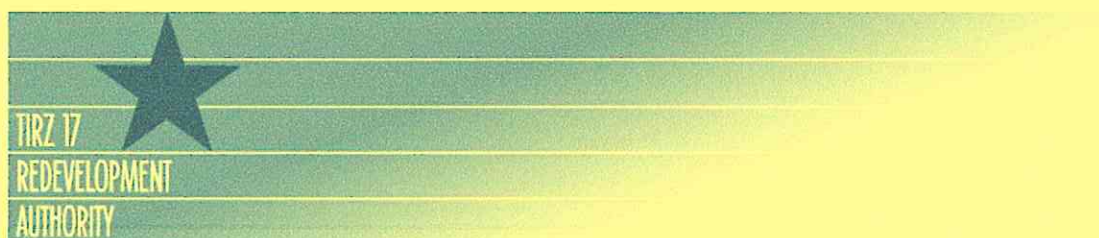


MEMORIAL CITY
REDEVELOPMENT AUTHORITY,
TIRZ No. 17,
City of Houston



Agenda and Agenda Materials
Meeting of the Board of Directors

May 19, 2016

JOINT MEETING OF THE BOARD OF DIRECTORS OF THE
TIRZ 17 REDEVELOPMENT AUTHORITY/MEMORIAL CITY REDEVELOPMENT AUTHORITY
and TAX REINVESTMENT ZONE NUMBER SEVENTEEN
HOUSTON, TEXAS

Notice is hereby given that the Board of Directors of the TIRZ 17 Redevelopment Authority (aka the Memorial City Redevelopment Authority) and the Tax Reinvestment Zone Number Seventeen, City of Houston, Texas, will hold a regular joint meeting on **Thursday, May 19, 2016, at 8:00 a.m.**, at Four Points by Sheraton, 10655 Katy Freeway, Wycliffe Room, Houston, Texas 77024, open to the public, to discuss and adopt such orders, resolutions or motions, and take direct or indirect actions as may be necessary, convenient, or desirable with respect to the following matters:

AGENDA

1. Establish quorum and call meeting to order.
2. Receive public comments.
3. Approve Minutes of April 26, 2016 regular meeting.
4. Receive financial and bookkeeper's report, including payment of invoices, review of investments and project cash flow reports.
5. Municipal Services Fund agreement with the City of Houston.
6. Budget update.
7. Presentation from LAN on completion of Lumpkin Road project.
8. Exchange of property for Town & Country Boulevard project; authorize payments to the City of Houston.
9. Report from Gunda Corporation on Phase II engineering design for Lipex Properties, L.P.
10. Engineering task order proposals from Klotz Associates including:
 - a. W140 Drainage Improvements.
11. Convene in Executive Session pursuant to Section 551.072, Texas Government Code, to deliberate the purchase, exchange, lease or value of real property.
12. Reconvene in Open Session and authorize appropriate action regarding the purchase, exchange, lease or value of real property.
13. Adjournment.



Executive Director for Authority

MEMORIAL CITY REDEVELOPMENT AUTHORITY TIRZ NO. 17,
HOUSTON, TEXAS

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ #17 Board of Directors
FROM: Executive Director
SUBJECT: Agenda Item Materials

3. Approve minutes of the April 26, 2016 regular meeting.

**MINUTES OF THE JOINT MEETING OF THE
TIRZ 17 REDEVELOPMENT AUTHORITY/MEMORIAL CITY REDEVELOPMENT AUTHORITY and
TAX REINVESTMENT ZONE NUMBER SEVENTEEN
CITY OF HOUSTON, TEXAS
BOARD OF DIRECTORS**

April 26, 2016

ESTABLISH QUORUM AND CALL MEETING TO ORDER.

The Board of Directors of the TIRZ 17 Redevelopment Authority/Memorial City Redevelopment Authority and Tax Reinvestment Zone Number Seventeen, City of Houston, Texas, held a regular joint meeting on Tuesday, April 26, 2016, at 8:00 a.m., at the Four Points by Sheraton, 10655 Katy Freeway, Wycliffe Room, Houston, Texas 77024, inside the boundaries of the TIRZ, open to the public, and the roll was called of the duly appointed members of the Board, to-wit:

Position 1 – Marshall B. Heins
Position 2 – John Rickel
Position 3 – David P. Durham
Position 4 – Ann T. Givens, *Chair*

Position 5 – Zachary R. Hodges
Position 6 – Brad Freels, *Vice-Chair*
Position 7 – Glenn E. Airola, *Secretary*

and all of the above were present, thus constituting a quorum. Also present were Scott Bean and Linda Clayton, both of Hawes Hill Calderon, LLC; Jessica Holoubek, Allen Boone Humphries Robinson, LLP; and Michelle Lofton, ETI Bookkeeping Services. Others attending the meeting were Gwen Tillotson and Jennifer Curley, COH - Economic Development Dept.; Council Member Brenda Stardig; Sally Acorn, District G; Jack Valinski, COH – Citizens Assistance; Ben Gillis and Pat Walters, Memorial Management District; Muhammad Ali and Derek St. John, LAN; Carl Hennagir; Jim Shroff; Dean Bixler; Tom McQuilling; John Whedel; Kay Haslam; Gwyn Buzzini; Jim Muckle; Cynthia Neely; Ginny Abiassi; Deb Eberhart; John Jackson; Donna Freedman; Lynn McBride; Shirley Koralauski; Cyd Dillahunty; Lois Myers; Kelly Landwermyer; Peter Tomlinson; Ed Browne; Marjorie L; David Tresch; Jeff Levy; Bev Martin; Christine Calkins; Virginia Gregory; Bruce Nichols and Roberta Prazak. Chair Givens called the meeting to order at 8:01 a.m.

RECEIVE PUBLIC COMMENTS.

Virginia Gregory discussed 7 essentials of agreement that was determined by the City to be non-binding. She discussed the flooding event of April 18th and stated the Bunker Hill Bridge still dams up. She stated over 850 residents were in peril from the flooding and encouraged the Board to move forward aggressively with the FY2017 budget. Kay Haslam stated the preliminary engineering report is now available on the TIRZ 17 website. She encouraged everyone to read the report. She discussed several aspects of the engineering report. Carl Hennagir stated he has flooded three times in the last 7 years. He stated his subdivision has turned into a detention pond. He stated there is a need for a global study of the flooding issues. He stated he is a professional engineer and plans to become more involved. He encouraged the board to install storm water ponds on south side of Memorial. Bruce Nichols state he was in support of the 2016 CIP. He reported runoff water is increasing and Frostwood Subdivision

continues to flood. He pointed out there is an error in the budget on page 9; and stated W140 is irrelevant and should be W153. Cynthia Neely stated she lives across from the W153 ditch and it is flooding the neighborhood. She stated the flooding is manmade. Donna Freeman stated a 2003 contract is being ignored. She stated there were detention ponds that should have been worked on back in 2003 and she has seen nothing done. Ed Browne discussed keeping representation for the residents on the Board. He asked Director Durham to please not listen to MetroNational. He stated all over the City they are finding out the flooding is manmade. He stated our flooding is clearly manmade. He stated FEMA is watching and rates are going to go up. He emphasized no adverse impacts. Lois Meyers stated you did it again-flooded people out three times in the last seven years. She discussed the City denying request to keep a voice on the Board. She discussed redoing Bunker Hill Rd. north of I-10; redoing Bunker Hill bridge; redoing flawed detention pond east of Costco; requiring MetroNational to build its own detention pond; and requiring developers to build detention ponds as specified in a 2003 contract. Roberta Prazak discussed flooding and people losing belongings and physical health. She discussed the ad hoc committee and the document not being legally binding. She encouraged the board to look at improving W. Baugh.

ACCEPT OATH OF OFFICE, SWORN STATEMENT AND BOND FROM NEWLY APPOINTED BOARD MEMBERS, MARSHALL B. HEINS AND DAVID P. DURHAM.

Director Heins and Director Durham were sworn into office. The board accepted their oaths of office, sworn statement and bond and welcomed them to the Board.

APPROVE MINUTES OF MARCH 29, 2016, REGULAR MEETING.

Upon a motion duly made by Director Rickel, and being seconded by Director Airola, the Board voted unanimously to approve the Minutes of the March 29, 2016, Board meeting, as presented.

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

Ms. Lofton presented the bookkeeper's report and went over invoices, included in the Board agenda materials. Upon a motion duly made by Director Hodges, and being seconded by Director Rickel, the Board voted unanimously to accept the Bookkeeper's Report and approved payment of invoices, as presented.

APPROVE FY2016 AND FY2017 BUDGETS.

Chair Givens handed out a letter received from Chief Development Officer Andy Icken, a copy is attached as Exhibit A. She stated the letter identifies a timeline of events with respect to the 2016 budget. She stated prior to submitting the budget, in 2015, the City had requested a feasibility report/flooding analysis for detention west of Gessner Rd. She stated in January 2015 the City communicated all budgets must reflect Public Works' recommendations before being presented to the City. She stated this meeting occurred in February. She reported the budget was submitted with three scenarios in June and then in September a fourth scenario was submitted. She reported Public Works engaged Walter P. Moore to review the fourth scenario and in December Public Works submitted recommendations to amend scenario

four to consider an alternative detention site. She reported after working with Public Works for several months to determine the most cost effective and practical sites to pursue for detention, the City requested an appraisal be submitted on the property in order to eliminate the potential site. She reported at this time both FY2016 and FY2017 budgets would be submitted to the City for consideration. Director Rickel provided comments regarding the letter. Mr. Bean went over the proposed budgets. He stated the proposed 2017 budget actually reflects scenario four with the addition of the Witte project. He further stated the 2017 budget includes a proposed 20-year extension of the TIRZ life. Chair Givens stated to clarify some misinformation propagating about the 2016 budget having not been approved, statute gives the TIRZ authority to continue with its expenditures and the TIRZ has had spending capacity. She reported the 2016 budget merely provides further spending capacity.

Upon a motion duly made by Director Rickel, and being seconded by Chair Givens, the Board voted to approve the FY2016 budget based on assumptions of scenario four with the addition of the Witte project. Directors Heins and Durham abstained. The motion passed. Upon a motion duly made by Director Rickel, and being seconded by Chair Givens, the Board voted to approve FY2017 budget as presented. Directors Heins and Durham abstained. The motion passed.

RECEIVE REPORT FROM LAN ON APRIL 18TH RAIN EVENT.

Mr. St. John provided a presentation on the April 18/19 rain event. Highlights of the presentation included event comparison, flooding survey, magnitude of event, pictures of area, simulated inundation, event comparison for April 2016, May 2015 and April 2009 and flooding extents. There was general discussion regarding the possibility of placing a rain gauge within the TIRZ boundaries. The presentation is available on the TIRZ website <http://www.houstontirz17.org>

RECEIVE REPORT FROM GUNDA CORPORATION ON PHASE II ENGINEERING DESIGN FOR LIPEX PROPERTIES DETENTION IMPROVEMENTS.

This item was tabled.

AUTHORIZE PREPARATION OF REIMBURSEMENT REPORT ON PHASE II ENGINEERING DESIGN FOR LIPEX PROPERTIES DETENTION IMPROVEMENTS.

Mr. Bean reported Gunda Corporation is reviewing the design of the project and they are not quite complete with its review. He reported he had received a proposal from McCall Gibson Swedlund Barfoot PLLC to prepare the agreed upon procedures analysis for a fee between \$4,000 and \$5,000. He reported he was recommending the Board authorize engaging McCall to prepare the report. Upon a motion duly made by Director Freels, and being seconded by Director Hodges, the Board voted to authorize engaging McCall Gibson Swedlund Barfoot PLLC to prepare an agreed upon procedures reimbursement report. Directors Heins and Durham abstained. The motion passed.

ENGINEERING TASK ORDER PROPOSALS FOR:

- a. W140 Channel Improvements;**

- b. **North Gessner Drainage and Mobility Improvements; and**
- c. **Briar Branch Drainage Improvements.**

Chair Givens made a motion to solicit task orders from Klotz Associates. Director Hodges seconded. After further discussion a poll was taken of the Board. Directors Hodges, Airola, Freels and Givens voted aye. Director Rickel voted nay. Directors Heins and Durham abstained. The motion passed.

PROJECT PLAN AMENDMENT FOR CHANGES TO TIRZ BOUNDARIES.

Mr. Bean reported that two future proposals were in the works. He stated one is an extension of the TIRZ and the other is the de-annexation of the residential properties on Springrock. He reported an item would be brought before the Board for approval at a later date.

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

An Executive Session was called at 9:27 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 10:20 a.m. Upon a motion duly made by Director Rickel, and being seconded by Director Airola, the Board voted unanimously to authorize execution of a non-binding Letter of Intent.

ADJOURNMENT.

There being no further business to come before the Board, Chair Givens adjourned the meeting at 10:20 a.m.

Secretary

List of Exhibits:

- A. Letter dated April 25, 2016, from COH Chief Development Officer, Andy Icken

MEMORIAL CITY REDEVELOPMENT AUTHORITY TIRZ NO. 17,
HOUSTON, TEXAS

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ #17 Board of Directors
FROM: Executive Director
SUBJECT: Agenda Item Materials

4. Receive the financial and bookkeeper's report, including payment of invoices, review of investments, and project cash flow reports.

Memorial City Redevelopment Authority

Cash Management Report

April 30, 2016

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, 2016

Summary

<u>Current Activity</u>	<u>Memorial City Redevelopment Authority</u>			
	<u>General Fund</u>	<u>Capital Projects</u>	<u>Debt Service</u>	<u>Total</u>
Beginning Balance	15,889,442.67	0.00	23,627.13	15,913,069.80
Revenue	3,009.52	0.00	7.21	3,016.73
Expenditures	69,777.43	0.00	0.00	69,777.43
Ending Balance	15,822,674.76	0.00	23,634.34	15,846,309.10

NOTES

Debt Service Payments due in Fiscal Year End 2016:

Date	Series	Principal	Interest	Total
9/1/2015	2008	450,000.00	171,102.50	621,102.50
9/1/2015	2011	555,000.00	151,248.00	706,248.00
9/1/2015	2011A	1,760,000.00	503,965.00	2,263,965.00
3/1/2016	2008	-	161,090.00	161,090.00
3/1/2016	2011	-	141,036.00	141,036.00
3/1/2016	2011A	-	470,085.00	470,085.00
			Total FYE 2016	4,363,526.50

April 30, 2016

General Operating Fund

BEGINNING BALANCE: **15,889,442.67**

REVENUE:

Checking Interest - Wells Fargo	1,565.61	
Texpool Interest	237.01	
Wells Fargo/TexSTAR (Surplus Funds) Interest	206.90	
Temporary Right of Entry Rental	1,000.00	
Voided Check(s)	0.00	
Total Revenue:		3,009.52

DISBURSEMENTS:

Checks Presented At Last Meeting	69,777.43	
Checks Written at/after Last Meeting	0.00	
Total Expenditures		69,777.43

Ending Balance: **15,822,674.76**

Location of Assets:

Institution	Investment Number	Interest Rate	
Wells Fargo Checking	*5490	0.1500	14,041,007.37
TexPool	*0001	0.3380	853,605.71
Wells Fargo/TexSTAR	TexSTAR Surplus Funds	0.3696	681,341.01
Texas Exchange Bank CD	*3601	0.8500	246,720.67
Total			15,822,674.76

Certificate of Deposit

CD *3601

Term: 12 Months

Matures: 09/28/2016

**Memorial City Redevelopment Authority
Checks Presented May 19, 2016**

Num	Name	Description	Amount
2591	City of Houston	Town and Country Boulevard	-2,800.00
2592	City of Houston	Town and Country Boulevard	-1,550.00
2593	Equi-Tax, Inc	Tax Assessor Fee	-400.00
2594	ETI Bookkeeping Services	Bookkeeping Fee	-850.00
2595	Hawes Hill Calderon LLP	Professional Consultant	-7,500.00
2596	Klotz Associates Inc	Engineering Consultant	-3,829.15
2597	SWA Group	Landscape Architect Services	-17,568.40
2598	The Goodman Corporation Inc	Contract Services	-7,900.00
Total			-42,397.55

Debt Service Fund

BEGINNING BALANCE		23,627.13
REVENUE		
Wells Fargo/TexSTAR (2008 DSF) Interest	0.50	
Wells Fargo/TexSTAR (2008 Pled Rev) Interest	6.71	
Total Revenue		7.21
EXPENDITURES		
2008 Debt Service Interest Payment	0.00	
2008 Debt Service Principal Payment	0.00	
Total Expenditures		0.00
ENDING BALANCE		23,634.34

Location of Assets:

Institution	Investment Number	Interest Rate	Current Balance
Wells Fargo *4601	TexSTAR 2008 DSF	0.3696	1,490.78
Wells Fargo *4600	TexSTAR 2008 Pledged Rev	0.3696	22,143.56
		Total	23,634.34

Memorial City Development Authority
 Investment Report
 April 30, 2016

SCHEDULE OF INVESTMENTS

Investment Pools

Fund	Location Of Assets	Interest Rate	Beginning Balance		Interest Earned	Deposits or (Withdrawals)	Ending Balance		
			Market	N.A.V.			Market	N.A.V.	
GOF	TexPool	0.3380	853,428.44	1.00007	853,368.70	0.00	853,708.14	1.00012	853,605.71
GOF	Wells Fargo/ TexStar	0.3696	681,188.60	1.00008	681,134.11	0.00	681,441.85	1.000148	681,341.01
DSF	Wells Fargo/ TexStar DSF	0.3696	1,490.40	1.00008	1,490.28	0.00	1,491.00	1.000148	1,490.78
DSF	Wells Fargo/ TexStar PI Rev	0.3696	22,138.62	1.00008	22,136.85	0.00	22,146.84	1.000148	22,143.56

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	0.8500	245,000.00	12 Months	9/28/2016	246,720.67	0.00	0.00	246,720.67

Collateral Pledged In Addition to FDIC

Depository Institution	Total Funds On Deposit	Custodial Institution	Securities Pledged	Collateral Description	Par Value	Market Value
Wells Fargo	14,041,007.37	BNYM	22,561,515	WJU2246	15,876,755	16,684,795

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
Kenneth Byrd	8/6/2015	10/18/2014

Memorial City Redevelopment Authority
Profit & Loss Budget vs. Actual
April 2016

		April			Year To Date (10 Months)			Annual
		Actual	Budget	Variance	Actual	Budget	Variance	Budget
Ordinary Income/Expense								
Income								
1000 · Income								
	8223 · Interest Income	2,017	7,303	-5,286	25,423	73,028	-47,605	87,633
	Total 1000 · Income	2,017	7,303	-5,286	25,423	73,028	-47,605	87,633
	6-4320 · Increment Collections	0	0	0	11,510,249	12,524,238	-1,013,989	12,524,238
	Total Income	2,017	7,303	-5,286	11,535,672	12,597,266	-1,061,594	12,611,871
Expense								
3335 · Management Consulting Services								
	6320 · Legal	0	5,000	-5,000	58,164	50,000	8,164	60,000
	6322 · Eng Consultant/General Prof.Svc	0	6,250	-6,250	13,784	62,500	-48,716	75,000
	6337 · Construction Audit	0	0	0	4,250	0	4,250	10,000
	6343 · Other	7,900	0	7,900	41,317	0	41,317	0
	Total 3335 · Management Consulting Services	7,900	11,250	-3,350	117,515	112,500	5,015	145,000
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	2,765,000	2,660,000	105,000	2,660,000
	5708 · Interest	0	0	0	1,598,527	826,316	772,211	1,704,667
	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	4,373,027	3,486,316	886,711	4,364,667
	6-6420 · City of Houston Admin Fee	0	0	0	0	0	0	626,212
6300 · Administration & Overhead								
	6321 · Auditor	0	0	0	19,500	17,000	2,500	17,000
	6333 · Bookkeeping/Accounting	850	875	-25	8,904	8,750	154	10,500
	6340 · Administration Salaries/Benefit	7,500	11,833	-4,333	75,000	118,333	-43,333	142,000
	6344 · Bond Svcs/Trustee/FA	400	0	400	4,000	0	4,000	4,800
	6350 · Office Expense	0	1,250	-1,250	880	12,500	-11,620	15,000
	6351 · Office Lease	0	1,250	-1,250	0	12,500	-12,500	15,000
	6353 · Insurance / FDIC Assess.Fee	0	3,750	-3,750	3,138	37,500	-34,362	45,000
	Total 6300 · Administration & Overhead	8,750	18,958	-10,208	111,422	206,583	-95,161	249,300
7000 · Capital Expenditure								
	1709 · Lumpkin I-10 Westview	15,000	275,000	-260,000	9,055,988	2,750,000	6,305,988	3,300,000
	1715A · Barryknoll East Drainage	0	16,667	-16,667	0	166,667	-166,667	200,000
	1717 · Town & Country W. Drain/Mobil	20,918	172,917	-151,999	272,075	1,729,167	-1,457,092	2,075,000
	1722 · Town & Country Blv Signalizatr	0	0	0	1,943	0	1,943	0

Memorial City Redevelopment Authority
Profit & Loss Budget vs. Actual
April 2016

	April			Year To Date (10 Months)			Annual
	Actual	Budget	Variance	Actual	Budget	Variance	Budget
1724 · Gessner at Barryknoll Intersec.	0	0	0	371	0	371	0
1725 · Parks & Green Space Improv.	0	2,083	-2,083	0	20,833	-20,833	25,000
1731A · Detention Basin & W-140 Bridge	0	0	0	8,698	0	8,698	0
1731B · Memorial Drainage & Mobility	0	0	0	171,440	0	171,440	0
1732A · N Gessner Drainage & Mobility	1,707	25,000	-23,293	107,084	250,000	-142,916	300,000
1734 · W140 Channel Improvements	2,122	134,583	-132,461	33,831	1,345,833	-1,312,002	1,615,000
1734B · Bunker Hill Bridge	0	6,250	-6,250	0	62,500	-62,500	75,000
1735A · Detention Basin A	0	256,667	-256,667	5,564	2,566,667	-2,561,103	3,080,000
1736A · Memorial Drive Drainage	0	33,333	-33,333	0	333,333	-333,333	400,000
1737 · MetroNational - Detention/Roads	0	0	0	1,055,717	0	1,055,717	0
Total 7000 · Capital Expenditure	39,747	922,500	-882,753	10,712,711	9,225,000	1,487,711	11,070,000
Total Expense	56,397	952,708	-896,311	15,314,675	13,030,399	2,284,276	16,945,179
Net Income	-54,380	-945,405	891,025	-3,779,003	-433,133	-3,345,870	-4,333,308



CITY OF HOUSTON
Public Works and Engineering Department

Sylvester Turner

Mayor

Dale A. Rudick, P.E.
Director
P.O. Box 1562
Houston, Texas 77251-1562

T. 832-395-2500

www.houston.tx.gov

April 21, 2016

Mr. Muhammad Ali, P.E.
Lockwood, Andrews, and Newnam, Inc.
2925 Briarpark Drive, Suite 400
Houston, Texas 77042

Code# 1717
5/18/16

CONTACT LETTER

Subject: Abandonment and sale of ±6,897 square-feet of Town and Country Boulevard, in exchange for conveyance of ±8,984 square-feet of right-of-way for reconstruction of Town and Country Boulevard, and a water meter easement, out of the George Bellows Survey, A-3. Parcels SY15-148, AY15-195, and KY16-251

Dear Mr. Ali:

The Joint Referral Committee (JRC) has reviewed and approved your request for the abandonment and sale of the subject property interest, subject to your completion of the requirements necessary to proceed with the transaction and final approval thereafter by City Council. We ask that you signify your acknowledgment and acceptance of these requirements by signing and returning to our office the attached "Acknowledgment and Acceptance Statement" (Attachment 1) within 10 business days from the date of this letter. You may also choose not to accept the requirements or proceed with the transaction.

Recent changes were enacted to Article VI of Chapter 2, Section 2-241 of the Code of Ordinances of the City of Houston, Texas that eliminated the need for a Council Motion for JRC requests. This letter is your notice of the requirements to proceed with the abandonment request. As you begin work on the requirements below, use this Contact Letter as needed for permits, plan and profile review or any other City process that requires evidence you are fulfilling the requirements to complete a JRC transaction.

Should you choose to proceed, you must complete these requirements within 30 days from the date of this letter. An extension may be granted based upon your written request stating the business need for the extension. The requirements to proceed with the transaction are listed below and should be pursued simultaneously. Processing one requirement at a time will prolong the time needed to complete this transaction.

1. You must submit a \$2,800.00 nonrefundable deposit by cashier's check payable to the City of Houston as follows:
 - (a) \$300.00, an amount representing the \$300.00 minimum fee required for the conveyance of a public land interest, and
 - (b) \$2,500.00, an amount equal to the City's estimated appraisal fees.

Mr. Muhammad Ali, P.E.
Parcels SY15-148, AY15-195, and KY16-251
April 21, 2016
Page 2

Should the appraisal fees be greater than estimated, we will contact you about the additional required deposit amount. If the transaction is concluded, the deposit will be applied toward the consideration. Otherwise, the City will retain the deposit to cover its operating expenses.

2. You must furnish the Department of Public Works and Engineering with a durable, reproducible (Mylar) survey plat and field notes of the affected property. For parcel identification please see the parcel map (Attachment 2). For more information, please contact the Right of Way Section at (832) 395-2380 and/or refer to the attached survey instructions (Attachment 3).

Upon receipt of the required deposit as listed in Item 1 and the durable, reproducible (Mylar) survey plat and field notes of the affected property as listed in Item 2, we will request the appraisal. You should continue processing the other requirements enumerated in this letter while the appraisal is being completed.

3. You must submit an original statement of ownership letter from an attorney at law. The letter must include a copy of the documents conveying title to the property owner. Attached is a sample letter (Attachment 4) to assist you in complying with this requirement. If there are liens on the abutting property to the conveyance parcel, the letter must disclose the lienholders and include copies of the lien instruments. Our Legal Department will prepare the conveyance deed, and should it be necessary, subordination agreements for the lienholders to execute.
4. You must submit business documents from the property owner when conveying a property interest to the City. Please see the attached list of required business documents (Attachment 5).
5. You must provide a survey of the exact location and size of the existing water meter in Town and Country Boulevard. Once the applicant provides the survey, the Office of City Engineer can determine the size of the required water meter easement.
6. You must separately permit the following utility construction item:
 - (a) Cut, plug, and abandon the 24-inch storm sewer system within the subject street abandonment area and relocate the storm inlet to the proposed east right-of-way line of Town & Country Boulevard.
 - (b) The foregoing item must be completed as stated unless conditions on the ground or City standards require modifications to these items.

The foregoing items must be completed at no cost to the City and under the proper permits obtained separately and exclusively from the Office of the City Engineer.

For specific instructions concerning these requirements, you may contact Kathlie Bulloch in the Office of the City Engineer at (832) 394-9138.

- (c) Keep the Real Estate Branch informed of the activities undertaken to satisfy these requirements.
- (d) Provide Kim Jackson with copies of the permits documenting the construction approvals.

- | |
|---|
| <ol style="list-style-type: none">7. You must submit a separate \$1,550.00 cashier's check payable to the City of Houston for the depreciated value for the storm sewer system. |
|---|

Mr. Muhammad Ali, P.E.
Parcels SY15-148, AY15-195, and KY16-251
April 21, 2016
Page 3

8. You must:

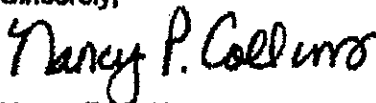
- (a) Prepare drawings that show the public utilities (storm) that are being abandoned, relocated, and/or constructed as part of this project.
- (b) Submit the drawings to the Office of the City Engineer for plan review and approval.
- (c) Attach a copy of this letter to the plan set when it is submitted for plan review.
- (d) A copy of the approved plans and permit must be submitted to Kim Jackson before the transaction can be concluded.
- (e) Provide a copy of a **Certificate of Final Completion** (Attachment 6) completed by your Project Manager and reviewed and approved by city personnel. For specific instructions concerning this requirement, you may contact Lagnesh Varshney at 832-394-9100.

9. You must obtain a letter of no objection from each of the privately owned utility companies for the street being abandoned and sold. Please see the attached list of the privately owned utility companies (Attachment 7). A plat or clear description of the property should accompany your written request.

Once the subject parcels have been surveyed and appraised, an Offer Letter will be forwarded to you that includes paying the balance of consideration and listing any outstanding transaction requirements enumerated above. Once you have completed the requirements listed in this letter and the Offer Letter, the Real Estate Branch will process a Request for Council Action (RCA) requesting City Council approval of an ordinance effecting the final abandonment and sale of the City's property interest.

Should you have any questions, please contact Kim Jackson, Real Estate Analyst, Real Estate Branch-Land Disposition, at (832) 395-3122.

Sincerely,



Nancy P. Collins
Senior Assistant Director-Real Estate
Planning and Development Services Division
Department of Public Work and Engineering

NPC:WSB:kj
kjl\sy15-148.doc

- 7 Attachments:
1. Acknowledgment and Acceptance Statement
 2. Parcel Map
 3. Survey Instructions
 4. Sample Statement of Ownership Letter
 5. List of Business Documents
 6. Certificate of Final Completion
 7. List of Privately Owned Utility Companies

c: Kathlie Bulloch, Ph.D., P.E., D.WRE
Chris Seckinger, CITYCENTRE North Venture Partners, LP
Shallesh Patel (JRC CUIC 20__9595)
Right of Way Section
Lagnesh Varshney

Equi-Tax Inc.

Suite 200
17111 Rolling Creek Drive
Houston, Texas 77090
281-444-4866

Invoice

DATE	INVOICE #
5/1/2016	49444

BILL TO
TIRZ No. 17
Memorial City Redevelopment Authority
c/o ETI Bookkeeping Services
17111 Rolling Creek Drive, Ste 108
Houston, TX 77090

DESCRIPTION	AMOUNT
Fee per Contract, Monthly Consultant Services	400.00
Total	

ESC-9
5/1/16
[Signature]

ETI Bookkeeping Services

PO BOX 73109
Houston, TX 77273

Invoice

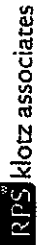
Date	Invoice #
5/1/2016	7650

BILL TO
TIRZ 17 Redevelopment Authority
P.O. Box 73109
Houston, Texas 77273

Description	City	Rate	Amount
Bookkeeping		850.00	850.00

Total	\$850.00
Payments/Credits	\$0.00
Balance Due	\$850.00

ESC-9
5/1/16
[Signature]



1160 Dairy Ashford, Suite 500, Houston, Texas 77079
 T: 281 589 7257 F: email@klotz.com V: rpsigroup.com | klotz.com

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

TIRZ 17 North Gessner Drainage and Mobility Improvements North Gessner Road Reconstruction from IH-10 to north of Westview - Phase 2 Detailed Design
 TIRZ 17 CIP No.: T-1732A

For Professional Services rendered from April 1, 2016 to April 26, 2016

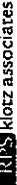
May 12, 2016
 Project No: 1111,004,000
 Invoice No: 416118

Description	Contract Amount	Percent Complete	Billed to Date	Previously Invoiced	Current Invoice
Basic Services	474,170.00	93.62	443,917.95	442,210.94	1,707.01
Additional Services	102,390.00	43.00	43,538.88	43,538.88	0.00
Sub - Contracted Engineering Services	20,000.00	0.00	0.00	0.00	0.00
Reimbursable Expenses	22,800.00	0.00	0.00	0.00	0.00
Total Fee	619,360.00		487,456.83	485,749.82	1,707.01
					1,707.01
					51,707.01

Receipt	Current	Previous	Tx-Delta
Total Billings	1,707.01	485,749.82	487,456.83
Contract Amount			619,360.00
Balance			131,903.17

Total Due This Invoice: \$1,707.01

*Code # 1732-A
 04-15-16
 (Signature)*



Memorial City Redevelopment Authority / TIRZ 17

North Gessner Drainage and Mobility Improvements
 - IH10 (Katy Fwy) to Westview

TIRZ 17 CIP No. T-1732A
 Master Agreement (07-30-13) Task Order No.4
 RPS Klotz Assoc. Job No. 1111,004,000

Professional Services Summary
 Through 04/26/16
 Invoice # 416118

Task	Contract Budget Fees	Authorized Amounts	Percent Complete %	Budget Amount Earned	Previously Billed	Earned This Period
Basic Services						
I. PHASE I - PER UPDATE (NOT Authorized)	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
II. Phase II - Final Design	\$474,170.00	\$474,170.00	93.62%	\$443,917.95	\$442,210.94	\$1,707.01
III. Phase III - CPS (Not-Authorized)	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
SubTotal Basic Services	\$474,170.00	\$474,170.00		\$443,917.95	\$442,210.94	\$1,707.01
Additional Engineering Services / Sub-Contracted Services / Reimbursable Expenses						
I. Additional Engineering Services	\$102,390.00					
1. TCPPs - Traffic Control Plans		\$23,280.00	71.8%	\$16,729.01	\$16,729.01	\$0.00
2. Traffic Signals - 2 Locations (Gessner & IH10; Gessner & Westview)		\$68,010.00	24.66%	\$16,784.87	\$16,784.87	\$0.00
3. SW3P - Stormwater Pollution Prevention Plans		\$11,100.00	80.32%	\$10,026.00	\$10,026.00	\$0.00
II. Sub-Contracted Services	\$20,000.00					
1. Audit Sub-Consultant Services		\$0.00	0.00%	\$0.00	\$0.00	\$0.00
III. Reimbursable Expenses	\$22,800.00					
1. Reimbursable Expenses		\$22,800.00	0.00%	\$0.00	\$0.00	\$0.00
SubTotal Additional Services	\$145,190.00	\$126,190.00		\$43,538.88	\$43,538.88	\$0.00
Total Professional Services Fees	\$619,360.00	\$599,360.00		\$487,456.83	\$485,749.82	\$1,707.01
Total Fees Earned this Period						\$1,707.01

Monthly Progress Report

Project: Memorial City Redevelopment Authority / TIRZ 17
N. Gessner Drainage and Mobility Improvements - I110 (City Frwy) to Westview
Ph II - Design

CIP No: T-1732A

Period: Through April 29, 2016

Job No: 1111.004.000

Prepared By: W. Edward Conger, PE

Activities Completed this Period

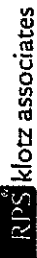
1. Ph II Final Design - Authorization received dated 11/14/14.
 - a. Basic and Additional Services
 - 1.) Development of N. Gessner SWMM model complete. Draft Drainage Impact report begun.
 - 2.) Completed development of design plans and profiles from the survey and previous PER plans.
 - 3.) SW3P and TCP plans continue.
 - 4.) Review of Traffic Signals for design continues.
 - 5.) Update of concepts and coordination with Mathewson Lin project continue.
 - 6.) Continue coordination with SWA for streetscape design.
 - b. Meetings
 - 1.) Project Team Meetings as required.
 - 2.) Progress Mtgs. with TIRZ Executive Director as requested.
 - 3.) Attended and provided project update at TIRZ Board Meeting.
 - 4.) Additional meetings with TIRZ as required.
2. Ph II Sub-consultant - None authorized.

Activities Planned for Next Period

1. Ph II Final Design.
 - a. Basic and Additional Services
 - 1.) ESA II needed for project approval and design completion. Updated authorization request will be prepared and submitted to provide this required service.
 - 2.) Requirement from CoH PWI for additional reviews, updated PER and new TRC. Updated authorization request will be submitted (10-23-15) to provide these newly required services.

- 3.) TIRZ Board requested to incorporate T-1732B (N. Gessner - Westview to Long Point) as part of the T-1732A construction plans. Updated authorization request will be submitted for this service.
- 4.) TxDOT Grant for the project will require plans to be updated for TxDOT construction. This will be included in the updated authorization request.
- 5.) TxDOT Grant for the project will require a TxDOT Environmental Assessment Study and Report. This will be included in the updated authorization request.
- b. Meetings
 - 1.) Project Team Meetings as required.
 - 2.) Progress Mtgs. to be held to review project status with TIRZ Executive Director.
 - 3.) Additional meetings with TIRZ as required.
 - 4.) Provide project update at next TIRZ Board Meeting.
2. Ph II Sub-consultant
 - 1.) ESA II needed
 - 2.) TBD

Issues and Information we are waiting to receive -
TIRZ Board authorization needed for the updated and expanded project scope outlined above and in the updated authorization request.



1160 Dairy Ashford, Suite 500, Houston, Texas 77079
 T 281 599 7257 E: email@klotz.com W: rpsgroup.com | klotz.com

Mr. Scott Bean
 Executive Director
 Memorial City Redevelopment Authority
 8953 Katy Freeway, Suite 215
 Houston, TX 77024

TIRZ 17 Memorial City Redevelopment Authority Briar Branch Channel Improvements
 TIRZ 17 CIP No. T-1734A
 HCPCD Unit W140-01-00

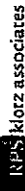
For Professional Services rendered from April 1, 2016 to April 29, 2016:

Description	Contract Amount	Percent Complete	Billed to Date	Previously Invoiced	Current Invoice
Basic Services (LS)	624,155.00	95.36	595,194.21	593,072.07	2,122.14
Additional Services (T&M)	89,645.00	71.00	63,220.08	63,220.08	0.00
Total Fee	713,800.00		658,414.29	656,292.15	2,122.14
					3,122.14
					\$2,122.14
					0.00
Recpt:	Current	Previous	Te-Date		
Total Billings	2,122.14	656,292.16	658,414.30		
Contract Amount			713,800.00		
Balance			55,385.70		
		Total Due This Invoice:			\$2,122.14

Code # 1734
 5-13-16

Memorial City Redevelopment Authority / TIRZ 17

Briar Branch (W140-01-00) Channel Improvements
 TIRZ 17 CIP No. T-1734A
 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 281 599 7257 E: email@klotz.com W: rpsgroup.com | klotz.com

Professional Services Summary

Through 04/29/16
 Invoice # 416117

Task	Contract Budget Fees	Authorized Amounts	Percent Complete %	Budget Amount Earned	Previously Billed	Earned This Period
Basic Services						
I. Phase I - PER (Complete)	\$0.00	\$0.00	0.05%	\$0.00	\$0.00	\$0.00
II. Phase II - Final Design	\$624,155.00	\$624,155.00	95.36%	\$595,194.21	\$593,072.07	\$2,122.14
III. Phase III - GPS (Not Authorized)	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
Sub Total Basic Services	\$624,155.00	\$624,155.00		\$595,194.21	\$593,072.07	\$2,122.14
Additional Engineering Services / Reimbursable Expenses						
I. Additional Engineering Services	\$39,620.00					
1. TCFs - Traffic Control Plans		\$23,280.00	91.00%	\$21,372.18	\$21,372.18	\$0.00
2. SWGP - Stormwater Pollution Prevention Plans		\$12,640.00	98.44%	\$12,348.00	\$12,348.00	\$0.00
II. Subcontracted Services	\$29,602.90					
1. Add'l Topo. Survey		\$29,602.90	100.00%	\$29,602.90	\$29,602.90	\$0.00
III. Reimbursable Expenses	\$74,322.10					
1. Reimbursable Expenses		\$24,322.10	0.00%	\$0.00	\$0.00	\$0.00
Sub Total Additional Services	\$89,645.00	\$89,645.00		\$83,220.08	\$83,220.08	\$0.00
Total Professional Services Fees	\$713,800.00	\$713,800.00		\$658,414.29	\$656,292.15	\$2,122.14
Total Fees Earned this Period						\$2,122.14

Monthly Progress Report

Project: Memorial City Redevelopment Authority / TRZ 17
Briar Branch (W140-01-00) Channel Improvements
Ph II - Design

CIP No: T-1734A

Period: Through April 29, 2016

Job No: 1111.002.000

Prepared By: W. Edward Conger PE

Activities Completed this Period

1. Ph II Final Design - Authorization received dated 03/07/14.
 - a. Basic and Additional Services
 - 1.) HCFCD review process for the Drainage Impact Analysis and Report continues. HCFCD is re-addressing maintenance and review of the proposed project.
 - 2.) Additional HCFCD comments received in meeting on 11-29-15.
 - 3.) Drainage Impact Study final report complete and submitted to HCFCD on 12-18-14. Initial HCFCD responses and comments received 05-15-15. Coordination with HCFCD continues.
 - 4.) Draft Plans (30%) and Drainage Impact Study final report submitted to TIRZ 17 on 12-18-14.
 - 5.) HCFCD requested incorporation of 'Straws' into Briar Branch Drainage Impact Study Report and project.
 - b. Meetings
 - 1.) Project Team Meetings as required.
 - 2.) Additional meetings with TIRZ, LAN and SWA as required.
 - 3.) Progress Migs. to review status with TIRZ Executive Director.
 - 4.) Attended and provided project updates at TIRZ Board Meetings as requested.
2. Ph II Sub-consultant (Survey - Kuo & Associates) - Additional survey complete.

Activities Planned for Next Period

1. Ph II Final Design.
 - a. Basic and Additional Services
 - 1.) Drainage Impact Report submitted to HCFCD on 12-18-14 under HCFCD review. Plans will be submitted to HCFCD upon

approval of Drainage Impact report by HCFCD. Plans will be submitted to CoH upon approval by HCFCD.

- 2.) Respond to comments and questions from HCFCD and TIRZ.
 - 3.) Provide Authorization Request for Incorporation of 'Straws' and Bunker Hill Bridge modifications into Briar Branch project and drainage analysis as requested by HCFCD and TIRZ Board.
- b. Meetings
- 1.) Project Team Meetings as required.
 - 2.) Progress Migs. to be held to review project status with TIRZ Executive Director.
 - 3.) Additional meetings with TIRZ, LAN and SWA as required.
 - 4.) Attend and provide project update at TIRZ Board Meeting.
2. Ph II Sub-consultant (Survey - Kuo) - additional survey complete.

Issues and Information we are waiting to receive

Need additional authorization for incorporation of 'Straws' and Bunker Hill Bridge modifications into Briar Branch project and drainage analysis as requested by HCFCD and TIRZ Board.

The Goodman Corporation
 3200 Travis Street, Ste. 200
 Houston, TX 77006

Invoice

Bill To	Date	Invoice #
Ms. Michella LeBon ETI Bookkeeping Services P.O. Box 72109 Houston, TX 77273	4/30/2016	4-2016-21

Terms	Project
	MCT101

Item	Description	Rate	Prior %	Curr %	Amount
Contract Services	Task 1 - Program Management, Oversight, and Intergovernmental Coordination for Memorial Drive	90,000.00	0%	3.00%	900.00
Contract Services	Task 2 - Program Management, Oversight, and Intergovernmental Coordination for North Gessner	100,000.00	0%	7.00%	7,000.00

Total	\$17,900.00
Balance Due	\$17,900.00

Code # 1717

Phone #	Fax #
713-951-7951	713-951-7957

SWA

To: Memorial City Redevelopment Authority/Houston TIRZ 17
 Attn: Linda Clayton
 c/o Hawes Hill Calderon LLP
 PO Box 22167
 Houston, TX 77227-2167

Date: May 11, 2016
 Invoice No: 165983
 For Period: April
 Project No: RH7S501.A
 Project Manager: Clayton Bruner

Project: CIP 1717 Town & Country West Drainage and Mobility Improvements Additional Service
 WORK PERFORMED: Redesign; Revisions to 90% and 100% documents for construction; Coordination with Engineer. Coordination with Property Owner and Authority Attorney.
 Professional Services from April 01, 2016 to April 30, 2016

Principals	Hours	Rate	Amount
Rentrop, Rhet	11.00	200.00	2,200.00
Vick, James Associates	18.00	235.00	4,230.00
Bruner, Clayton Staff	33.00	123.50	4,075.50
Sharkey, Darren	78.00	90.55	7,082.90

Total Fee Due This Invoice: 17,568.40
 Total this Invoice: \$17,568.40

Code # 1717

Remit to:
 SWA Group
 PO Box 5904
 Sausalito, CA 94966
 +1.415.332.6700

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



TO: Scott Bean, Executive Director
FROM: David Rodgers
DATE: May 1, 2016
SUBJECT: TIP Project Assistance and Oversight (MCT101) – April 2016

PROGRESS REPORT

Task	Previous % Complete	Current % Complete
1 – Program Management, Oversight, and Intergovernmental Coordination for Memorial Drive	0%	3%
2 – Program Management, Oversight, and Intergovernmental Coordination for North Gessner	0%	7%

- TGC completed work necessary in order to update the interlocal agreement (ILA) between the Memorial Management District (MMD) and the Memorial City Redevelopment Authority (MCRA). This included updating the ILA, updating the exhibits to the ILA, and presentations to the MMD and the MCRA.
- TGC completed first and second quarter progress reports for H-GAC regarding the Memorial Drive project.
- TGC completed work necessary in order to update the interlocal agreement (ILA) between the Memorial Management District (MMD) and the Memorial City Redevelopment Authority (MCRA). This included updating the ILA, updating the exhibits to the ILA, and presentations to the MMD and the MCRA.
- TGC completed the first and second quarter progress reports for H-GAC regarding the North Gessner project.
- TGC coordinated with H-GAC on the addition of the locally funded portion of North Gessner to the Transportation Improvement Program (TIP). This section, from Westview to IH-10, will be added into the TIP as part of the draft 2017-2020 TIP document, which is currently under development.
- TGC began coordination with TxDOT regarding the completion of the Advanced Funding Agreement (AFA) for this project. A draft ILA will be reviewed and transmitted to MCRA/MMD staff and legal counsel when received by TxDOT.
- TGC coordinated with RPS Kloetz regarding the path forward and timelines for the North Gessner project.

HAWES HILL CALDERON
LLP



P.O. Box 22167
Houston TX 77227-2167

Invoice

TIRZ-Memorial City Redevelopment
Authority/RZ 17
PO Box 22167
Houston, TX 77227-2167

Invoice #: 43015364
Date: 5/9/2016

DATE	DESCRIPTION	AMOUNT
	Professional consulting and administration fee, per contract, May 2016	\$7,500.00

Terms: C.O.D.

Sales Tax: \$0.00
Total Amount: \$7,500.00
Amount Applied: \$0.00
Balance Due: \$7,500.00

Owed As Of: 5/9/2016

30 DAYS	60 DAYS	90 DAYS	Total Owed
---------	---------	---------	------------

\$7,500.00

Code # 6340
5/11/16



MEMORIAL CITY REDEVELOPMENT AUTHORITY TIRZ No. 17,
HOUSTON, TEXAS

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ #17 Board of Directors
FROM: Executive Director
SUBJECT: Agenda Item Materials

5. Municipal Services Fund agreement with the City of Houston.

THE STATE OF TEXAS

§

COUNTY OF HARRIS

§

§

MUNICIPAL SERVICE COSTS AGREEMENT

This Municipal Service Costs Agreement ("Agreement") is made and entered into by and among the **CITY OF HOUSTON**, a municipal corporation and home-rule city of the State of Texas, principally situated in Harris County ("City"), acting by and through its governing body, the City Council; **REINVESTMENT ZONE NUMBER SEVENTEEN, CITY OF HOUSTON, TEXAS**, a reinvestment zone created by the City pursuant to Chapter 311, Texas Tax Code (the "Zone"); and the **MEMORIAL CITY REDEVELOPMENT AUTHORITY**, a not-for-profit local government corporation organized and existing under the laws of the State of Texas (the "Authority"). For the purposes of this Agreement, the City, the Zone, and the Authority are referred to singularly as "Party" and collectively as "the Parties." It is the intention of the Parties to this Agreement to set forth, in writing, the terms and conditions of their understanding and agreement regarding the payment of municipal services costs and to ratify the payment of municipal services costs that were invoiced by the City and paid by the Authority prior to the effective date of this Agreement.

WITNESSETH:

WHEREAS, by Ordinance No. 99-767 approved July 21, 1999, the City created the Zone pursuant to Chapter 311, Texas Tax Code (the "TIF Act") and created a tax increment fund for the Zone (the "TIF Fund"); and

WHEREAS, by City Resolution No. 2002-26 approved August 14, 2002, the City authorized the creation of the Authority to aid, assist, and act on behalf of the City in the performance of the City's governmental functions with respect to the administration of the Zone and the implementation of the Project Plan and Reinvestment Zone Financing Plan (the "Plan"); and

WHEREAS, by Ordinance No. 2002-1145 approved December 11, 2002, the City, the Zone, and the Authority entered into an agreement (the "Tri-Party Agreement") whereby the City makes payments to the Authority from the TIF Fund ("Authority Revenues") for the Authority to spend in accordance with the Plan and the TIF Act; and

WHEREAS, Section 311.010(i) of the TIF Act permits the Authority, on behalf of the Zone, to contract with the City to pay the incremental costs of providing municipal services incurred as a result of the creation of the Zone or the development or redevelopment of the land in the Zone, regardless of whether the costs of those services are identified in the Plan; and

WHEREAS, as a result of the creation of the Zone and the development or redevelopment of the land in the Zone, the City is incurring an incremental increase in costs of providing certain municipal services ("Incremental Service Costs"); and

WHEREAS, the City will examine annually its records and financial data to determine the Incremental Service Costs and will use such information to calculate annually the Incremental Service Costs, if any, in accordance with Section 311.010(i) of the TIF Act; and

WHEREAS, the City, the Zone, and the Authority previously entered into that certain Municipal Services Costs Agreement made effective on August 25, 2009, providing for the payment of the Incremental Services Costs to be paid from Available Authority Revenues (as defined in Article II of this Agreement) that are derived from the City's portion of the tax increment deposited into the TIF Fund and paid to the Authority pursuant to the Tri-Party Agreement, for fiscal year 2009; and

WHEREAS, the City, the Zone, and the Authority now desire to enter into this Agreement to provide for payment of the Incremental Service Costs from Available Authority Revenues that are derived from the City's portion of the tax increment deposited into the TIF Fund and paid to the Authority pursuant to the Tri-Party Agreement and to ratify the payment of Incremental Service Costs by the Authority to the City for fiscal years 2010 through 2015.

NOW, THEREFORE, in consideration of the mutual covenants, agreements, and benefits to the parties named herein, it is agreed as follows:

I. GENERAL TERMS

A. Incorporation of Recitals. The recitals to this Agreement are hereby incorporated for all purposes.

B. Definitions. All capitalized terms shall have the meaning as defined herein, or, if not defined herein, shall have the meaning as defined in the Tri-Party Agreement.

C. Singular and Plural. Words used herein in the singular, where the context so permits, also include the plural and vice versa. The definitions of words in the singular herein also apply to such words when used in the plural where the context so permits and vice versa.

II. INCREMENTAL SERVICE COSTS

The City, the Zone, and the Authority hereby agree that the Incremental Service Costs for the Zone shall be calculated by the City based on an examination of its records and financial data, with input from the Zone and the Authority, and shall be the amount, if any, shown as a line item in the Budget approved by the City, the Zone, and

the Authority. The Zone and the Authority hereby agree that the Authority shall pay to the City, on or before the later of i) June 30th of each fiscal year in which this Agreement is in effect or ii) 30 days after the date upon which the City, the Zone and the Authority have approved the Budget, beginning with the Incremental Service Costs shown in the fiscal year 2016 Budget, from Available Authority Revenues as defined in this Agreement, the Incremental Service Costs as calculated pursuant to this Agreement. The City, the Zone and the Authority hereby ratify the payment of Incremental Service Costs by the Authority to the City for fiscal years 2010 through 2015.

III. AVAILABLE AUTHORITY REVENUES

The Authority's payment of the Incremental Service Costs is subject to and conditioned upon the Authority's having Available Authority Revenues, as defined in this Agreement, sufficient to pay the Incremental Service Costs. "Available Authority Revenues" are Authority Revenues available to the Authority in the Authority's Surplus Fund, derived from the City's portion of Tax Increment deposited into the TIF Fund, after 1) payment of all principal, all interest, and all paying agent/registrar charges on the Bonds and Notes and other obligations of the Authority, now or hereafter issued at the respective times and in the respective amounts as fixed and prescribed in the resolution or resolutions pursuant to which the Bonds or Notes or other obligations are now or hereafter issued by the Authority; 2) payments on other Authority Obligations with Developer/Builders as required by the Development Agreements now or hereafter entered into with such Developer/Builders; and 3) payments for other Project Costs to be paid pursuant to existing contracts with consultants or other contractors, permitted by the Tri-Party Agreement and the TIF Act. If the Authority does not have Available Authority Revenues in its Surplus Fund to pay all of the Incremental Service Costs, then the Authority shall pay a portion of the Incremental Service Costs in the amount of the Available Authority Revenues. The amount of any unpaid Incremental Service Costs shall accrue annually and become due and payable at such time as Available Authority Revenues are sufficient to pay all or a portion of such accrued and unpaid Incremental Service Costs.

IV. PERIOD OF AGREEMENT

This Agreement is effective on the Countersignature Date as shown in the signature page of this Agreement and remains in effect for a period expiring June 30, 2016. This Agreement shall automatically renew for successive one-year periods until the June 30th following the date on which the Zone terminates, unless any party elects to terminate this Agreement by giving notice to the other parties prior to the end of the then current term. The obligation to pay any accrued but unpaid Incremental Service Costs shall survive the termination of this Agreement.

V. NOTICES

All notices or payments required or permitted hereunder shall be in writing and shall be deemed delivered on the earlier of the following dates: the date of actual receipt or the third day following deposit in a United States Postal Service post office or receptacle with proper postage affixed (certified mail, return receipt requested), addressed to the respective other Party at the address prescribed herein below or at such other address as the receiving Party may have theretofore prescribed by written notice to the sending Party.

Addresses for notice shall be as follows:

City: Chief Development Officer
City of Houston, Texas
P.O. Box 1562
Houston, Texas 77002

Zone: Chair
Reinvestment Zone Number Seventeen, City of Houston, Texas
c/o Hawes Hill Calderon LLP
P.O. Box 22167
Houston, TX 77227-2167

Authority: Chair
Memorial City Redevelopment Authority
c/o Hawes Hill Calderon LLP
P.O. Box 22167
Houston, TX 77227-2167

VI. LEGAL CONSTRUCTION

If any part of this Agreement is for any reason found to be unenforceable, all other parts remain enforceable unless the result materially prejudices the other party.

VII. SOLE AGREEMENT

This instrument contains the entire agreement between the parties relating to the rights herein granted and the obligations herein assumed. Any modifications concerning these instruments shall be of no force and effect excepting a subsequent modification in writing, signed by all parties.

[SIGNATURE PAGES FOLLOW]

IN TESTIMONY OF WHICH, this Agreement, in multiple originals, each having equal force has been executed on behalf of the Parties hereto as follows, to-wit:

CITY OF HOUSTON:

Mayor Date: _____, 2016

ATTEST/SEAL:

City Secretary Date: _____, 2016

COUNTERSIGNED:

City Controller Date: _____, 2016

APPROVED:

Chief Development Officer Date: _____, 2016

APPROVED AS TO FORM:

Senior Assistant City Attorney Date: _____, 2016
L.D. File No. _____

MEMORIAL CITY REDEVELOPMENT AUTHORITY:

APPROVED:

_____ Date: _____, 2016
Chair
Memorial City Redevelopment Authority

ATTEST:

_____ Date: _____, 2016
Secretary
Memorial City Redevelopment Authority

REINVESTMENT ZONE NUMBER SEVENTEEN, CITY OF HOUSTON, TEXAS

APPROVED:

_____ Date: _____, 2016
Chair
Reinvestment Zone Number Seventeen, City of Houston

ATTEST:

_____ Date: _____, 2016
Secretary
Reinvestment Zone Number Seventeen, City of Houston

MEMORIAL CITY REDEVELOPMENT AUTHORITY TIRZ No. 17,
HOUSTON, TEXAS

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ #17 Board of Directors
FROM: Executive Director
SUBJECT: Agenda Item Materials

6. Budget update.

MEMORIAL CITY REDEVELOPMENT AUTHORITY TIRZ NO. 17,
HOUSTON, TEXAS

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ #17 Board of Directors
FROM: Executive Director
SUBJECT: Agenda Item Materials

7. Presentation from LAN on completion of the Lumpkin Road project.

MEMORIAL CITY REDEVELOPMENT AUTHORITY TIRZ No. 17,
HOUSTON, TEXAS

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ #17 Board of Directors
FROM: Executive Director
SUBJECT: Agenda Item Materials

8. Exchange of property for the Town & Country Boulevard project and authorize payments to the City of Houston.



CITY OF HOUSTON
Public Works and Engineering Department

Sylvester Turner
Mayor

Dale A. Rudick, P.E.
Director
P.O. Box 1562
Houston, Texas 77251-1562

T. 832-395-2500

www.houstontx.gov

April 21, 2016

Mr. Muhammad Ali, P.E.
Lockwood, Andrews, and Newnam, Inc.
2925 Briarpark Drive, Suite 400
Houston, Texas 77042

CONTACT LETTER

Subject: Abandonment and sale of ±6,897 square-feet of Town and Country Boulevard, in exchange for conveyance of ±8,984 square-feet of right-of-way for reconstruction of Town and Country Boulevard, and a water meter easement, out of the George Bellows Survey, A-3. **Parcels SY15-148, AY15-195, and KY16-251**

Dear Mr. Ali:

The Joint Referral Committee (JRC) has reviewed and approved your request for the abandonment and sale of the subject property interest, subject to your completion of the requirements necessary to proceed with the transaction and final approval thereafter by City Council. We ask that you signify your acknowledgment and acceptance of these requirements by signing and returning to our office the attached "Acknowledgment and Acceptance Statement" (Attachment 1) within 10 business days from the date of this letter. You may also choose not to accept the requirements or proceed with the transaction.

Recent changes were enacted to Article VI of Chapter 2, Section 2-241 of the Code of Ordinances of the City of Houston, Texas that eliminated the need for a Council Motion for JRC requests. This letter is your notice of the requirements to proceed with the abandonment request. As you begin work on the requirements below, use this Contact Letter as needed for permits, plan and profile review or any other City process that requires evidence you are fulfilling the requirements to complete a JRC transaction.

Should you choose to proceed, you must complete these requirements within 30 days from the date of this letter. An extension may be granted based upon your written request stating the business need for the extension. The requirements to proceed with the transaction are listed below and should be pursued simultaneously. Processing one requirement at a time will prolong the time needed to complete this transaction.

1. You must submit a \$2,800.00 nonrefundable deposit by cashier's check payable to the City of Houston as follows:
 - (a) \$300.00, an amount representing the \$300.00 minimum fee required for the conveyance of a public land interest, and
 - (b) \$2,500.00, an amount equal to the City's estimated appraisal fees.

Should the appraisal fees be greater than estimated, we will contact you about the additional required deposit amount. If the transaction is concluded, the deposit will be applied toward the consideration. Otherwise, the City will retain the deposit to cover its operating expenses.

2. You must furnish the Department of Public Works and Engineering with a durable, reproducible (Mylar) survey plat and field notes of the affected property. For parcel identification please see the parcel map (Attachment 2). For more information, please contact the Right of Way Section at (832) 395-2380 and/or refer to the attached survey instructions (Attachment 3).

Upon receipt of the required deposit as listed in Item 1 and the durable, reproducible (Mylar) survey plat and field notes of the affected property as listed in Item 2, we will request the appraisal. You should continue processing the other requirements enumerated in this letter while the appraisal is being completed.

3. You must submit an original statement of ownership letter from an attorney at law. The letter must include a copy of the documents conveying title to the property owner. Attached is a sample letter (Attachment 4) to assist you in complying with this requirement. If there are liens on the abutting property to the conveyance parcel, the letter must disclose the lienholders and include copies of the lien instruments. Our Legal Department will prepare the conveyance deed, and should it be necessary, subordination agreements for the lienholders to execute.
4. You must submit business documents from the property owner when conveying a property interest to the City. Please see the attached list of required business documents (Attachment 5).
5. You must provide a survey of the exact location and size of the existing water meter in Town and Country Boulevard. Once the applicant provides the survey, the Office of City Engineer can determine the size of the required water meter easement.
6. You must **separately permit** the following utility construction item:
 - (a) Cut, plug, and abandon the 24-inch storm sewer system within the subject street abandonment area and relocate the storm inlet to the proposed east right-of-way line of Town & Country Boulevard.
 - (b) The foregoing item must be completed as stated unless conditions on the ground or City standards require modifications to these items.

The forgoing items must be completed at no cost to the City and under the proper permits obtained separately and exclusively from the Office of the City Engineer.

For specific instructions concerning these requirements, you may contact Kathlie Bulloch in the Office of the City Engineer at (832) 394-9138.

- (c) Keep the Real Estate Branch informed of the activities undertaken to satisfy these requirements.
 - (d) Provide Kim Jackson with copies of the permits documenting the construction approvals.
7. You must submit a separate \$1,550.00 cashier's check payable to the City of Houston for the depreciated value for the storm sewer system.

8. You must:

- (a) Prepare drawings that show the public utilities (storm) that are being abandoned, relocated, and/or constructed as part of this project.
- (b) Submit the drawings to the Office of the City Engineer for plan review and approval.
- (c) **Attach a copy of this letter to the plan set when it is submitted for plan review.**
- (d) A copy of the approved plans and permit must be submitted to Kim Jackson before the transaction can be concluded.
- (e) Provide a copy of a **Certificate of Final Completion** (Attachment 6) completed by your Project Manager and reviewed and approved by city personnel. For specific instructions concerning this requirement, you may contact Lagnesh Varshney at 832-394-9100.

9. You must obtain a letter of no objection from each of the privately owned utility companies for the street being abandoned and sold. Please see the attached list of the privately owned utility companies (Attachment 7). A plat or clear description of the property should accompany your written request.

Once the subject parcels have been surveyed and appraised, an Offer Letter will be forwarded to you that includes paying the balance of consideration and listing any outstanding transaction requirements enumerated above. Once you have completed the requirements listed in this letter and the Offer Letter, the Real Estate Branch will process a Request for Council Action (RCA) requesting City Council approval of an ordinance effecting the final abandonment and sale of the City's property interest.

Should you have any questions, please contact Kim Jackson, Real Estate Analyst, Real Estate Branch-Land Disposition, at (832) 395-3122.

Sincerely,



Nancy P. Collins
Senior Assistant Director-Real Estate
Planning and Development Services Division
Department of Public Work and Engineering

NPC:WSB:kj
kj\sy15-148.doc

- 7 Attachments:
1. Acknowledgment and Acceptance Statement
 2. Parcel Map
 3. Survey Instructions
 4. Sample Statement of Ownership Letter
 5. List of Business Documents
 6. Certificate of Final Completion
 7. List of Privately Owned Utility Companies

c: Kathlie Bulloch, Ph.D., P.E., D.WRE
Chris Seckinger, CITYCENTRE North Venture Partners, LP
Shailesh Patel (JRC CUIC 20_9595)
Right of Way Section
Lagnesh Varshney

EAST ALDINE MANAGEMENT DISTRICT,
HOUSTON, TEXAS

AGENDA MEMORANDUM

TO: East Aldine Management District Board of Directors
FROM: Executive Director
SUBJECT: Agenda Item Materials

9. Receive a report from the Gunda Corporation on the Phase II engineering design for Lipex Properties LP.



GUNDA CORPORATION

Engineers, Planners & Managers

May 3, 2016

Mr. Scott Bean
Executive Director
Memorial City Redevelopment Authority

Subject: Peer Review – Final Conrad Sauer Detention Basin Revitalization Project, Houston, Texas

Dear Mr. Bean:

Our Scope of Work focused on confirming that the Developer's design provides a minimum of 74.5 acre-feet once modifications are completed to the existing Conrad Sauer Detention Facility and Mathewson Lane. Gunda Corporation, LLC (GUNDA) received the following information from RPS Klotz Associates:

- Final plans provided for Improvements to Conrad Sauer Detention Facility and Mathewson Lane (Street, Drainage, Water, and Sanitary Sewer Improvements)
- Final plans signed by the City
- CAD Drawings for pond model
- HouStorm Output for 2-year and 100-year storms
- Preliminary Engineering Report for Improvements to Conrad Sauer Basin and Mathewson Expansion
- XPSWMM Report Tables
- Final Project Detention Summary
- Calculated Basin Volume
- Calculated Basin Encroachments

Per the contract requirements, GUNDA reviewed the above information only to confirm the detention capacity provided.

Detention for the project is summarized in the table provided by RPS Klotz Associates on April 29, 2016 in Appendix A.

We found that:

- The proposed detention basin provides 63.4 acre-feet of storage at a minimum.
- The calculated volume of encroachments into the detention pond is 1.2 acre-feet.
- The proposed storm sewers in Mathewson Lane provide 12.6 acre-feet of storage at a minimum.

Based on these findings, the proposed design can provide at least 74.5 acre-feet of detention as required by the agreement. Upon completion of construction, we recommend that the Developer provide record drawings along with as-built detention capacity calculations to Memorial City Redevelopment Authority for verification.

We appreciate the opportunity to support the Memorial City Redevelopment Authority in this exciting project.

Please contact me with any questions or comments.

Regards,

GUNDA CORPORATION, LLC



Kristen Hennings, P.E., CFM, LEED® Green Associate
Sr. Project Manager

Cc: Edward Conger, P.E., RPS Klotz

Appendix A
RPS Klotz Final Detention Calculations

Project Detention Summary - April 2016

	Existing (acre-feet)	Proposed (at minimum) (acre-feet)	Provided at 30% Design (acre-feet)	Provided at 100% Design (acre-feet)
Conrad Sauer Detention Basin*	62.0	62.0	63.5*	63.4*
Allowance for Encroachments	0.0	0.0	-1.5	-1.4
Subtotal Basin	62.0	62.0	62.0	62.0
Mathewson Lane	0.0	7.6	7.7	7.7
	0.0	4.9	4.9	4.9
Subtotal Mathewson	0.0	12.5	12.6	12.6
Total	62.0	74.5	74.6	74.6

*accounts for soil/geoweb, constant water level, gabions, riprap and bridge structure

**encroachment volume from detailed calculations

Calculated Volumes @ 100% Design (acre-feet)
63.4*
-1.2**
62.2
7.7
4.9
12.6
74.8



Calculated Basin Volume - April 2016

	Area (ft ²)	Depth (ft)	Volume (ft ³) (ac-ft)	
Basin Base Volumes from Civil 3D (1)				
Basin Volume (1) up to 76'			1,639,359	37.63
Basin Volume (1) between 76'-83.7'	155,119	7.7	1,194,416	27.42
<i>Subtotal Basin Base Volumes</i>				<i>65.05</i>
Hand Calculated Basin Volume Sections not included in Civil 3D contours				
Additional Section (2) at 78'	11,644	5.7	66,371	1.52
Additional Section (2) at 76-78' (on slope)	11,644	1.0	11,644	0.27
Additional Section (3) at 79.5'	4,054	4.2	17,027	0.39
Additional Section (4) at 79.7	1,948	4.0	7,792	0.18
Additional Section (5) at 81	2,365	2.7	6,386	0.15
<i>Subtotal Hand Calculated Basin Volume Sections</i>				<i>2.51</i>
Structural Items Included in Basin Volume				
8" Soil/Geoweb	78,189	0.7	52,126	1.20
Riprap	6,333	1.5	9,500	0.22
Gabions	4,566	3.0	13,698	0.31
Constant Water level South of Weir	11,248	1.8	20,246	0.46
Constant Water level North of Weir	32,148	2.5	78,763	1.81
Bridge Deck below 83.7'	5,760	0.6	3,571	0.08
Bridge Columns			2,925	0.07
<i>Subtotal Hand Calculated Volume Sections (subtract from Basin Volumes)</i>				<i>4.15</i>
Cumulative Volume of Basin				63.41

Used volume of 63.4 ac-ft for table.

Calculated Basin Encroachments - April 2016

	Area	Depth	Volume	
	(ft ²)	(ft)	(ft ³)	(ac-ft)
Elevated Slab (12")	9,585	1	9,585	0.22
Elevated Slab (8")	7,570	0.7	5,047	0.12
Walkways (includes arbors)	8,576	1.25	10,720	0.25
Guardrails (below 83.7')	1	1084	1,084	0.02
Columns (Walkway, Arbor & Slabs)			2,565	0.06
Arbor footings			783	0.02
Tree wells (105 fully submerged, 5 partly below 83.7)			17,817	0.41
Perforated Screen Walls (39% open area)	5,636	1	5,636	0.13
Screen Wall Columns			567	0.01
Water Feature (2) - under constant water level	-	-	-	0.00
Cumulative Volume of Basin Encroachments				1.24

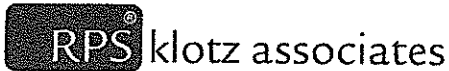
Used allowance of 1.4 acre-feet for table.

MEMORIAL CITY REDEVELOPMENT AUTHORITY TIRZ NO. 17,
HOUSTON, TEXAS

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ #17 Board of Directors
FROM: Executive Director
SUBJECT: Agenda Item Materials

10. Engineering task order proposals from Klotz Associates including:
 - W140 Drainage improvements



1160 Dairy Ashford, Suite 500, Houston, Texas 77079
281 589 7257 E email@klotz.com W www.rpsgroup.com | www.klotz.com

May 12, 2016

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

Re: Proposal for Supplemental Phase II Professional Services
For W140 (Briar Branch) Channel Improvements and Bunker Hill Bridge and Related
Flood Mitigation Infrastructure Improvements (Briar Branch "Straws")
TIRZ 17 CIP Nos. T-1734 and T-1734B
RPS Klotz Associates Project No. 1111.002.000

Dear Mr. Bean:

RPS Klotz Associates has prepared this proposal to provide supplemental Phase II Professional Services for the W140 (Briar Branch) Channel Improvements and Bunker Hill Bridge and Related Flood Mitigation Infrastructure Improvements (Briar Branch "Straws") projects. The supplemental Phase II services include Basic and Additional Services to expand the W140 (Briar Branch) Drainage Improvements project to include the TIRZ 17 CIP No. T-1734B Bunker Hill Bridge and Related Flood Mitigation Infrastructure Improvements (Briar Branch "Straws") project for a single construction project. This will include incorporation of reconstruction of the Bunker Hill Road crossing at Briar Branch (W140) and drainage improvements to extend the flood mitigation improvements to the TIRZ 17 limits at the five (5) "Straws" north of Briar Branch (W140) as general described in previous preliminary studies. Combining construction for the two CIP projects for North Gessner will expedite the completion of construction in this area, follows recommendations from HCFCD to expedite project approvals, and should provide savings in project construction costs.

The proposed engineering services are being required by HCFCD for the review, approval and construction of these projects. Included are review submittals to TIRZ 17, HCFCD and the City of Houston for an updated Drainage Impact Study as well as 70%, 90% and Final Design submittals for the combined projects (T-1734 and T-1734B). The submittals will include the construction drawings as well as detailed construction cost estimates. Expanding the project area to include the Bunker Hill Bridge and "Straws" (T-1734B) requires additional coordination with the City of Houston for construction within CoH ROW, an additional Geotechnical Study, a Tree Protection Plan, and ESA I for this expanded portion of the projects.

We propose to provide these services as a Task Order under our Master Agreement for Professional Services. The requested Not-to-Exceed authorization of \$397,250.00 is detailed below.

Fees for Services

Exhibit A provides detail for the proposed Scope of Work. Exhibit B provides the man-hour estimate and fees requested for these Engineering Services. The proposed fees are summarized as follows:

Phase II Supplemental Basic Engineering Services	\$287,125.00
Phase II Supplemental Additional Engineering Services	\$ 94,061.26
Phase II Additional Reimbursable Expenses	<u>\$ 16,063.74</u>
TOTAL BASIC SERVICES	\$397,250.00

We appreciate the opportunity to continue to work with the Memorial City Redevelopment Authority (TIRZ 17) to provide Limited Phase I and Phase II Detailed Design Services for this project. Please call Edward Conger or me if you have any questions or require any additional information.

Sincerely,



Bart Standley, P.E.
Public Works Practice Manager

BS;gw

Accepted for
Memorial City Redevelopment Authority

Signature

Print

Date

Accepted for the City of Houston

Signature

Print

Date

Exhibit A

Scope of Services for Supplemental Phase I and Phase II Professional Services for North Gessner Road Drainage and Mobility Improvements North Gessner from IH-10 to Long Point Road TIRZ 17 CIP Nos. T-1732A and T-1732B

This updated proposal is for the Professional Services to provide the necessary supplemental Phase I and Phase II Services for the North Gessner Drainage and Mobility Improvements Project from IH-10 to Long Point Road.

The supplemental Phase I services includes Preliminary Engineering services to provide an updated Preliminary Engineering Report (PER) and Technical Review Coordination required by the City of Houston Public Works and Engineering for the review and approvals required to construct this project.

The updated supplemental Phase II services include Basic and Additional Services to expand the North Gessner reconstruction project limits from Westview Drive to Long Point Road (T-1732B) and include with the TIRZ 17 CIP No. T-1732A North Gessner construction project plans currently under design. North Gessner reconstruction design will include utility upgrades and relocations as recommended in the updated PER for this project. The construction plans and documents for the proposed improvements to Gessner Road (T-1732B) will be combined with the TIRZ 17 CIP No. T-1732A North Gessner construction project plan set for a single construction project. This update includes additional services required to for the TxDOT Grant funding for this project. These services include updating project plans for TxDOT letting and incorporating additional TxDOT requirements.

The following scope details the procedures that will be followed to provide the supplemental Phase I and Phase II Basic Services in accordance with City of Houston requirements:

I. Phase I - Preliminary Design

The City of Houston requires an updated PER as well as coordination with the Technical Review Committee to expedite the approval and completion of this project.

- 1. Review and Validation of Previous Draft PERs (Oct 2009 and August 2013)**
Review previous draft reports to establish updated Engineering Basis of design, evaluate current existing conditions, and evaluate previous recommendations and cost estimates.
- 2. Prepare Updated Preliminary Engineering Report (PER) and Recommendations**

Prepare Draft Update PER Report and Exhibits, conduct a review meeting with City of Houston (CoH) PWE Project Manager, update Draft PER per CoH Comments and QA/QC.

3. Technical Review Committee (TRC) Coordination

Prepare and conduct Pre-TRC Meeting, conduct a TRC Meeting, prepare a Draft RDAI, and prepare a Final RDAI.

II. Phase II - Basic Engineering Services

Phase II includes Basic Engineering Design services to expand the North Gessner reconstruction project limits from Westview Drive to Long Point Road (T-1732B).

A. Additional Coordination & Deliverables

- a. Additional coordination with adjacent project CoH CIP N-000809-0001-3
- b. Additional Project Progress Meetings with CoH
- c. 90% Design Submittal
- d. Final Design Submittal
- e. Private Utility Signatures (Westview to Long Point)
- f. Utility Conflict Resolution (Westview to Long Point)
- g. Update Project Manual, Front-End Documents, and Specifications
- h. Update Construction Cost Estimate

B. Roadway & Drainage Improvements Plan Production (Combine T-1732A & T-1732B)

1. General Sheets
 - a. Update Title Sheet
 - b. Update Drawing Index
 - c. Update General Notes and Abbreviations Sheet
 - d. Survey Control (2 Sheets) (Westview to Long Point, T-1732B Phase 2)
 - e. Sheet Layout Map (1 Sheet) (Westview to Long Point, T-1732B Phase 2)
2. Existing and Proposed Typical Sections (Westview to Long Point)
3. Driveway Schedule and Details (2 Sheets)
4. Plan and Profile Sheets (Westview to Long Point)
 - a. Plan-Profile Sheets (Gessner = 4 Sheets)
 - b. Plan-Profile Sheets (@Cross Streets = 2 Sheets)
5. Storm Sewer Lateral Sheets (2 Sheets)(Westview to Long Point)
6. HouStorm Inlet Analysis & Tables (1 Sheet)(Westview to Long Point, T-1732B Phase 2)
7. Junction Box Details (Westview to Long Point)
8. Cross Sections (2 Sheets)(Westview to Long Point)

C. Water and Sanitary Sewer Design (Westview to Long Point)

1. Plan and Profile Drawings for Water and Sanitary Upgrades and Relocations
 - a. Plan-Profile Sheets (4 Sheets)

D. Drainage Design (Westview to Long Point)

1. Update Overall Drainage Area Map
 2. Update Existing Conditions Drainage Area Map
 3. Update Proposed Conditions Drainage Area Map
 4. Update Proposed Storm System Design for Combined Project Limits
 - a. Validation of PER Recommended Alternative
 - 1.) Update Existing Conditions for Expanded SWMM Model
 - 2.) Refine Boundary Conditions
 - b. Update Proposed Conditions for Expanded SWMM Model
 - 1.) Adjust Preliminary Model to Develop System Detail
 - 2.) Update & Develop Inlet Nodes
 - 3.) Confirm & Modify Storm System
 - 4.) Update Model Pipe Elevations from Topo Survey
 - c. Execute Expanded SWMM Model for Detailed Design
 - 1.) Refine Design & Model
 - 2.) Proposed Storm Sewer Design Model Tables
 5. Proposed Storm Sewer 100-Year Analysis for Expanded SWMM Model
 - a. Modify for 100yr Extreme Event Requirements
 - b. Proposed Storm Sewer 100-Year Analysis Model Tables
 6. Update Impact Analysis Final Report
 - a. Determine Impacts for 2yr & 100yr for Final Design
 - b. Prepare Updated Mitigation Recommendation w/ LOS
 - c. Prepare Updated Impact Analysis Final Report
- E. Additional Project Quality Control (QA/QC) (Westview to Long Point)**
The QA / QC Plan provides for Constructability Reviews, Sustainability Review, and independent check for modeling, design calculations and quantity take-offs.

III. Phase II - Additional Engineering Services

- A. Traffic Control Plans (Revision to Combine T-1732A & T-1732B)**
TCP Overall Layout Sheets (Westview to Long Point)
TCP Construction Sequencing and Phasing (Westview to Long Point)
TCP Typical Cross Sections (Westview to Long Point)
TCP Phasing Plans (Westview to Long Point)
- B. Traffic Signals (Revision to Combine T-1732A & T-1732B)**
Temp. Signal Modifications during Construction - Gessner @ Long Point
- C. Storm Water Pollution Prevention Plan (SW3P) (Revision to Combine T-1732A & T-1732B)**
SW3P Plans (Westview to Long Point)
Update SW3P Report (Westview to Long Point)
- D. Signing and Striping Plan**
Signing & Striping Plans (4 sheets)
Striping Plan (1 sheet, Westview @ Gessner Intersection)
Small Sign Summary (1 sheet)

Signing & Striping Standard Details (7 sheets)

E. Environmental Site Assessment Phase II (See Attached Proposal)

F. TxDOT Requirements

Design Concept Conference

Design Variances and Exceptions

Cooperative Utility Process

Utility Certifications

Quantity Summary Sheets

TxDOT Specifications, Special Specifications, and Special Provisions

Construction Schedule

Additional TxDOT Design Reviews

Constructability Review

Update Plans for TxDOT Letting (T-1732A Phase 1 & T-1732B Phase 2)

TxDOT Categorical Exclusion Determination Study

G. Subcontracted Services (See Attached Proposals)

Street Light Plans (Isani Consultants, L.P.)

Tree Protection Plans (C.N. Koehl Urban Forestry, Inc.)

Supplemental Phase II Services for
 W140 (Briar Branch) Drainage Improvements and
 Bunker Hill Bridge and Briar Branch 'Straws'
 TIRZ 17 CIP Nos. T-1734 and T-1734B
 May 12, 2015

Summary for Combined T-1734 Briar Branch Channel Improvements and T-1734B Straws & Bunker Hill Bridge			
TOTAL PH II BASIC ENGINEERING SERVICES - (Combine T-1734 Briar Branch Channel Improvements and T-1734B Straws & Bunker Hill Bridge)		\$	287,125.00
TOTAL PHASE II ADDITIONAL ENGINEERING SERVICES		\$	94,061.26
TOTAL ADDITIONAL REIMBURSIBLE EXPENSES			\$16,063.74
Total for Combined T-1734 Briar Branch Channel Improvements and T-1734B Straws & Bunker Hill Bridge		\$	397,250.00

PHASE I AND PHASE II SERVICES		Dept. Manager \$ 225.00		Sr. Project Manager \$ 210.00		Project Engineer \$ 135.00		Assoc. Engineer \$ 120.00		Senior Designer \$ 120.00		Clerical / Admin \$ 80.00		Total Labor Hours		Total Labor Cost	
BASIC ENGINEERING SERVICES																	
Phase II Basic Engineering Services - Briar Branch Channel Improvements, Briar Branch Straws & Bunker Hill Bridge (T-1734 & T-1734B)																	
A. Additional Coordination & Deliverables (Straws & Bridge)																	
a. Additional Coordination with Briar Branch Channel Improvements																	
b. Additional Project Progress Meetings with CoH PWE																	
c. 70% Design Submittal																	
d. 90% Design PWE Submittal																	
e. Final Design PWE Submittal																	
f. Private Utility Signatures (Straws & Bridge)																	
g. Utility Conflict Resolution (Straws & Bridge)																	
h. Update Project Manual, Front-End Documents, and Specifications																	
i. Update Construction Cost Estimate																	
j. Additional Coordination w/ Adjacent Property Owners																	
B. Roadway & Drainage Improvements Plan Production (Combine T-1734 Briar Branch Channel Improvements and T-1734B Straws & Bunker Hill Bridge)																	
I. General Sheets																	
a. Update Title Sheet																	
b. Update Drawing Index																	
c. Update General Notes and Abbreviations Sheet																	
d. Additional Survey Control (2 Sheets) (Straws & Bridge)																	
e. Additional Sheet Layout Map (1 Sheet) (Straws & Bridge)																	
2. Additional Existing and Proposed Typical Sections (Straws & Bridge) (2 sheets)																	
3. Additional Demolition Sheets (Straws & Bridge) (2 sheets)																	
4. Driveway Schedule and Details (3 Sheets)																	
5. Additional Plan and Profile Sheets (Straws & Bridge)																	
a. Plan-Profile Sheets (Straws = 17 Sheets)																	
b. Plan-Profile Sheets (@Cross Streets = 6 Sheets)																	
6. Additional Storm Sewer Lateral Sheets (4 Sheets) (Straws)																	
7. Additional How Storm Inlet Analysis & Tables (1 Sheet) (Straws & Straws)																	
8. Additional Junction Box Details (Straws & Bridge)																	
9. Additional Cross Sections (2 Sheets)																	
10. Additional Details (2 Sheets)																	
C. Water and Sanitary Sewer Design (Combine T-1734 Briar Branch Channel Improvements and T-1734B Straws & Bunker Hill Bridge)																	
a. Plan-Profile Drawings for Water and Sanitary Relocations																	
b. Plan-Profile Sheets (8 Sheets)																	
D. Drainage Design (Combine T-1734 Briar Branch Channel Improvements and T-1734B Straws & Bunker Hill Bridge)																	
1. Update Overall Drainage Area Map																	
2. Update Existing Conditions Drainage Area Map																	
3. Update Proposed Conditions Drainage Area Map																	
4. Update Proposed Storm System Design for Combined Project																	
a. Validation of PER Recommended Alternative (Straws & Bridge)																	

Supplemental Phase II Services for
W140 (Briar Branch) Drainage Improvements and
Bunker Hill Bridge and Briar Branch 'Straws'
TIRZ 17 CIP Nos. T-1734 and T-1734B
May 12, 2015

PHASE I AND PHASE II SERVICES 1.00	Dept. Manager \$ 225.00	Sr. Project Manager \$ 210.00	Project Engineer \$ 135.00	Assoc. Engineer \$ 120.00	Senior Designer \$ 120.00	Clerical / Admin \$ 80.00	Total Labor Hours	Total Labor Cost
1.) Update Existing Conditions for Expanded SWMM Model	1	2	4	4	4		11	\$ 1,665.00
2.) Refine Boundary Conditions		1	2	10	5		18	\$ 2,280.00
b. Update Proposed Conditions for Expanded SWMM Model								
1.) Adjust Preliminary Model to Develop System Detail	1		3	14			18	\$ 2,310.00
2.) Update & Develop Inlet Nodes	1	2	4	20	4		31	\$ 4,065.00
3.) Confirm & Modify Storm System	1	4	5	11			21	\$ 3,060.00
4.) Update Model Pipe Elevations from Topo Survey	1	1	2	18	3		25	\$ 3,225.00
c. Execute Expanded SWMM Model for Detailed Design								
1.) Refine Design & Model	1	3	12	18			34	\$ 4,635.00
2.) Proposed Storm Sewer Design Model Tables		2	3	6	4		15	\$ 2,025.00
5. Proposed Storm Sewer 100-Year Analysis for Expanded SWMM Model		2	3	6	6		17	\$ 2,265.00
a. Modify for 100yr Extreme Event Requirements	1	3	5	8			17	\$ 2,490.00
b. Proposed Storm Sewer 100-Year Analysis Model Tables		2	3	6	6		17	\$ 2,265.00
6. Update Impact Analysis Final Report								
a. Determine Impacts for 2yr & 100yr for Final Design	1	3	3	7			14	\$ 2,100.00
b. Prepare Updated Mitigation Recommendation w/ LOS	1	2	5	17			25	\$ 3,360.00
c. Prepare Updated Impact Analysis Final Report	1	8	12	8	6	2	37	\$ 5,365.00
E. Additional Project Quality Control (QA/QC)	9	20	32				61	\$ 10,945.00
TOTAL PH II BASIC ENGINEERING SERVICES - (Combine T-1734 Briar Branch Channel Improvements and T-1734B Straws & Bunker Hill Bridge)	50	194	401	609	898	2	2154	\$ 287,125.00

Supplemental Phase II Services for
W140 (Briar Branch) Drainage Improvements and
Bunker Hill Bridge and Briar Branch "Straws"
TIRZ 17 CIP Nos. T-1734 and T-1734B
May 12, 2015

PHASE II SERVICES	Senior Engineer	Senior Designer	Senior Drafter	Senior Surveyor	Senior Estimator	Senior Inspector	Senior Materials	Senior Traffic	Senior Environmental	Senior Geotechnical	Senior Construction	Senior Other	Senior Total
ADDITIONAL ENGINEERING SERVICES													
III. Additional Engineering Services													
A. Traffic Control Plans (Combine T-1734 Briar Branch Channel Improvements and T-1734B Straws & Bunker Hill Bridge)	1	2	1	1	1	1	1	1	1	1	1	1	12
P. vera avou Shees Straws Bridge	1	1	1	1	1	1	1	1	1	1	1	1	5
P. ylica ross Secios Straws Bridge	1	1	1	1	1	1	1	1	1	1	1	1	255
P. Phasig Pas Straws Bridge	1	1	1	1	1	1	1	1	1	1	1	1	2
B. Storm Water Pollution Prevention Plan (SW3P) (Combine T-1734 Briar Branch Channel Improvements and T-1734B Straws & Bunker Hill Bridge)													
SP Pas Straws 2 sheets	1	2	1	1	1	1	1	1	1	1	1	1	25
SP Pas Straws Bridge	1	2	1	1	1	1	1	1	1	1	1	1	11
C. Signing and Striping Plan	2	2	2	2	2	2	2	2	2	2	2	2	5
Siglig Strig Pas Straws Bridge sheets	2	2	2	2	2	2	2	2	2	2	2	2	5
Srig Pa Buer 11 sheet	2	2	2	2	2	2	2	2	2	2	2	2	12
Sma Sig Summary 1 sheet	2	2	2	2	2	2	2	2	2	2	2	2	1
Siglig Strig Sarr: eais sheets	2	2	2	2	2	2	2	2	2	2	2	2	2
D. Tree Protection Plans	1	1	1	1	1	1	1	1	1	1	1	1	5
E. Environmental Site Assessment Phase I (See Attached Proposal)	1	1	1	1	1	1	1	1	1	1	1	1	56,440.00
Subtotal Additional Services - RPS Klotz Assoc.													
SUBCONTRACTED ENGINEERING SERVICES													
Task													
Geotechnical Investigation													
Subtotal Additional Services - Subcontracted Engineering Services													
TOTAL FOR PHASE II ADDITIONAL SERVICES													
													\$ 94,061.26

Fee Estimate for
 Supplemental Phase II Services for
 W140 (Briar Branch) Drainage Improvements and
 Bunker Hill Bridge and Briar Branch 'Straws'
 TIRZ 17 CIP Nos. T-1734 and T-1734B
 May 12, 2015

ADDITIONAL REIMBURSIBLE EXPENSES		Quantity	Unit Cost	Total
Item				
1 Frig. eroductio S		1	55	55
2 Multiply of ourso evie ee		1		55
Postage eiveries disc		1	21	21
leage 55mi			55	
TOTAL ADDITIONAL REIMBURSIBLE EXPENSES				\$16,063.74



Cielo Center, 1250 South Capital of Texas Highway, Building Three, Suite 200, Austin, TX 78746 USA
T +1 512 347-7588 F +1 512 347-8243 W www.rpsgroup.com

May 10, 2016

Jeff Anderson
RPS Klotz Associates
1160 Dairy Ashford, Suite 500
Houston, Texas, 77079

Re: Cost Proposal for Phase I Environmental Site Assessment
Briar Branch Ditch Drainage
Houston, Texas

Dear Jeff:

RPS appreciates the opportunity to submit this scope of work and cost estimate to conduct a Phase I Environmental Site Assessment (ESA) for the above referenced property. The ESAs will be conducted on the land outlined in the attached figures.

The Phase 1 ESA will be performed to identify, to the extent feasible, "recognized environmental conditions" as defined in the American Society for Testing and Materials (ASTM) Standard E 1527-13, entitled Standard Practice for Environmental Site Assessments: Phase I Site Assessment Process. Recognized environmental conditions are defined as the presence or likely presence of hazardous substances or petroleum products on the property under conditions that indicate an existing release, a past release, or a material threat of a release of the materials onto the ground, or into the groundwater or surface water of the property. The ASTM Standard E 1527-13 will be used as the guide for conducting "all appropriate inquiry into the previous ownership and uses of the property consistent with good commercial or customary practice" (AAI rule, 40 CFR 312.21) as defined at 42 U.S.C. 9601(35)(B). Use of this standard allows a user to satisfy one of the requirements to qualify for the innocent landowner, contiguous property owner, or bona fide prospective purchaser limitations on Comprehensive Environmental Response, Compensation and Liability Act (CERCLA) liability. The ESA will also include Controlled Substances as applicable to EPA Brownfields grants.

The purpose of the ESA is to identify recognized environmental conditions associated with the current and former uses of the property and the current condition of the property and adjacent properties. In accordance with the ASTM standard and AAI requirements, the Phase I ESA will include: (1) review of environmental regulatory database records for the property and surrounding properties from federal, state and local environmental databases, (2) review of historical aerial photographs and topographic maps, (3) an environmental lien search, (4) a site reconnaissance, (5) interviews with current property owners or persons knowledgeable about the site



Jeff Anderson
May 10, 2016
Page 2

history, and regulators (if needed), (6) pertinent regulatory file review, and (7) preparation of a report.

The estimated cost to perform this work is \$5,700. The cost estimate is based on the following assumptions:

- No environmental media samples (soil, groundwater, building materials, etc.) will be collected during the Phase I; however, pending the Phase I findings, sampling may be recommended,
- A 50-year chain-of-title search will not be conducted on the property, and
- Client will provide onsite access.

RPS will provide the work on a time and materials basis. The final Phase I ESA report will be submitted to you within 30 days of authorization to proceed. This time frame is dependent on third-party professionals required to conduct the environmental database search.

If there are any questions about this proposal, please call me at 512.347.7588.

Sincerely,

RPS

A handwritten signature in blue ink that reads 'Mark S. Katterjohn'.

Mark S. Katterjohn, P.G.
Senior Consultant / Hydrogeologist



GEOTECH ENGINEERING and TESTING

Geotechnical, Environmental, Construction Materials, and Forensic Engineering



ACCREDITED
CERTIFICATE #0075-01
#0075-02

RPS Klotz Associates
1160 Dairy Ashford, Suite 500
Houston, Texas 77079

Proposal No. P16-087
May 11, 2016
Tel.: 281-589-7257

E-mail: natalie.weiershausen@klotz.com

Attention: Ms. Natalie Weiershausen, P.E., ENV SP
Project Manager

PROPOSAL FOR GEOTECHNICAL STUDY PROPOSED PAVING AND UNDERGROUND UTILITIES AT BRIAR BRANCH STRAWS HOUSTON, TEXAS

Dear Madam:

At your request we are pleased to submit this proposal for the proposed alignment at the above-referenced project. The planned facilities were discussed with Ms. Natalie Weiershausen, P.E., ENV SP with RPS Klotz Associates in order to plan our studies that would provide the necessary design and construction data.

We will perform the geotechnical study in general accordance with the City of Houston (COH) Department of Public Works and Engineering, Chapter 11, Geotechnical and Environmental Guidelines.

INTRODUCTION

It is planned to construct paving and underground utilities (concrete box culverts) at Briar Branch Straws (along Straw#2, Straw#4 and Straw#5), City of Houston, Texas. A site vicinity map is presented in Plate 1. The plan of borings for the project alignments are presented on Plate 2. We understand that the proposed road structure will consist of a new concrete curb and gutters. The total length of the improvements is approximately 3000-ft long. The specific project information includes the following:

Facility	Remarks
Concrete Paving	Based on furnished information, we understand that new concrete pavement will be constructed at Straw#2 (along Larston Drive up to Cedardale Road), Straw#4 (along Windhover Lane from Briar Branch up to Cedardale Drive) and Straw#5 (along portion of Long Branch Lane and along Springrock Lane from Long Branch Lane up to Westview Drive). We understand that the proposed road structure will consist of a new concrete curb and gutters. We also understand that client will provide the traffic loading in a form of Equivalent Single Axial Load (ESAL).

Facility	Remarks
Underground Utilities (Concrete Box Culverts)	We understand that underground utilities (concrete box culvert sections) will be constructed along the proposed alignments. The maximum invert depth of the box culverts will be about 14-ft. Based on the furnished information, a 7' x 7' rectangular concrete box culvert section will be used in this project. We understand that the basic construction technique for the underground utilities will be Open Excavation.

We will perform the geotechnical study in general accordance with the City of Houston (COH) Department of Public Works and Engineering, Chapter 11, Geotechnical and Environmental Guidelines, dated July 2015. The scope of our work will not be in accordance with Texas Department of Transportation (TxDOT) or Harris County Flood Control District (HCFCD) Geotechnical Guidelines.

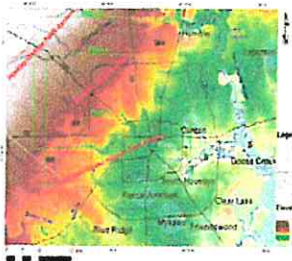
The scope of our work will consist of conducting a desktop geologic fault study and geotechnical study for the alignment. We will develop design recommendations with respect to design and construction of the underground utilities and pavement along the proposed alignment. Furthermore, we will develop recommendations on groundwater dewatering, soils stratigraphy, open excavations and construction considerations.

The proposal is divided into two sections. Each section will be discussed and estimated separately. These sections are as follows:

- o Desktop Geologic Faulting Studies.
- o Geotechnical Exploration for the Paving and Underground Utilities.

DESKTOP GEOLOGIC FAULTING

The project site is located in The City of Houston, Texas. Geologic faults are scattered throughout Houston. In general, faults are caused by groundwater and oil removal from the underlying surface. Faults originate several thousand feet below the ground surface and can often cause displacement of the ground surface, causing broken pavement, waterlines, and damage to structures.



A Desktop Geologic Fault Study will be conducted. A desktop fault study will include a study of published data on surface faults in the area of the site from the Geotech Engineering and Testing Library. A report of our findings will be provided. The scope of our work will not include review of LiDAR maps or conducting a site visit.

GEOTECHNICAL EXPLORATION

Field Exploration

Traffic Control. City of Houston requires traffic control along the project alignments during our field exploration. The traffic control shall be in general accordance with TMUTCD. The scope of our field work will require a lane closure during our coring, drilling and sampling and borehole grouting. Our traffic control will be subcontracted out.



Pavement Coring. The existing pavement will be cored prior to drilling and sampling. We will provide the pavement thickness components in our report, as to the depth from existing surface to the top of first soil sample. All of the cores will be seven inches in diameter. Traffic control will be required during this effort.

Drilling and Sampling. We will evaluate the soil stratigraphy and groundwater conditions for the proposed paving and underground utilities by conducting seven (7) geotechnical borings. The depths of the borings will be ranging from 10-ft to 24-ft deep. The proposed plan of borings is shown on Plate 2. The boring schedule will be as follows:

Location	Boring No.	Boring Depth (ft)
Straw#2	B-1	10
Straw#4	B-2 and B-3	24
Straw#5	B-4 through B-7	24

Soil samples will be obtained continuously from the surface to a depth of 20-ft and from 23- to 24-ft. Standard Penetration Tests (SPT) will be performed in sands, if encountered, and the clays will be sampled by a Shelby tube. Shear strengths of the clays will be measured in the field with a hand penetrometer and correlations between this data and laboratory unconfined compression and Torvane tests used to supplement laboratory shear strength data.



Groundwater. Depth to groundwater will be important for design and construction of the pavements and underground utilities. The borings will be drilled dry and the depth at which groundwater is encountered will be recorded.

Piezometers. We recommend a total of two (2) piezometers be installed along the subject alignments. The piezometers will be at Borings B-2 and B-4. The piezometers will consist of 2-inch diameter PVC pipes, founded at a depth of 20-ft. Manhole covers will be used for piezometers.

The piezometers will be developed by GET. They will be monitored twice in one month. The piezometers will be abandoned per TDLR Requirements soon after 30-day water level readings. Traffic control will be required for piezometer installation and abandonment.

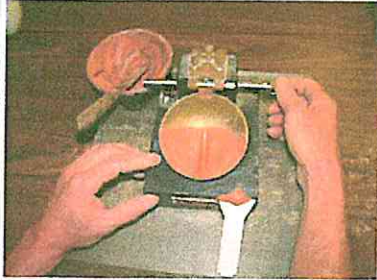
Borehole Grouting. City of Houston, Chapter 11 requires grouting of all boreholes with cement bentonite grout, using Tremie Method.



Restoration of Pavement Cores. City of Houston requires all boreholes in pavement be restored for full depth of pavement using ready mix concrete in concrete paved areas. Traffic control will be required during this procedure.

LABORATORY TESTING

Laboratory tests will vary with the soils encountered, but will be planned to evaluate soils design parameters for the proposed paving and underground utilities.



It is anticipated that tests will include unconfined compression, Torvane, Hand Penetrometer, unit weight, moisture content, gradation, and liquid and plastic limits. Moisture content tests will be conducted on all soil samples.



All tests will be performed in general accordance with the American Society of Testing Materials (ASTM) Procedures. All soil samples will be classified in general accordance to ASTM standards.

ENGINEERING ANALYSIS AND REPORTING

The field and laboratory data will be summarized in an engineering report. Analyses of these data will be presented and recommendations made relative to the following:

- o Summary.
- o Project site pictures.
- o Results of the Desktop Geologic Fault Study, and recommendations for a Phase I Study, if warranted.
- o Generalized soils stratigraphy and groundwater levels.
- o City of Houston boring logs.
- o Existing pavement thickness components.
- o Subgrade properties including resilient modulus and CBR values (by correlations) for natural soils.
- o Development of traffic loading in a form of ESAL from truck and car traffic data for a 50-year design life. This data should be provided by the client.
- o Recommendations for design of 7' x 7' reinforced concrete box culvert sections.
- o Recommendations on design and construction of box culvert sections, including bedding requirements, dewatering, buoyancy forces and backfilling.



- o OSHA soil classification.
- o Trench safety recommendations.
- o Recommendations on lateral pressures in the trenches.
- o City of Houston geotechnical check list.
- o Potential construction issues.



COST ESTIMATE

General

Based on the scope of work outlined above, we estimate the cost for field, laboratory, and engineering services based on the City of Houston Fee Schedule to be as shown on Plates 3 and 4. This estimate assumes underground obstructions will not be encountered that require boring relocations. GET is not responsible for damages to underground utilities, man-made utilities, etc. We also assume that the alignment is accessible to our truck-mounted drilling rig. We understand that all of the boring elevations will be provided by the client prior to completion of GET draft report. Our cost estimate includes one draft report copy and one final report copy. A digital copy of the report will also be provided. Additional report copies will be provided at a separate charge. All of our field and laboratory test data will be submitted on City of Houston boring logs.

Traffic Control Allowance

The cost estimate for traffic control is only an allowance. The actual cost may be lower or higher, depending on access, pavement thickness, concrete strength and daily production. GET is prepared to use any qualified traffic control subcontractor specified by the client. **Our estimated traffic control schedule is as follow:**

Day	Services
1.5	Concrete Coring, Seven (7) Cores
4	Drilling and Sampling
1	Piezometer Installation
1	Borehole Grouting
<u>0.5</u>	Piezometer Abandonment
Total:	<u>8.0</u>

Estimated Cost Summary

A summary of estimated project cost is presented below:

<u>Scope of Work</u>	<u>Estimated Cost</u>	<u>Cost Breakdown Plate(s)</u>
Desktop Geologic Fault Study	\$ 534.50	3
Basic Geotechnical Report	26,126.00	3-4
Allowances:		
Piezometer Installation and Abandonment	1,768.00	4
Traffic Coordination Allowance	4,810.00	4
Pavement Coring	<u>1,596.00</u>	4
Subtotal	\$ <u>34,834.50</u>	

Underground Utilities

The cost estimate for geotechnical services assumes that underground obstructions will not be encountered during boring that requires boring relocation(s). GET will contact Texas 811 and City of Houston Department of Public Works for the presence of underground utilities. However, Texas 811 does not have information regarding the presence of underground utilities inside the properties. GET is not responsible for damage to underground utilities, man-made objects, etc, that are not identified by Texas 811 or the City of Houston. The scope of our work does not include subsurface utility investigation. We recommend the scope of our work to include subsurface utility investigation at boring locations to assess that underground utilities are not hit during field exploration.

TIME SCHEDULES

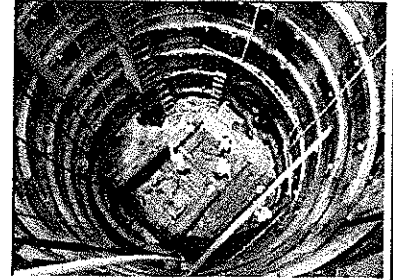
We estimate that the field work can be started about one (1) week after authorization is received. The project schedule will be as follows:

<u>No. of Working Days</u>				
<u>Right of Way/Utility Clearance</u>	<u>Field Exploration</u>	<u>Laboratory</u>	<u>Engineering</u>	<u>Total</u>
7	8	10	15	40

Preliminary recommendations will be submitted during the course of the exploration, if required to expedite design.

REPORT REVIEWS AND COMMENTS

Our report will be submitted to RPS Klotz Associates in a draft form for comments by both parties and the City of Houston. Once these reviews are completed, a final report will be issued. All of these comments will be incorporated in the final report. The client agrees that all reviews are complete once a notice for a final report is issued. Any changes to the final report will be outside the scope of our study. We will incorporate any future comments after the final report is issued on a time and materials basis per the applicable fee schedule.



We appreciate the opportunity to submit this proposal and look forward to being of service to you on this project. Formal acceptance of this proposal and our general conditions can be acknowledged by signing below and returning one copy for our files.

Very truly yours,

GEOTECH ENGINEERING AND TESTING

Yongwan (Alex) Kwon, P.E.
Chief Engineer

ACCEPTED BY: _____

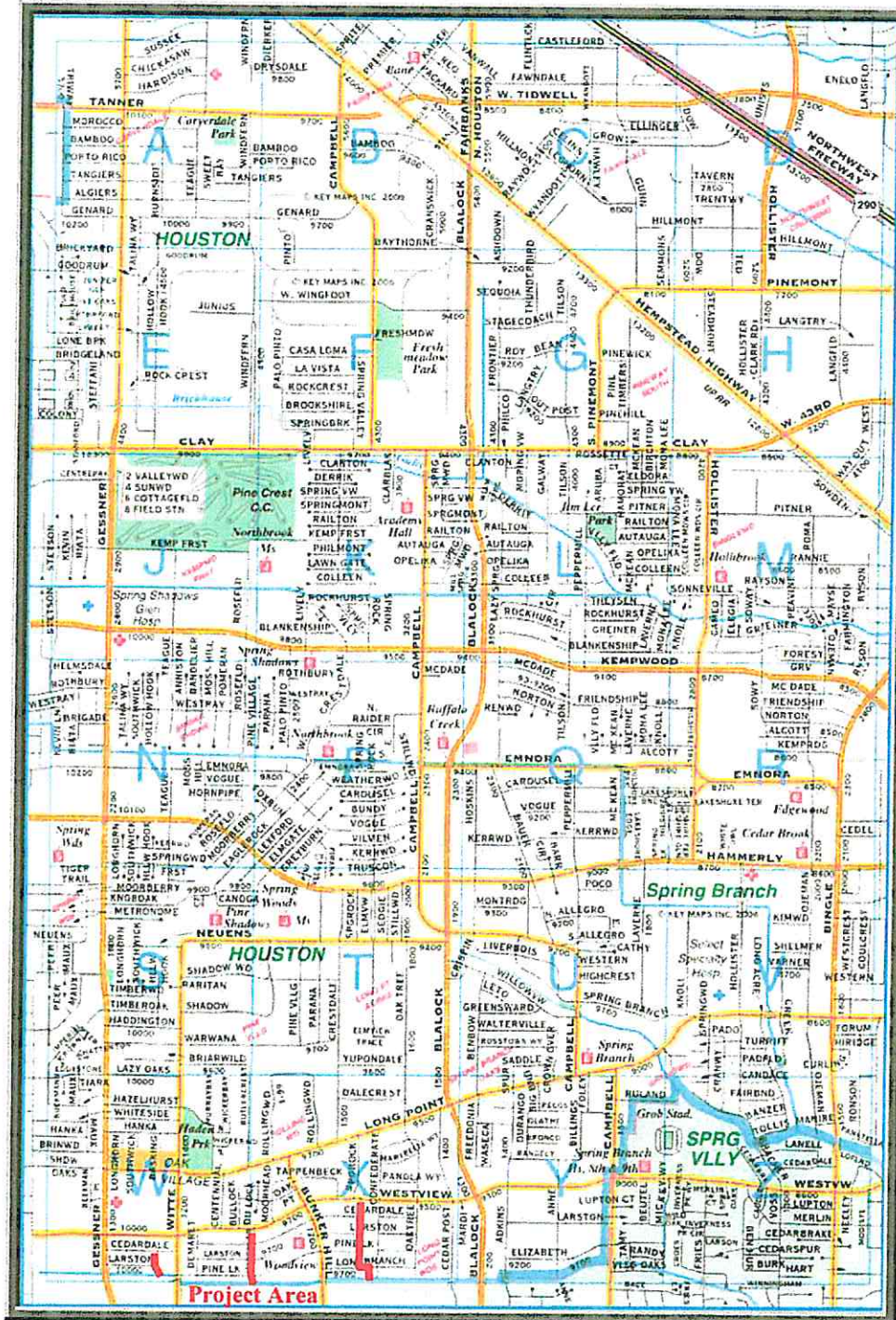
PRINTED NAME: _____

COMPANY NAME: _____

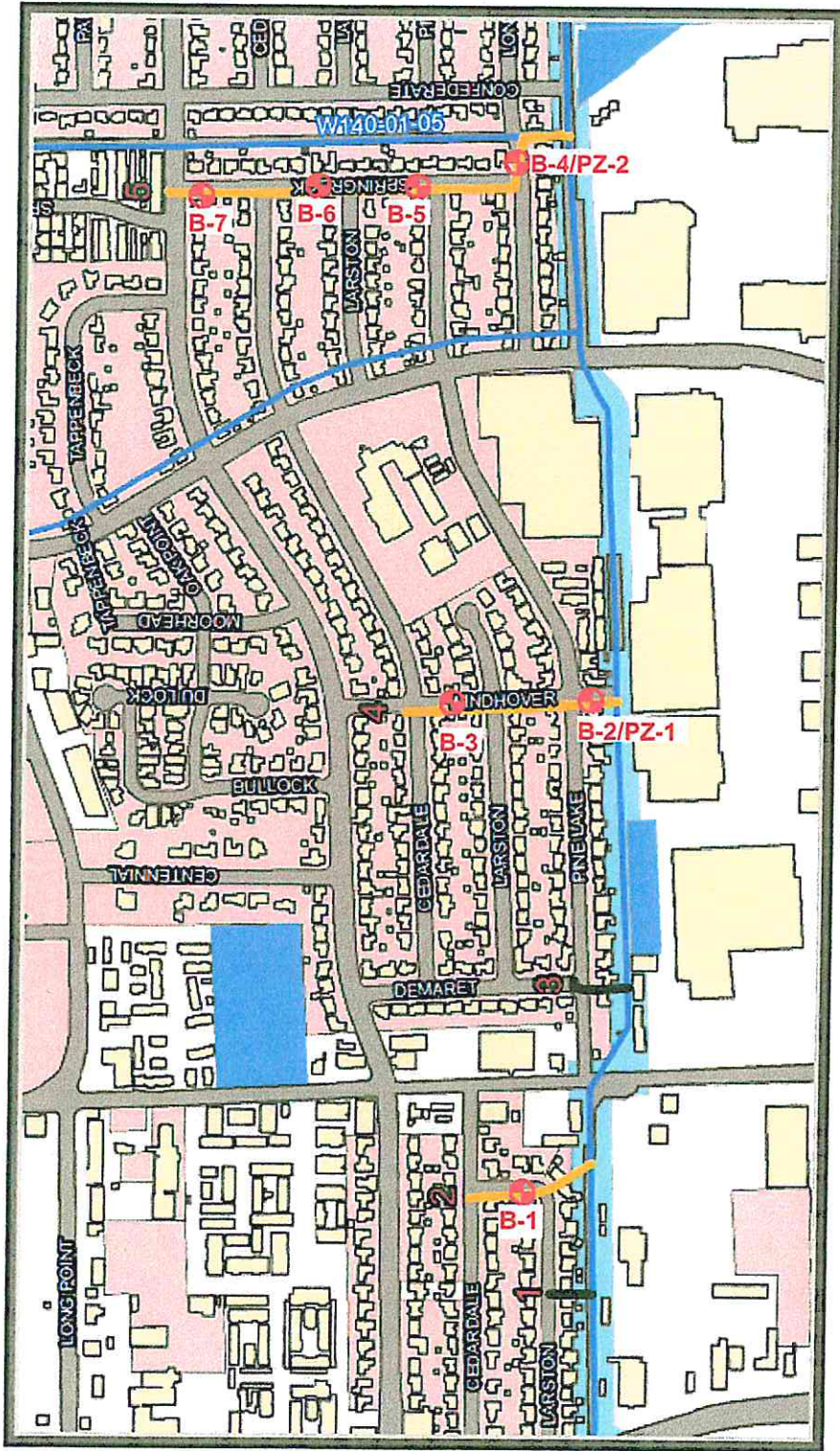
DATE: _____


Enclosures: Site Vicinity Map – Plate 1
Plan of Borings – Plate 2
Cost Estimate – Plates 3 and 4
Piezometer Installation and Abandonment Estimate – Plate 5
Traffic Coordination Estimate – Plate 6
General Conditions – Plate 7

Copies Submitted: (1) RPS Klotz Associates – Ms. Natalie Weiershausen, P.E., ENV SP
(1) DAE



SITE VICINITY MAP		NORTH ↓
PROJECT: Proposed Paving and Underground Utilities at Briar Branch Straws Houston, TX		
SCALE: NOT TO SCALE	DATE: MAY 2016	PROPOSAL NO.: P16-087



<p>PLAN OF BORINGS (boring locations are approximate)</p>			<p>NORTH</p> 
<p>PROJECT: Proposed Paving and Underground Utilities at Briar Branch Straws Houston, Texas</p>			
<p>SCALE: NOT TO SCALE</p>	<p>DATE: MAY 2016</p>	<p>PROPOSAL NO.: P16-087E</p>	

Estimated Cost Summary (Detailed)

RPS Klotz Associates - Proposed Paving and Underground Utilities at Briar Branch Straws, Houston, TX

Consultant Proposal Breakdown

Department of Public Works and Engineering GEOTECH ENGINEERING AND TESTING		Principal Engineer	Senior Engineer	Project Engineer	Field Technician	Typing/Drafting	Unit of Measure	Estimated Quantity	Rate	Subtotal (Cost \$)
Date: May 11, 2016		Billing Rate per Hour								
Task No.	Task Description	\$167.00	\$123.00	\$82.00	\$44.00	\$44.00				
PER COH *LEVEL OF EFFORT										
Desktop Geologic Fault Study										
1	Review of Existing Published Fault Maps by Staff Engineer			3						\$246.00
2	Reporting	0.5	1	1						\$288.50
										Subtotal: \$534.50
Project Initiation upon Receiving NTP										
3	Review the Scope of Project	1	1	1						\$372.00
4	Coordinate with Client, in obtaining the updated information of the project			1						\$82.00
5	Coordination: Field Crews and Preparation of Field Plan			1						\$82.00
Field Investigation										
6	Develop a Drilling Plan			1						\$82.00
7	Staking the Six (7) Borings in the Field			7						\$574.00
8	Vehicle Charge						HR	7	\$7.50	\$52.50
9	Coordinate with Surveyors to Locate & Tie in Borings at Site			1						\$82.00
10	Field Coordination during Drilling Including Utility Clearance, Texas One Call, Drilling and Sampling, Water Level Measurements, Borehole Grouting			16						\$1,312.00
11	Mobilization / Demobilization						LS	1	\$300.00	\$300.00
12	Drilling and Sampling (continuous 0 - 20')						LF	130	\$18.00	\$2,340.00
13	Drilling and Sampling (22' - 24')						LF	24	\$16.00	\$384.00
14	Grouting All Boreholes						LF	114	\$5.00	\$570.00
15	Technician, Boreholes Logging and Grouting Monitoring				30					\$1,320.00
16	Vehicle Charge						HR	30	\$10.00	\$300.00
										Subtotal \$7,852.50
Laboratory Testing										
17	Assign Laboratory Tests, Looking at Soil Samples			5						\$410.00
18	Data Reduction and Evaluation			1						\$82.00
19	Water Content (all samples)						EA	71	\$8.00	\$568.00
20	Liquid and Plastic Limits						EA	16	\$53.00	\$848.00
21	Percent Passing #200 Sieve						EA	14	\$41.00	\$574.00
22	Sieve Analysis with Hydrometer						EA	2	\$128.00	\$256.00
23	Hand Penetrometer						EA	71	\$3.00	\$213.00
24	Torvane						EA	71	\$4.00	\$284.00
25	Unconfined Compression						EA	16	\$45.00	\$720.00
										Subtotal \$3,955.00

RPS Klotz Associates - Proposed Paving and Underground Utilities at Briar Branch Straws, Houston, TX

Consultant Proposal Breakdown

Department of Public Works and Engineering GEOTECH ENGINEERING AND TESTING		Principal Engineer	Senior Engineer	Project Engineer	Field Technician	Typing/Drafting	Unit of Measure	Estimated Quantity	Rate	Subtotal (Cost \$)
Date: May 11, 2016		Billing Rate per Hour								
Task No.	Task Description	\$167.00	\$123.00	\$82.00	\$44.00	\$44.00				
Engineering Analysis and Report										
26	Prepare Plan of Borings			2						\$164.00
27	Analyze field and laboratory test results			5						\$410.00
28	Prepare summary of laboratory test data			5						\$410.00
29	Edit and prepare final boring log profiles			5						\$410.00
30	Prepare and develop boring logs			12						\$984.00
Develop Geotechnical Recommendations										
31	Develop Recommendations for Open Excavation	1	2	12						\$1,397.00
32	Soil Design Parameters and Ground Stability	1	2	5						\$823.00
33	Recommend Excavation Dewatering Method		1	2						\$287.00
34	Box Culvert Bedding and Backfilling		1	2						\$287.00
35	Recommend Allowable Bearing Pressures, Develop Lateral Earth Pressure	1	2	5						\$823.00
36	Develop Pavement Design using AASHTO		2	10						\$1,066.00
37	Prepare a Geotechnical Trench Safety Letter Report	1	2	4						\$741.00
38	Construction Considerations		1	4						\$451.00
39	COH Geotechnical Check List	0.5	1	2						\$370.50
40	Document the Results of Soil Exploration, Laboratory Testing and Geotechnical Recommendations in a Geotechnical Draft Report	2	4	40						\$4,106.00
41	Incorporate the Review Comments on Draft Report into Final Geotechnical Report	1	2	8						\$1,069.00
42	Technical Typing/Drafting					5				\$220.00
43	Report Reproduction						EA	1	\$300.00	\$300.00
Subtotal										\$14,318.50
Subtotal:										\$26,126.00
ALLOWANCE ITEMS										
Piezometer Installation and Abandonment										
44	Two (2) 2-inch Diameter Piezometers (Installation and P&A)						LS	1	\$1,150.00	\$1,150.00
45	Technician, Piezometer Reading (for a month, twice in one month)				12					\$528.00
46	Vehicle Charge						HR	12	\$7.50	\$90.00
Subtotal										\$1,768.00
Traffic Coordination/Allowance										
47	Traffic Control						DAY	8	\$550.00	\$4,400.00
48	Coordination, Graduate Engineer			5						\$410.00
Subtotal										\$4,810.00
Pavement Coring Allowance										
49	Coring and Patching (Up to six Inches), Seven-Inches in Diameter						EA	7	\$150.00	\$1,050.00
50	Coring and Patching (6 to 12-Inches)						Inch	42	\$13.00	\$546.00
Subtotal										\$1,596.00
Subtotal										\$8,174.00
Grand Total:										\$34,834.50

P r o p o s a l

Soltek LLC

County Rd. 2292
Cleveland Tx 77327

Phone: 832-515-1955
Fax: 832-415-0231
Email: johnsondrilling@yahoo.com

Client:

Geotech Engineering & Testing
800 Victoria Dr.
Houston TX 77022

Date:

5/7/2016

Proposal Number:

GT050716a

Item	Description	Qty	Price	Total
Mobilization(less than 50 miles)	Proposed Paving and Underground Utilities at Briar Branch Straws	1	250	250.00
2" piez. w/material	Manhole Cover	40	11	440.00
Abandon/Plug Piez.	2@20	2	50	100.00
		40	9	360.00

Total 1,150.00

Customer Note:

PLATE 5



1738 W. Tidwell Rd. Houston, TX 77091

Phone: 713.476.9300 / Fax: 713.677.0223
 estimating@RegionalTrafficServices.com

ESTIMATE

Estimate # 1979

Customer:

Geotech Engineering and Testing
 800 Victoria Drive
 Houston, Texas 77022

Project Location / Additional Info:

Project Location:
 Proposed Paving and Underground Utilities

Estimate Date:

4/22/16

Requested By:

Daniel Joy

Project:

Description	Qty	Rate	Total
Daily Traffic Control Operations / Devices & Labor	1	550.00	550.00T

OVERTIME Hourly Rate (if any) shall be billed at (\$48.90 Per Hour, Each)
 (4) Hour Minimum per Call Out at \$65.00 Hourly Rate. (3) day minimum notice is required.
 Cancellation within (12) hours of mobilization will be invoiced at \$250.00.

Estimated per day price does not include tax...

Thank you for your business.

Regional Traffic Services, LLC. hereby expressly disclaims all warranties, either expressed or implied and RTS, LLC. neither assumes nor authorizes any other to assume for it any liability in connection with this rental or sale. Customer shall not be entitled to recover from Regional Traffic Services, LLC. any consequential damages, damage to property, damages for loss of use, loss of time, loss of life, loss of profits or income, or any other incidental damages. A credit card service charge of 3.5% may be imposed on any purchase invoiced above \$1,000.00. Calculation of rent is as follows: A rental day is twenty four (24) hours, a rental week consists of seven (7) days, and a rental month is four (4) weeks. No deduction shall be made for Sundays, holidays, time in transit, or for any period of time that the equipment is not in use. ACCEPTANCE: This proposal and the pricing estimated herein are valid for acceptance within thirty days.

Subtotal: \$550.00
Sales Tax: (0.00) \$0.00
Total: \$550.00

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PLATE 6