

**MINUTES OF THE MEETING OF THE
TIRZ 17 REDEVELOPMENT AUTHORITY/MEMORIAL CITY REDEVELOPMENT AUTHORITY
CITY OF HOUSTON, TEXAS
BOARD OF DIRECTORS**

August 6, 2015

ESTABLISH QUORUM AND CALL MEETING TO ORDER.

The Board of Directors of the TIRZ 17 Redevelopment Authority/Memorial City Redevelopment Authority, City of Houston, Texas, held a regular meeting on Thursday, August 6, 2015, at 8:00 a.m. at the HEB @Bunker Hill Community Room, 9710 Katy Freeway, Houston, Texas 77055, 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 – David A. Hamilton
Position 2 – John Rickel
Position 3 – Bob Tucker, *Asst. Secretary*
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 Directors Rickel and Hodges, thus constituting a quorum. Also present were consultants Scott Bean, Linda Clayton and Josh Hawes, all with Hawes Hill Calderon, LLC; and Jessica Holoubek, Allen Boone Humphries Robinson, LLP. Others attending the meeting were Muhammad Ali, Lockwood Andrews & Newman, Inc.; Ed Conger, Klotz Associates, Inc.; Jim Webb, Goodman Corporation; Michelle Lofton, ETI Bookkeeping Services; James Vick, SWA; and Lokesh Vijayagopal, Gunda Corporation; Jennifer Curley, COH - Economic Development; Council Member Brenda Stardig; Amy Peck, Council Member Stardig's office; Jack Valinski, COH; Pat Walters, Memorial Management District; Ed Browne, Jim Shroff; Margo Withers, Karen Glynn, Kathy and Jerry Proske, Kay Haslam; Jim Smith; Sallie Schwall; Marsha Loring; Barbara Drell; Robert Benz; Bruce Nichols; Carolyn Elliott; Peter Tomlinson; Amy Hampton; Louise Hansen; Charles Hampton; Virginia Gregory; Donna Freedman; Cyd Dillahunty; Kenneth Lowry; Lee Martin; James Riley; Lois Meyers; and Ron Kelm. Chair Givens called the meeting to order at 8:03 a.m.

RECEIVE PUBLIC COMMENTS.

Bruce Nichols discussed the flooding problem in the area. He stated the TIRZ was not keeping its promise to build a new detention.

Carolyn Elliott discussed the flooding in Frostwood Subdivision. She reported her home completely flooded during the Memorial Day flood and requested the Board to please help the residents and make it the Board's top priority to fix the problem.

Peter Tomlinson discussed the flooding situation. He stated the TIRZ is the one organization that has the responsibility to help the flooding situation.

Amy Hampton reported she lives in Frostwood Subdivision and discussed the flood situation.

Louise Hansen discussed the Frostwood Subdivision and flooding situation and stated everyone needed to work together to fix the problem. She reported the subdivision did not flood in the 70's before all the construction in the area.

Charles Hampton stated when he bought his home it was not in the flood zone. He stated the problem was a pure run-off problem because of inadequate detention and stated the problem needs to be priority of the TIRZ Board for a new detention in the area.

Virginia Gregory discussed problems with pumps at the Conrad Sauer detention.

Donna Freedman discussed the detention ponds in the areas.

Cyd Dillahunty stated she lives behind Costco. She discussed drainage issues.

Kenneth Lowry stated he lives behind Costco. He reported the area flooded six years ago and during the Memorial Day flood. He stated the ditch behind HEB needs to be widened.

Lee Martin discussed being downstream from developments and the detention and flooding issues.

James Riley stated he is a resident of the Bunker Hill Townhouse Community. He stated his concern is the community is turning into a detention pond. He stated the need to use civil engineers to provide flow rate analysis and the use of TxDOT for a street analysis in the area.

Ed Browne stated he is the Chair of Residents Against Flooding and discussed the detention and flooding problems.

Kay Haslam discussed the W153 water shed and how the bayou backs into it and is always full.

Lois Meyers discussed detention ponds/basins and flooding issue.

Ron Kelm discussed homes in Shadow Wood never flooding until 2009. He stated approximately 20% of the homes flooded during the Memorial Day flood.

APPROVE MINUTES OF JUNE 30, 2015, REGULAR MEETING.

Upon a motion duly made by Director Freels, and being seconded by Director Airola, the Board voted unanimously to approve the Minutes of the June 30, 2015, Board meeting, with the amendment reflecting Ed Browne during public comments stated the pumps were being turned on too early at the Conrad Sauer detention pond and that he did not state the detention pond was not working.

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, included in the Board agenda materials. She reported the tax increment had been received from the City in the amount of \$11,488,134.05 and would be reflected on next month's report. Upon a motion duly made by Director Hamilton, and being seconded by Director Airola, the Board voted unanimously to accept the Bookkeeper's Report and approved payment of invoices, as presented.

ADOPT RESOLUTION CHANGING AND APPOINTING INVESTMENT OFFICER.

Ms. Holoubek reported the investment officer previously appointed was Don Huml, and she was recommending the Board change its investment officer and to appoint Kenneth Byrd. Upon a motion duly made by Director Freels, and being seconded by Director Hamilton, the Board voted unanimously to adopt the Resolution Changing and Appointing Kenneth Byrd as its Investment Officer, as presented.

ACCEPT DISCLOSURE STATEMENTS FOR INVESTMENT OFFICER AND BOOKKEEPER.

Ms. Holoubek reviewed the Disclosure Statements, included in the Board agenda materials, and reported the investment officer and bookkeeper did not have anything to disclose and she was recommending the Board accept the disclosure statements. Upon a motion duly made by Director Airola, and being seconded by Director Tucker, the Board voted unanimously to accept the Disclosure Statements from the Investment Officer and Bookkeeper, as presented.

APPROVE AMENDED EXHIBIT A TO DEPOSITORY PLEDGE AGREEMENT(S).

Ms. Holoubek reviewed the Amended Exhibit A to the Depository Pledge Agreement and reported the amendment changed the listed investment officer to Kenneth Byrd and she was recommending the Board approve. Upon a motion duly made Director Hamilton, and being seconded by Director Freels, the Board voted unanimously to approve the Amended Exhibit A to Depository Pledge Agreement, as presented.

CONDUCT ANNUAL REVIEW OF INVESTMENT POLICY AND ADOPT RESOLUTION REGARDING ANNUAL REVIEW OF INVESTMENT POLICY.

Ms. Holoubek reported she had reviewed the investment policy and had no recommended changes. Upon a motion duly made by Director Tucker, and being seconded by Director Airola, the Board voted unanimously to adopt the Resolution Regarding Annual Review of Investment Policy, as presented.

REVIEW, REVISE AND ADOPT RESOLUTION ESTABLISHING THE AUTHORIZED DEPOSITORY INSTITUTIONS AND ADOPTING LIST OF QUALIFIED BROKER/DEALERS WITH WHOM THE AUTHORITY MAY ENGAGE IN INVESTMENT TRANSACTIONS.

Ms. Holoubek reviewed the Resolution and list of qualified broker/dealers, included in the Board agenda materials, and answered questions. Upon a motion duly made by Director Airola, and being seconded by Director Hamilton, the Board voted unanimously to adopt the Resolution Establishing the Authorized Depository Institutions and Adopting List of Qualified Broker/Dealers with Whom the Authority May Engage in Investment Transactions, as presented.

RECEIVE UPDATE WITH REGARD TO CIP.

Chair Givens updated the Board on meetings with the City regarding the CIP. She reported the City is reviewing suggestions made by the Authority and responses had not been received as yet. There was a lengthy discussion regarding the CIP. Ms. Curley reported comments should be received in the next two weeks from Public Works. No action from the Board was required.

RECEIVE ENGINEER'S REPORT FROM LAN INCLUDING:

- a. **Lumpkin Road Improvements Project construction status; including approval of time modifications, changes in work and pay applications.**

Mr. Ali updated the Board on the Lumpkin Road improvements project, a status report was included in the Board agenda materials. He reported all of the 8x8 boxes have been installed. He went over pay application number 6 and reported SER Construction had completed all requirements in the estimate and reported LAN was recommending the Board approve the pay application in the amount of \$1,289,826.67. Upon a motion duly made by Director Hamilton, and being seconded by Director Airola, the Board voted unanimously to approve pay application in the amount of \$1,289,826.67 to SER, as presented.

- b. **Town and Country Boulevard design status report**

Mr. Ali reported the City had requested modifications to the design schematics and LAN would be presenting to the Board at the next meeting. No action from the Board was required.

- c. **Approval of general Engineering Consulting Services proposal**

Mr. Ali went over the proposal submitted by LAN for engineering consulting services, included in the Board agenda materials. He reported time would be billed on an hourly basis, not to exceed \$15,000 and the scope of services included assisting the Board in its implementation of the CIP. Upon a motion duly made by Director Hamilton, and being seconded by Director Freels, the Board voted unanimously to approve the LAN proposal in an amount not to exceed \$15,000, as presented.

- d. **Approval of Engineering Review of W140-01-000 Storm Sewer Improvements (Straws) proposal**

Mr. Ali went over the proposal for engineering review by LAN on the W140-01-000, included in the Board agenda materials, and answered questions. Upon a motion duly made by Director Freels, and being seconded by Director Airola, the Board voted unanimously to approve the proposal submitted by LAN for engineering review of W140-01-000 storm sewer improvements, as presented.

- e. **Other engineering matters and projects**

There was general discussion on ongoing projects. No action from the Board was required.

RECEIVE ENGINEER'S REPORT FROM KLOTZ ASSOCIATES, INCLUDING:

a. W140 Channel Improvements and related flood mitigation improvements

Mr. Conger updated the Board on the W140-001-000 Brian Branch drainage improvements and related flood mitigation, copies of the status reports are included in the Board agenda materials. He reported responses and comments had been received from Harris County Flood Control on the drainage impact analysis and report. He reported the primary concern regarded maintenance. He reported the straws preliminary design plans had been completed and Klotz would be assisting LAN on the preliminary review. No action from the Board was required.

b. Gessner Road Phase 1 Improvements Design

Mr. Conger provided an update on the North Gessner drainage and mobility improvements, copy of status report included in the Board agenda materials, and answered questions. He reported staff met with Public Works and the City was requesting an updated preliminary engineering report. There was a lengthy discussion regarding the City's capital improvements project with regard to Gessner. No action from the Board was required.

c. Other engineering matters and projects.

Mr. Conger discussed the Conrad Sauer detention was not designed for a 100 year flood, but was designed as a 10 year pond. He reported it was actually a mitigation pond to serve the neighborhood and was not a detention pond. He answered questions presented regarding the Gessner project. No action from the Board was required.

TOWN AND COUNTRY BOULEVARD AT QUEENSBURY LANE INTERSECTION IMPROVEMENTS STATUS REPORT.

Mr. Vijayagopal provided an update on the Town and Country Boulevard at Queensbury Lane intersection and answered questions. A status report was handed out on the project, a copy is attached as Exhibit A. No action from the Board was required.

RECEIVE SWA PROJECTS STATUS REPORT.

Mr. Vick reported on the current status with regard to the landscape architecture on several projects, a copy of the status report is included in the board agenda materials. A presentation was given on the Town and Country Blvd. improvements. There was general discussion regarding standard of improvements, an additional right-of-way and round-about. He reported Trammel Crow has agreed to maintenance at the Plaza and the Memorial Management District has agreed to the round-about maintenance. An overview of layout of improvements was presented. No action from the Board was required.

APPROVE SWA ON-CALL PROFESSIONAL DESIGN SERVICES PROPOSAL.

Mr. Vick reviewed the SWA proposal for professional design services, included in the Board agenda materials, and answered questions. Upon a motion duly made by Director Hamilton, and being seconded by Director Freels, the Board voted unanimously to approve the proposal from SWA for on-call professional design services, as presented.

RECEIVE TIP CALL FOR PROJECTS UPDATE FROM THE GOODMAN CORPORATION AND APPROVE INTERLOCAL AGREEMENT WITH MEMORIAL CITY MANAGEMENT DISTRICT FOR SPONSORSHIP OF TIP PROJECTS.

Mr. Webb reviewed the Interlocal Agreement, included in the Board agenda materials, and answered questions. Upon a motion duly made by Director Hamilton, and being seconded by Freels, the Board voted

to approve the Interlocal Agreement with Memorial City Management District, as presented. Director Airola abstained.

RECEIVE FLOOD GRANT RESEARCH MEMORANDUM FROM THE GOODMAN CORPORATION.

Mr. Webb reported upon Director Rickel's request to do research on funding sources available for flood mitigation, a Memorandum was included in the Board agenda materials. He reported two to three opportunities included in the report and that The Goodman Corporation will continue to look at those opportunities and keep the Board updated. No action from the Board was required.

UPDATE ON WEST BELTWAY 8 SHARED USE PATH PROPOSAL.

Mr. Bean reported City of Houston has agreed to be the sponsor in the West Beltway 8 shared use path. He reported the project requires annexation of property into the TIRZ to move forward and staff was working with the City on the annexation. No action from the Board was required.

CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.072, TEXAS GOVERNMENT CODE, TO DELIBERATE THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY.

The Board convened in executive session at 9:51 a.m.

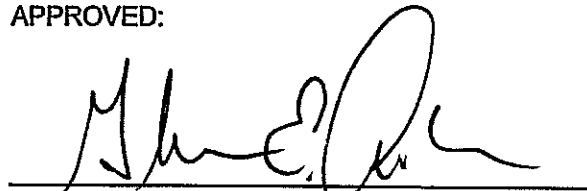
RECONVENE IN OPEN SESSION AND AUTHORIZE APPROPRIATE ACTION REGARDING THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY.

The Board reconvened in open session at 10:41 a.m. No action was taken.

ADJOURNMENT.

There being no further business to come before the Board, Chair Givens adjourned the meeting at 10:42 a.m.

APPROVED:



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

List of Exhibits

- A. Gunda Corporation Status Report on Queensbury-Town and Country Blvd. intersection improvements, dated August 3, 2015



GUNDA CORPORATION

Engineers, Planners & Managers

August 03, 2015

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

RE: TIRZ #17 Queensbury-Town and Country Blvd Intersection Improvements
Progress Report for work performed through August 03, 2015
GUNDA Project #15013-00

Dear Mr. Bean:

I. Work Performed through August 03, 2015:

- Worked on 90% Plans which included Signal Design, Roadway realignment, Traffic Control, SW3P, Signing and Pavement Marking Plans.
- Submitted the 90% plans for agency review (City of Houston & TIRZ 17)
- Submitted the 90% plans for Utility Company review (AT&T and Centerpoint)

II. Work anticipated next period:

- Prepare and provide utility conflict letters to City of Houston for review and approval.

III. Upcoming Deliverables:

- None

IV. Future Scheduled Meetings:

- None

V. Information required:

- None

Sincerely,

Project Manager
Lokesh Vijayagopal, P.E., PTOE