require any additional information.

Sincerely,

Muhammad Ali, P.E.
Project Manager

Attachments: Exhibit A –
AEC's proposal

Accepted For
Memorial City Redevelopment Authority

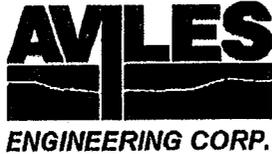
04-10-14
Signature Date

Don Huml
Print

Accepted for City of Houston

Signature Date

Print



April 8, 2014

Mr. Muhammad M. Ali, P.E.
Project Manager
Lockwood, Andrews & Newman, Inc.
2925 Briarpark Drive, Suite 400
Houston, Texas 77042

Subject: Proposal to Perform Updated Phase I Environmental Site Assessment
Lumpkin Road from Interstate 10 Frontage Road to Westview Drive
Memorial City Redevelopment Authority TIRZ CIP No. T-1709
WBS No. N-T17000-0012-3
AEC Proposal No. E14-04-02

Dear Ms. Ali:

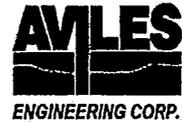
In response to your request, AVILES ENGINEERING CORPORATION (AEC) is pleased to submit this proposal to conduct an Updated Phase I Environmental Site Assessment (ESA-I) of the right-of-way of Lumpkin Road from the Interstate Highway 10 Frontage Road to Westview Drive in western Houston, Texas. The proposed Updated ESA-I of the Subject Right-of-Way will be conducted in general accordance with American Society for Testing and Materials (ASTM) E1527-13, Standard Practice for Phase I Environmental Site Assessments as modified by the guidelines in Section 11.25 of Chapter 11 - Geotechnical and Environmental Requirements (07-01-2012) of the City of Houston Department of Public Works and Engineering for conducting an ESA I on rights-of-way which will be involved in City construction projects.

The Estimated Cost for performing the Phase I ESA of the Subject Right-of-Way as proposed herein is \$6,965.00 The itemized cost proposal is attached.

The updated Phase I ESA will be performed in accordance with the separate previously executed Agreement between Lockwood, Andrews & Newnam, Inc. (LAN) and AEC. AEC will complete and submit one bound and one unbound copies of the Phase I ESA report to LAN within 45 days after we receive project authorization and a notice to proceed. As appropriate, the report will be revised in response to comments. Following any necessary revisions, we will prepare and submit one unbound copy of the revised Phase I ESA report and a compact disk (CD) that contains a pdf file copy of the report. Invoices will be submitted to you upon completion of the project and remittance will be due within 30 days of the date on the respective invoice. For your convenience, a project authorization and notice to proceed form is included below that can be completed, signed, and faxed or mailed to AEC.

5790 Windfern • Houston, Texas 77041 • Phone (713) 895-7645 • Fax (713) 895-7943

Mr. Muhammad M. Ali, P.E.,
Lockwood, Andrews, & Newnam, Inc.
Proposal to Perform Updated Phase I Environmental Site Assessment
Lumpkin Road from IH-10 Feeder to Westview Drive
TIRZ CIP No. T-1709
AEC Proposal E14-04-02
April 8, 2014
Page 2 of 2



AEC appreciates the opportunity to submit this proposal to LAN for environmental services. Please contact me if you should have any comments or questions in response to this proposal.

Sincerely,
AVILES ENGINEERING CORPORATION

A handwritten signature in black ink, appearing to read "R. Metzger", is written over a horizontal line.

Robert J. Metzger, P.G.
Senior geologist

Attachments

AUTHORIZATION AND NOTICE TO PROCEED
To Perform an Updated Phase I ESA of Lumpkin Road Subject
Right-of-Way from Interstate Highway 10 Frontage Road to
Westview Drive

The signature below authorizes the work described herein.

FOR: LOCKWOOD, ANDREWS & NEWNAM

Signature

Printed Name and Title

Date

Proposal No. E14-04-02
Lumpkin Road from I-10 Feeder Road to Westview Drive
Updated Phase I ESA
Not to Exceed Cost Estimate

Task	Descript	Units	Unit Rate	Cost
1. Site Recon & Interviews	Geologist	24	70	1,680.00

2. Search Federal and State Environmental Databases; review of files at TCEQ	Geologist	16	70	1,120.00
--	-----------	----	----	----------

3. Review Historical Aerials, Topographic Maps, Sanborn Maps and City Directories	Geologist	12	70	840.00
---	-----------	----	----	--------

4. Prepare Report	Sr. PM	2	105	210.00
	Geologist	32	70	2,240.00
	Drafting	4	50	200.00
TOTAL LABOR		90		6,290.00

Expenses

Radius Report & Aerial Photos	1	160	160.00
Historical Aerial Photos & Topos	1	65	65.00
Travel	1	50	50.00
Report Reproduction	1	400	400.00
TOTAL EXPENSES			675.00

TOTAL COSTS				6,965.00
--------------------	--	--	--	-----------------

RESOLUTION AUTHORIZING EXECUTIVE DIRECTOR
TO TAKE CERTAIN ACTIONS REGARDING
MANAGEMENT OR DEVELOPMENT OF AUTHORITY PROJECTS

WHEREAS, the TIRZ 17 Redevelopment Authority (aka Memorial City Redevelopment Authority) (the "Authority") has been legally created and operates pursuant to the general laws of the State of Texas applicable to local government corporations; and

WHEREAS, in order to fulfill the purposes for which it was created, the Authority develops capital projects; and

WHEREAS, the Board of Directors of the Authority (the "Board") meets monthly to approve pay estimates and change orders and make policy decisions regarding the development of the Authority's capital projects; and

WHEREAS, between Board meetings there may arise circumstances or situations relating to an Authority project whereby a prompt decision is required in furtherance of the Authority's interest or the public interest, safety and well being, such as decisions relating to traffic management or pedestrian safety enhancements during construction; and

WHEREAS, the Authority's Executive Director is familiar with the Authority's projects; Now, Therefore,

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF TIRZ 17 REDEVELOPMENT AUTHORITY THAT:

Section 1. The Authority's Executive Director is hereby authorized to commit up to \$10,000 of the Authority's budgeted funds for a capital project in order to address an emergency or to provide a prompt response to situations addressing the Authority's interests or the public's safety, welfare and interest. The Executive Director shall make every effort to advise and seek advance approval of the Chair or other Board member before committing such funds.

Section 2. Should the Executive Director commit the Authority's funds pursuant to his or her delegation of power under this Resolution, he or she shall report such activity at the next Board meeting.

PASSED AND APPROVED this 6th day of January, 2009.



Chair, Board of Directors

ATTEST:



Secretary, Board of Directors

March 28, 2014

Muhammad M. Ali, PE
Associate, Project Manager
Lockwood, Andrews & Newnam, Inc.
2925 Briarpark Drive, Suite 400
Houston, TX 77042

RE: Boundary Surveying in the Town and Country Area

Dear Mr. Ali

Kuo & Associates, Inc. is pleased to submit this proposal to perform boundary surveying services for the above referenced project for preparing survey plats and metes and bound descriptions for **three parcels (Parcel A, B and C)** as shown in the attached **Exhibit**. The scope of work and fee will be as follows:

SCOPE OF WORK

Survey will comply with Category 1A, Condition 2 survey of the latest TSPS Manual and City of Houston survey requirements as applicable/feasible. Horizontal and vertical controls will be established and tied to the Texas State Plane Coordinate System, South Central Zone NAD 83 (CORS 96) and datum NAVD 88. In conformance, the scope of work will include the following:

- Surveying the parcel area as necessary to reflect latest condition
- Searching and surveying monuments for property boundary
- Abstracting and deed research
- Preparing boundary plat
- Preparing metes and bound description for the parcel
- Map check closure for the parcel
- Setting the parcel on the ground as appropriate

The deliverables will be signed and sealed boundary plat in mylar, field notes and supporting last deed of record for each parcel.

It is assumed your office will be providing right-of-entry as needed to work within the areas of private properties.

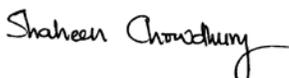
FEE & SCHEDULE:

The total fee is estimated as a total lump sum amount of \$10,598.00 as itemized below . The detail of level of efforts are attached

Item	Fee
Parcel A	\$3,081.00
Parcel B	\$3,081.00
Parcel C	\$4,436.00
Total Cost	\$10,598.00

We can complete the work within 35 calendar days upon receiving your notice to proceed and as well obtaining right of entry to the private properties (if required).

Sincerely,



Shaheen Chowdhury, P.E., R.P.L.S.

Typical Level of Efforts for Each of Parcel A and B							
ITEM	Principal \$180.00	RPLS \$125.00	SIT \$90.00	CADD \$70.00	Survey Crew \$134.00	Hrs	Cost
Establish/recovery of survey controls					2	2	\$268.00
Limited Field survey work					4	4	\$536.00
Abstracting for verification							\$150.00
Deed research for verification		1	1				\$215.00
Boundary plat		1	2	8		11	\$865.00
Boundary metes and bounds		1	2			3	\$305.00
boundary set in the ground			1		3	4	\$492.00
QA/QC		2				2	\$250.00
Proj. Management						0	\$0.00
Total Cost							\$3,081.00

Typical Level of Efforts for Parcel C							
ITEM	Principal \$180.00	RPLS \$125.00	SIT \$90.00	CADD \$70.00	Survey Crew \$134.00	Hrs	Cost
Establish/recovery of survey controls					3	3	\$402.00
Field survey work					8	8	\$1,072.00
Abstracting							\$350.00
Deed research		2	5				\$700.00
Boundary plat		1	2	8		11	\$865.00
Boundary metes and bounds		1	2			3	\$305.00
Boundary set in the ground			1		3	4	\$492.00
QC/QA		2				2	\$250.00
Proj. Management						0	\$0.00
Total Cost							\$4,436.00

Document 00645

CERTIFICATE OF SUBSTANTIAL COMPLETION

PROJECT: Briar Branch Stormwater Detention Basin
CONTRACT No.: _____ PROJECT No.: WBS No.T17000-0011-6

TO: L. N. McKean, Inc.
Contractor and P.O. Box 130250
Address for Written Notice The Woodlands, TX 77393

- 1.01 DATE OF SUBSTANTIAL COMPLETION
The Work performed under the Contract was inspected on 3/25/14 and found to be substantially complete. The Date of Substantial Completion of the Work is hereby established as 3/25/14
- 1.02 PUNCH LIST
A list of items to complete or correct is attached hereto. Failure to include any items on the list does not alter the responsibility of Contractor to complete the Work in accordance with the Contract. The Contractor shall complete or correct the Work on the list attached hereto within 25 days from the above Date of Substantial Completion
- 1.03 OCCUPANCY BY THE CITY:
N/A
- 1.04 CONSENT OF SURETY
Contractor shall obtain consent of Surety for approval of reduction/release in retainage.
- 1.05 WARRANTY PERIOD
Warranties required by the Contract will commence on the above Date of Substantial Completion.
- 1.06 TRANSITION OF RESPONSIBILITIES
The TIRZ and Contractor agree that security, maintenance, heating, ventilating, air conditioning, utilities, damage to the Work, and insurance, during the period prior to Final Completion, transfer to the City unless otherwise stated in the attached Transition of Responsibilities document.
- 1.07 CONTRACTOR'S ACKNOWLEDGEMENT
Signature of Contractor, or its agent, acknowledges attached Punch List, referenced in Paragraph 1.02, and Transition of Responsibilities, referenced in Paragraph 1.06.

Lee McKean, Jr.
Contractor – L.N. McKean, Inc.


Signature

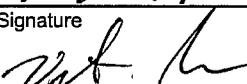
4-15-14
Date

Richard L Butler
Construction Manager – LAN


Signature

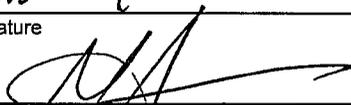
4/17/14
Date

Victor Rendon
Inspector – LAN


Signature

4/17/14
Date

Muhammad Ali
Project Manager – LAN


Signature

4/17/2014
Date

Don Huml
TIRZ 17 Executive Director –


Signature

04/22/14
Date

END OF DOCUMENT



CONSTRUCTION OBSERVATION REPORT

Date: 4/2/14

Filing Data Code 6.7

COR No.:	01	<table border="1"> <thead> <tr> <th colspan="2">Routing</th> </tr> </thead> <tbody> <tr><td> </td><td> </td></tr> </tbody> </table>		Routing											
Routing															
Project No.:	130-10384-011														
Project:	Briar Branch Detention Basin (W140-01-00)														
Client:	Memorial District Redevelopment Authority - TIRZ17														
Observation Date:	3/20/14														
Attendees:	Brian Whitney - LAN Victor H. Rendon - LAN Martin Nalbandian - LAN														

Purpose:	LAN Substantial Completion Inspection
-----------------	---------------------------------------

Discussion:
The following summarizes our understanding of the construction observed. If this differs from your understanding, please notify us in writing within five days.

- The following items were noted as requiring correction or completion.
1. Provide field elevations of both concrete interceptors (top on both sides, and flowline on each side), and backslope swales at 50-ft intervals to high point. Also need elevation at properties line perpendicular to interceptors. Based on visual observation, interceptors appear to be slightly higher (6-inches) than per plans as they are to be below property elevation to provide positive drainage. (Elevations are to check adequacy of current construction.)
 2. Provide field elevations of northeast and northwest corners, the areas appear to be at a slightly lower elevation and appears to drain into the Briar Branch channel rather than into detention basin based on field observations. Grading along the northwest side must maintain a top of bank between the concrete weir and the existing top of bank at the Costco property line, and areas south of this line must grade back to the backslope swale at a 2% desired slope, and 1% minimum, as start of backslope swale should be 6-inches below the lowest property line elevation in this area. On northeast corner there is an apparent low point at the water line cut and plug location. Grading in this area should provide a high point or berm up to the top of bank that directs all areas south of the channel top of bank towards the top of curb along the east side at a 2% desired slope and a 1% minimum. Field elevations at corner of new concrete and corner of new curb are required to evaluate grading.
 3. Provide field elevations on the concrete pilot channel – At 24" outfall, and at each pipe outfall, and upstream end of concrete pilot channel. Obtain flowline of pipe at outfall, and MH top and flowlines on south side of property. (elevation data to check against design plans)
 4. Sediment control is recommended at the 24-inch storm sewer outlet to prevent loss of sediment. Sediment control is required until vegetation is established.
 5. Replace manhole frame and cover according to standard detail on sheet 23 and HCFCD specification 02630.
 6. Replace mortar around existing sanitary sewer ring cover damaged during construction.
 7. Remove concrete debris from channel slope and grade slope to existing conditions. Disturbance of existing slope must be repaired and filled to match existing low flow channel as per HCFCD guidelines with select fill materials, and vegetation established as per details west of concrete weir, and east of slope paving at location of prior utility project to the limits of the project.
 8. Install permanent sprinkler irrigation system (Subject to additional comments after completion).



(continued)

9. Install metal fence (Subject to additional comments after completion).
10. Install permanent landscaping (Subject to additional comments after completion).
11. Install hydromulch seeding w/mulch (Subject to additional comments after completion).
12. Repair/replace cracked curbs at the construction truck entrance and at the exit of the driveway to IH-10 (Subject to additional comments after completion).
13. Repair chips in back of curb at approximate Station 11+25 (Subject to additional comments after completion).
14. Remove large roots and concrete debris from top soil along the entire basin. All existing large roots are to be removed from the fence along west side of property.
15. Restore adjacent Frost property to existing condition, i.e., grade out tire tracks.
16. Remove sediment along HCFCD concrete channel caused by construction activities.

Distribution	Prepared By
Attendees	Signature:  Print Name: MARTIN NALBANDIAN



MEMORIAL CITY REDEVELOPMENT AUTHORITY

Tax Increment Reinvestment Zone No. 17

CHANGE ORDER

Document 00941
CHANGE ORDER No. 1

PROJECT: Briar Branch Stormwater Detention Basin

TO: L.N. McKean, Inc. PROJECT No.: T-17000-0011-6
Contractor and P.O. Box 130250
Address for Written Notice The Woodlands, TX 77393

1.01 DESCRIPTION OF CHANGES

CONTRACT CHANGE

	Amount	Time
ITEM 1 SCOPE: Adjust contract time due to inclement weather and for the fabrication / delivery / erection of new fence		37 Days

JUSTIFICATION: Inclement weather (ice, snow, rain and mud) during the months of November, December, January and February prevented planned progress from being achieved. Also, the addition of the fence along the south property line extended beyond the original completion date.

Unit Item No	Unit Item Description	Unit	Add/Deduct Qty	Unit Price	Amount	
					Deduct	Add
SUBTOTAL					\$0.00	\$0.00
TOTALS:					\$0.00	37 Days

1.02 ACCEPTANCE BY CONTRACTOR

Contractor agrees to perform change(s) included in this Change Order for the price and time indicated. The prices for this and previous Change Orders constitute full, final, & complete settlement for all cost and schedule impacts.

L.N. McKean 4-14-14
Contractor Signature and Title Date
PRESIDENT

1.03 ACCEPTANCE BY MEMORIAL CITY REDEVELOPMENT AUTHORITY

[Signature] 4/14/14
Construction Manager Date
[Signature] 4/14/2014
Project Manager Date
[Signature] 4-22-14
Executive Director, TIRZ No. 17 Date



MEMORIAL CITY REDEVELOPMENT AUTHORITY

Tax Increment Reinvestment Zone No. 17

CHANGE ORDER

Document 00941
CHANGE ORDER No. 1

PROJECT: Briar Branch Stormwater Detention Basin

EXECUTIVE SUMMARY

1.01 CONTRACT PRICE SUMMARY		DOLLAR AMOUNT	PERCENT
A.	Original Contract Price	\$2,835,903.90	100.0%
B.	Previous Change Orders	\$0.00	0.0%
C.	This Change Order	\$0.00	0.0%
D.	Contract Price	\$2,835,903.90	100.0%

Date of Commencement of the Work: Wednesday, August 21, 2013

1.02 CONTRACT TIME SUMMARY		DURATION	COMPLETION DATE
A.	Original Contract Time	180 Days	Monday, February 17, 2014
B.	Previous Change Orders	0 Days	Monday, February 17, 2014
C.	This Change Order	37 Days	Wednesday, March 26, 2014
D.	Contract Time	217 Days	Wednesday, March 26, 2014

1.03 TOTAL VALUE OF INCREASES OUTSIDE OF GENERAL SCOPE OF WORK

A. Including this Change Order, the following table is provided to track conditions related to Paragraph 7.1.2.3 of Document 00700 - General Conditions.

CHANGE ORDER No.	AMOUNT ADDED	PERCENT OF ORIGINAL CONTRACT PRICE
		0.0%
TOTALS		0.0%

END OF DOCUMENT



Memorial City Redevelopment Authority
8955 Katy Freeway, Suite 215
Houston, Texas 77024
713-829-5720

EXECUTIVE DIRECTOR'S REPORT
April 2014

T-1709, Lumpkin Road Improvements. Project is on target. However, we will need to close on certain right-of-way acquisitions prior to City of Houston approval of the 100% complete design and construction documents. We currently conduct weekly conference calls between ABHR, LAN, and TIRZ to track and monitor progress. May will be a milestone month in terms of ROW acquisition progress.

T-1715A, Barryknoll East. Project is on target. AT&T has finally finished the relocation of their underground utilities. As a result our general contractor, Texas Sterling Construction, has resumed work and is operating at "full steam ahead."

T-1717, Town & Country West. The schedule has been extended by 93 days to reflect the additional design and construction time required to "maximize detention." At this time the preliminary amount of underground detention proposed within the right-of-way is approximately 8 acre feet. The proposed detention would require TXDoT approvals.

T-1722, Queensbury Signalization. The project is on hold. Please see attached report from Gunda Corp. There is an interest by Moody Rambin to enter into a developer agreement with MCRDA to manage and complete the project. The developer desires to reconfigure the intersection per the attached exhibit. The next step is for Moody Rambin to review the proposed intersection configuration with City Officials and get back with MCRDA regarding options.

T-1734, W140 Channel Improvements. Project is on target. Please see attached report from Klotz and Associates.

Community Outreach Update. There has not been a Community Outreach Update since the January Board meeting. So, here are the follow up-dates for February, March, and April. The first quarter proved to be a very busy and productive time for TIRZ community outreach and local interaction endeavors.

- On the last day of January attended the Transportation Advocacy Group (TAG) Annual Meeting. Sat by County Commissioner Jack Cagle. Talked with City Council Members Brenda Stardig and David Robinson. Talked with Dennis Petersen, Jack Drake, Rafael Ortega, and Derek Saint John from LAN.

EXECUTIVE DIRECTOR'S REPORT CONT'D

February

- In February, Chair Ann Givens and I attended the Houston West Chamber of Commerce 16th Annual Economic Development Summit and Star Awards Luncheon. Talked with Texas State Representative Jim Murphy, City Council Member Michael Kubosh, Management District Chair Ben Gillis, and Memorial Examiner Editor Rusty Graham.
- Attended Spring Valley Village drainage meeting with Mayor Tom Ramsey, Lee Lennard, PE, and Derek Saint John, PE, to discuss the W-140 Channel project.
- On February 13th, attended District G CIP Meeting hosted by CM Oliver Pennington. Provided for the audience a brief narrative regarding recent TIRZ activities. Talked with City Council Members Oliver Pennington and David Robinson, PWE Director Dan Krueger, PWE Carol Haddock, Pat Walters of the Management District, Clark Martinson of the Energy Corridor, and Gary Struzick, PE.
- Attended February Northwest Division Police Officers PIP meeting. Talked with Capitan Rick Bowns, Officer Chris Engelhardt, and Management District Chair Ben Gillis.
- Friday evening on February 28th, attended Houston Engineer of the Year Award Honoring Stephen Costello. Talked with City Council Members Stephen Costello and David Robinson. Talked with Harris County Flood Control Director Mike Talbott. Visited with PWE Director Dan Krueger and Deputy Director Dan Menendez, and Wayne Klotz, PE.
- On February 25th, attended the District A CIP Meeting hosted by CM Brenda Stardig. Provided for the audience a brief narrative regarding recent TIRZ activities. Talked with City Council Member Brenda Stardig, PWE Director Dan Krueger, met Assistant Chief of Police Don McKinney, talked with Capitan Rick Bowns, Management District Pat Walters, Muhammad Ali, PE with LAN.

March

- On March 6th, attended Management Districts Meeting hosted by Goodman Corp. Talked with CM Stephen Costello and Texas State Representative Jim Murphy, talked with Deputy Director Gwen Tillotson and Ralph De Leon from the Mayor's Office. Talked with Midtown Executive Director Matt Thibodeaux and Upper Kirby Executive Director Jamie Brewster. Sat by Barry Goodman of Goodman Corp.
- Also on March 6th, attended 7th Annual Morgan Event. Talked with TIRZ Directors Brad Freels and Bob Tucker. Talked with MetroNational President Loc McNew, Upper Kirby District Executive Director Jamie Brewster (Upper Kirby District won the Morgan Award by the way), and Kudela Weinheimer Principle Darin Weinheimer.
- On Saint Patrick Day (no continuing education that day) attended Memorial Super Neighborhood infrastructure group meeting at the request of Roberta Prazak. Talked with community leaders.
- March 18th attended Houston Galveston Area Council (H-GAC) Board Meeting. Talked with Jeff Table with H-GAC.
- March 26 attended TIRZ 16 Board Meeting. Talked with TIRZ 16 staff and Ramesh Gunda, PE with Gunda Corp.

EXECUTIVE DIRECTOR'S REPORT CONT'D

April

- On April 1st attended Urban Land Institute (ULI) "Suburban Market Place" luncheon. Talked with TIRZ Director Brad Freels, Transwestern Vice President Carlos Bujosa, Texas State Representative Jim Murphy, Marlene Gafrick with MetroNational, and Clark Martinson with the Energy Corridor.
- On April 2 met with the Mayor of Bunker Hill Village Jay Williams and Bunker Hill City Administrator Karen Glynn, PE, along with District 133 Director Deanna Harrington to discuss TIRZ and Bunker Hill relationships.
- On April 3rd, attended State of the City Luncheon. Talked with Midway Chairman Brad Freels, Midway CEO Jonathan Brinsden, and Midway Executive Vice President Shon Link. Sat by Houston Methodist Senior Vice President Sid Sanders. Talked with Jamie Brewster Executive Director of TIRZ 19 and said hello to John Breeding Executive Director of TIRZ 16 and Jack Drake.
- Attended TIRZ 2 Board of Directors Meeting. Talked with Executive Director Matt Thibodeaux and said hello to Senior Staff Analysis Jennifer Curley of the Mayor's Office.
- On April 10th, attended Spring Branch Super Neighborhood meeting. Talked with Ed Browne, TIRZ Director Bob Tucker. Said hello to Jack Valinski with the City of Houston and Virginia Gregory.



GUNDA CORPORATION

Engineers, Planners & Managers

April 22, 2014

Mr. Don Huml
Executive Director
Memorial City Redevelopment Authority
8955 Katy Freeway, Suite 215
Houston, TX 77024

RE: TIRZ #17 Queensbury-Town and Country Blvd Signal
Progress Report for work performed through April 22, 2014
GUNDA Project #13017-01

Dear Mr. Huml:

I. Work Performed through April 22, 2014:

- Received comments from COH
- No other activity until TIRZ 17 has a discussion with City of Houston regarding intersection realignment.

II. Work anticipated next period:

- Have a meeting with City of Houston and TIRZ 17 to discuss the intersection modifications before addressing COH comments

III. Upcoming Deliverables:

- None

IV. Future Scheduled Meetings:

- None

V. Information required:

- City of Houston approval for Signal Warrant Analysis Study

Sincerely,

Lokesh Vijayagopal, P.E., PTOE

Weekly Progress Report

Attention: Mr. Don Huml

Project: TIRZ 17 – Briar Branch Channel Improvements Status

Date: April 23, 2014

Klotz Associates Job No.: 1111.002.000 **File:** 1.07

TIRZ 17 CIP number: T - 1734

Prepared By: Gary Struzick, P.E., CFM

Work performed through April 23, 2014:

- Klotz Associates conducted an internal kick-off meeting where we assembled the staff assigned to this project and provided direction and coordination with these staff members.
- The Klotz Associates team has conducted a field reconnaissance of the channel and detention basin.
- Klotz has reviewed the draft LAN Preliminary Engineering Report and Drainage Impact Report for this project as well as the project documentation provided by LAN.
- Klotz has reviewed previous topographic information and record drawings and has prepared a list for additional survey.
- Klotz is coordinating with LAN to obtain access to their InfoWorks software in order to convert and download the Briar Branch model into SWMM.
- Klotz Associates has developed the base maps and base plan and profile drawings from the survey and record drawings provided. The design Plan and profiles have begun using the previous draft plans. This will be an ongoing effort and will take significant time to complete

Work anticipated from April 24, 2014 through May 2, 2014:

- Klotz will authorize Kuo to perform survey work on the additional survey along and adjacent to Briar Branch needed for Final Design determined in the previous week.
- Klotz will continue working on updates to the design plan and profile drawings using the previous draft plans.
- On the evening of Friday, May 2nd, Klotz will be given access for the weekend to download the Briar Branch model from LAN.

CIP IN PROGRESS SCHEDULE - APRIL 2014
TIRZ 17 Redevelopment Authority

ID	Task Name	Finish	2014						2015			2016	
			H2	H1		H2	H1		H2	H1			
1	T-1709, Lumpkin Road Improvements	Mon 8/31/15											
2	Detailed Design	Mon 5/19/14											
3	Approvals / Bidding	Fri 7/18/14											
4	ROW Acquisition	Fri 7/18/14											
5	Construction	Mon 8/31/15											
6	Complete	Mon 8/31/15											
7	T-1715A, Barryknoll East	Sat 7/19/14											
8	Phase I Construction	Fri 12/13/13											
9	Demobilization	Mon 3/31/14											
10	Phase II Construction	Sat 7/19/14											
11	Complete	Sat 7/19/14											
12	T-1717, Town & Country West	Wed 10/28/15											
13	Preliminary Design	Fri 5/2/14											
14	Detailed Design	Wed 12/31/14											
15	Construction	Wed 10/28/15											
16	Complete	Wed 10/28/15											
17	T-1731A, Briar Branch Detention Basin	Wed 4/30/14											
18	Construction	Mon 3/31/14											
19	Close Out	Wed 4/30/14											
20	Complete	Wed 4/30/14											
21	T-1734, W140 Channel Improvements	Tue 3/15/16											
22	Detailed Design	Mon 9/15/14											
23	Approvals / Bidding	Mon 12/15/14											
24	Construction	Tue 3/15/16											
25	Complete	Tue 3/15/16											



END OF REPORT