

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



Agenda and Agenda Materials
Meeting of the Board of Directors

December 8, 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 special joint meeting on **Thursday, December 8, 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 November 10, 2016, regular meeting.
4. Receive financial and bookkeeper's report, including payment of invoices, review of investments and project cash flow reports.
5. Report on Bond Refunding.
6. Update from Chair on CIP Committee.
7. CIP Updates:
 - a. Report from LAN on Town & Country, Memorial Drive, and Sub-Regional Detention Analysis.
 - b. Consider Pay Estimate No. 1 for Four Points by Sheraton project from Corner Rock Construction in the amount of \$57,442, 37.
 - c. Report from Klotz Associates on W-140 and Straws.
8. Convene in Executive Session pursuant to Section 551.071, Texas Government Code, to conduct a private consultation with attorney, with regard to pending or contemplated litigation; and Convene in Executive Session pursuant to Section 551.072, Texas Government Code, to deliberate the purchase, exchange, lease or value of real property.
9. Reconvene in Open Session and authorize appropriate actions regarding private consultation with attorney; and reconvene in Open Session and authorize appropriate actions with regard to pending or contemplated litigation and regarding the purchase, exchange, lease or value of real property.
10. Adjournment.



Executive Director for Authority

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

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ No. 17 Board of Directors
FROM: Executive Director
SUBJECT: Agenda Item Materials

3. Approve minutes of the November 10, 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**

November 10, 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 Thursday, November 10, 2016, at 8:30 a.m., at the Four Points by Sheraton, 10655 Katy Freeway, Wycliffe Room, Houston, Texas 77024, inside the boundaries of the TIRZ, open to the public, and the roll was called of the duly appointed members of the Board, to-wit:

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

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

and all of the above were present, with the exception of Director Heins, thus constituting a quorum. Also present were Scott Bean, Linda Clayton and Elisa Rodriguez, all with Hawes Hill Calderon, LLC; and Jessica Holoubek, Allen Boone Humphries Robinson, LLP. Others attending the meeting were Steven David, COH - Economic Development Dept.; Council Member Greg Travis and Sallie Acorn, District G; Muhammad Ali, LAN; Edward Conger, Klotz Associates; Kristin Blomquist, FirstSouthwest, Jack Valinski, COH; Kay Haslam; Jim Shroff; Sue Speck; Hugh Rawl; Donna Freedman; Ginny Abiassi; Virginia Gregory; Ed Browne and Lois Myers. Chair Givens called the meeting to order at 8:30 a.m.

RECEIVE PUBLIC COMMENTS.

Kay Haslam stated a permit is needed from Harris County Flood Control for the drainage project and backflow from Buffalo Bayou. Virginia Gregory discussed the public street right-of-way easement conveyance and annexation of homes in her neighborhood that are still waiting to be de-annexed. Lois Myers discussed the annexation of homes and need for de-annexation. She also discussed the need for detention ponds and stated flooding is out of control. She stated the neighborhood never flooded until the developers started digging. Donna Freedman discussed emails received from a TPIA request containing correspondence with City of Bunker Hill.

APPROVE MINUTES OF OCTOBER 25, 2016, REGULAR MEETING.

Upon a motion duly made by Director Durham, and being seconded by Director Rickel, the Board voted unanimously to approve the Minutes of the October 25, 2016, Board meeting, as presented.

CONVEYANCE OF TOWN & COUNTRY WAY RIGHT OF WAY TO THE CITY OF HOUSTON.

Ms. Holoubek reported the Authority had acquired tracts A, B1, B2, C and E for the Town & Country project and the conveyance grants to the City of Houston an easement for public street right-of-way purposes. She stated a survey will need to be performed on Tract E. She reported an update to the environmental study is also required when conveying a right-of-way to the City. Mr. Ali reviewed the proposals for an environmental site assessment update and the proposal to perform a boundary survey for Parcel E.

Upon a motion duly made by Director Givens, and being seconded by Director Hodges, the Board voted to (1) approve the Public Street Right-of-Way Easement Conveyance for tracts A, B1, B2, C and E; (2) approve the proposal from LAN for Phase 1 Environmental Site Assessment update in an amount not to exceed \$7,485.00; and (3) approve the proposal from LAN for boundary survey services on tract E in an amount not to exceed \$2,539.00. Director Freels abstained. The motion passed.

2016 REFUNDING BONDS.

- a. **Appoint Placement Agent.**
- b. **Appoint Paying Agent/Registrar.**
- c. **Adopt Resolution Authorizing the Issuance of the Contract Tax Revenue Refunding Bonds, Series 2016 and authorize the Board of Directors to sign all documents relating to the sale of the bonds.**
- d. **Authorize the Authority’s attorney and the financial advisor to take all necessary action in connection with the issuance of the Contract Tax Revenue Refunding Bonds, Series 2016.**
- e. **Execution of Certificate Regarding Provision of Financial Advice.**

Ms. Blomquist distributed a Regulatory Disclosure Regarding Municipal Advisory Agreement, a copy is attached as Exhibit A. She reported she was recommending appointment of _____ as the placement agent and appointment of Bank of New York Mellon as the Paying Agent/Registrar. Ms. Holoubek reviewed the Resolutions authorizing the issuance of contract revenue refunding bonds, Series 2016, included in the Board agenda materials, and answered questions. There was general discussion regarding designating and authorizing two board members to sign the purchase agreement and authorizing up to \$19 million as the max par amount. She reported there were minimum thresholds that must be reached to be able to sell the bonds. There was general discussion regarding interest rates. She reviewed the Certificate Regarding Provision of Financial Advice which provides that Allen Boone Humphries Robinson LLP has not provided financial advice to the Board of Directors. Ms. Holoubek further noted by adopting the Resolutions the Board is approving the Exhibits to the Resolution.

Upon a motion duly made by Director Freels, and being seconded by Director Hodges, the Board voted unanimously to (1) adopt the Resolution of Reinvestment Zone Number Seventeen Approving the Adoption of a Resolution Authorizing the Issuance of Memorial City Redevelopment Authority Tax Increment Contract Tax Revenue Refunding Bonds, Series 2016; Making Various Findings and Provisions Related Thereto; (2) adopt the Resolution Authorizing the Issuance of the Memorial City Redevelopment Authority Tax Increment Contract Revenue Refunding Bonds, Series 2016; Authorizing the Redemption Prior to Maturity of Certain Outstanding Bonds; Authorizing the Refunding of Certain Outstanding Bonds; Approving Contract Documents Related to the Series 2016 Bonds and Containing other Provisions Related Thereto, including approving Exhibit A Paying Agent/Registrar Agreement appointing The Bank of New

York Mellon Trust Company N.A. as the Paying Agent and Registrar, Exhibit B Purchaser and Exhibit C Certificate Regarding Provision of Financial Advice; (3) designate and authorize Chair Ann Givens and Director John Rick to sign the purchase agreement with an authorization of up to \$19 million as the max par amount; and (4) acknowledge receipt of the Regulatory Disclosure regarding Municipal Advisory Agreement from FirstSouthwest.

ADJOURNMENT

There being no further business to come before the Board, Chair Givens adjourned the meeting at 9:04 a.m.

Secretary

List of Exhibits:

- A. Regulatory Disclosure Regarding Municipal Advisory Agreement

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

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ No. 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

November 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, 2017

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	20,445,813.19	0.00	728,768.55	21,174,581.74
Revenue	13,137.07	0.00	508.44	13,645.51
Expenditures	93,571.42	0.00	0.00	93,571.42
Ending Balance	20,365,378.84	0.00	729,276.99	21,094,655.83

NOTES:

Debt Service Payments due in Fiscal Year End 2017:

Date	Series	Principal	Interest	Total
9/1/2016	2008	470,000.00	161,090.00	631,090.00
9/1/2016	2011	575,000.00	141,036.00	716,036.00
9/1/2016	2011A	1,825,000.00	470,085.00	2,295,085.00
3/1/2017	2008	0.00	150,632.50	150,632.50
3/1/2017	2011	0.00	130,456.00	130,456.00
3/1/2017	2011A	0.00	434,953.75	434,953.75
			Total FYE 2017	4,358,253.25

November 30, 2016

General Operating Fund

BEGINNING BALANCE: **20,445,813.19**

REVENUE:

Checking Interest - Wells Fargo	2,378.92	
Texpool Interest	558.11	
Wells Fargo/TexSTAR (Surplus Funds) Interest	6,141.64	
Temporary Right of Entry Rental	3,000.00	
Voided Check(s) 2645	1,058.40	
Total Revenue:		13,137.07

DISBURSEMENTS:

Checks Presented At Last Meeting	92,579.02	
Checks Written at/after Last Meeting	992.40	
2646 TML Intergovernmental Risk Pool		
Total Expenditures		93,571.42

Ending Balance: **20,365,378.84**

Location of Assets:

Institution	Investment Number	Interest Rate	
Wells Fargo Checking	*5490	0.1500	10,453,457.87
TexPool	*0001	0.3960	855,470.76
Wells Fargo/TexSTAR	TexSTAR Surplus Funds	0.4215	8,809,729.54
Texas Exchange Bank CD	*3601	1.1600	246,720.67
Total			20,365,378.84
Certificate of Deposit	CD *3601	Term: 12 Months	Matures: 09/28/2017

Memorial City Redevelopment Authority
Checks Presented
December 8, 2016

Num	Name	Description	Amount
2647	Allen Boone Humphries Robinson LLP	Legal Fee	-5,606.96
2648	Blank Rome LLP	Legal Services	-8,608.73
2649	Cobb Fendley	Engineering Consultant	-14,000.00
2650	Comer Rock Construction, LLC	Pay Estimate No. 1	-57,442.37
2651	Equi-Tax, Inc	Tax Assessor Fee	-800.00
2652	ETI Bookkeeping Services	Bookkeeping Fee	-1,724.15
2653	Hawes Hill Calderon LLP	Professional Consultant	-15,000.00
2654	Klotz Associates Inc	Engineering Consultant	-40,820.13
2655	McCall Gibson Swedlund Barfoot PLLC	Auditor	-2,500.00
2656	McGrath & Co., PLLC	Auditor	-9,000.00
2657	The Goodman Corporation Inc	Contract Services	-13,850.00
Total			-169,352.34

Debt Service Fund

BEGINNING BALANCE		728,768.55
REVENUE		
Wells Fargo/TexSTAR (2008 DSF) Interest	501.78	
Wells Fargo/TexSTAR (2008 Pled Rev) Interest	6.66	
Total Revenue		508.44
EXPENDITURES		
2008 Debt Service Interest Payment	0.00	
2008 Debt Service Principal Payment	0.00	
Total Expenditures		0.00
ENDING BALANCE		729,276.99

Location of Assets:

Institution	Investment Number	Interest Rate	Current Balance
Wells Fargo *4601	TexSTAR 2008 DSF	0.4215	719,753.92
Wells Fargo *4600	TexSTAR 2008 Pledged Rev	0.4215	9,523.07
Total			729,276.99

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

		November			Year To Date (5 Months)			Annual
		Actual	Budget	Variance	Actual	Budget	Variance	Budget
Ordinary Income/Expense								
Income								
1000 · Income								
	8223 · Interest income	4,689	3,081	1,608	26,708	15,404	11,304	36,969
	8930 · Bond Proceeds	0	0	0	0	0	0	81,310,397
	Total 1000 · Income	4,689	3,081	1,608	26,708	15,404	11,304	81,347,366
	6-4320 · Increment Collections	0	0	0	0	0	0	15,073,959
	6-4350 · Grants	0	0	0	0	0	0	3,450,000
	Total Income	4,689	3,081	1,608	26,708	15,404	11,304	99,871,325
Expense								
3335 · Management Consulting Services								
	6320 · Legal	3,082	6,250	-3,168	28,940	31,250	-2,310	75,000
	6322 · Eng Consultant/General Prof.Svc	0	2,500	-2,500	7,165	12,500	-5,335	30,000
	6323 · Legal Litigation	9,019	8,333	686	58,215	41,667	16,548	100,000
	6334 · Planning Consultings	0	4,167	-4,167	0	20,833	-20,833	50,000
	6337 · Construction Audit	0	0	0	7,000	7,000	0	10,000
	6343 · Other	0	0	0	108	0	108	0
	Total 3335 · Management Consulting Services	12,101	21,250	-9,149	101,428	113,250	-11,822	265,000
5650 · Transfers								
	6420 · COH Administration Fee	0	0	0	0	0	0	753,698
	6430 · Municipal Services	0	0	0	490,000	490,000	0	2,256,619
	Total 5650 · Transfers	0	0	0	490,000	490,000	0	3,010,317
5706 · Debt Service								
	5707 · Principal	0	0	0	2,870,000	2,870,000	0	4,561,417
	5708 · Interest	0	0	0	772,211	772,211	0	1,488,253
	5710c · Trustee Fee	0	0	0	0	0	0	9,500
	Total 5706 · Debt Service	0	0	0	3,642,211	3,642,211	0	6,059,170
6300 · Administration & Overhead								
	6321 · Auditor	11,500	11,500	0	19,500	19,500	0	19,500
	6333 · Bookkeeping/Accounting	850	875	-25	4,630	4,375	255	10,500
	6340 · Administration Salaries/Benefit	15,000	8,333	6,667	37,500	41,667	-4,167	100,000
	6344 · Bond Svcs/Trustee/FA	400	0	400	2,000	0	2,000	14,300
	6353 · Insurance / FDIC Assess.Fee	0	0	0	992	1,000	-8	3,500
	Total 6300 · Administration & Overhead	27,750	20,708	7,042	64,622	66,542	-1,920	147,800
7000 · Capital Expenditure								
	1701 · Gessner Widening	235	0	235	235	0	235	0
	1709 · Lumpkin I-10 Westview	0	0	0	801,148	0	801,148	0
	1717 · Town & Country W. Drain/Mobil	57,382	291,667	-234,285	64,595	1,458,333	-1,393,738	3,500,000
	1722 · Town & Country Biv Signalizatn	0	0	0	1,175	0	1,175	0

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

	November			Year To Date (5 Months)			Annual
	Actual	Budget	Variance	Actual	Budget	Variance	Budget
1725 - Parks & Green Space Improv.	0	10,417	-10,417	9,261	52,083	-42,822	125,000
1731A - Detention Basin & W-140 Bridge	0	0	0	3,055	0	3,055	0
1731B - Memorial Drainage & Mobility	0	0	0	118	0	118	0
1732A - N Gessner Drainage & Mobility	26,177	341,667	-315,490	46,889	1,708,333	-1,661,444	4,100,000
1732B - N.Gessner Drainage & Mobility	0	41,667	-41,667	0	208,333	-208,333	500,000
1734 - W140 Channel Improvements	36,583	466,667	-430,084	78,279	2,333,333	-2,255,054	5,600,000
1734B - Bunker Hill Bridge	0	70,833	-70,833	0	354,167	-354,167	850,000
1735A - Detention Basin A	0	83,333	-83,333	118	416,667	-416,549	1,000,000
1737 - MetroNational - Detention/Roads	0	0	0	1,086,092	0	1,086,092	1,119,241
1738 - T&C Way Partners, LLC	0	0	0	880,322	0	880,322	0
1738A - Memorial Dr Drainage & Mobility	6,850	83,333	-76,483	7,450	416,667	-409,217	1,000,000
1799 - Concrete Panel Replace Program	0	2,917	-2,917	0	14,583	-14,583	35,000
Total 7000 - Capital Expenditure	127,227	1,392,501	-1,265,274	2,978,737	6,962,499	-3,983,762	17,829,241
Total Expense	167,078	1,434,459	-1,267,381	7,276,998	11,274,502	-3,997,504	27,311,528
Net Income	-162,389	-1,431,378	1,268,989	-7,250,290	-11,259,098	4,008,808	72,559,797

Memorial City Redevelopment Authority
Investment Report
November 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	0.3960	855,177.67	1.00031	854,912.65	558.11	(0.00)	855,581.97	1.00013	855,470.76
GOF	Wells Fargo/ TexStar	0.4215	8,807,206.17	1.000411	8,803,587.90	6,141.64	(0.00)	8,811,729.35	1.000227	8,809,729.54
DSF	Wells Fargo/ TexStar DSF	0.4215	719,547.75	1.000411	719,252.14	501.78	0.00	719,917.30	1.000227	719,753.92
DSF	Wells Fargo/ TexStar PI Rev	0.4215	9,520.32	1.000411	9,516.41	6.66	(0.00)	9,525.23	1.000227	9,523.07

Certificates of Deposit

Fund	Location Of Assets	Interest Rate	Purchase Value	Term	Maturity Date	Beginning Balance	Deposits or (Withdrawals)	Ending Balance
GOF	TX Exch #3601	1.1600	245,000.00	12 Months	9/28/2017	246,720.67	0.00	246,720.67

Demand Accounts

Fund	Location Of Assets	Interest Rate	Purchase Date	Beginning Balance	Interest Earned	Deposits or (Withdrawals)	Ending Balance
GOF	Wells Fargo	0.15	6/8/2015	10,540,591.97	2,378.92	(89,513.02)	10,453,457.87

Collateral Pledged In Addition to FDIC

Depository Institution	Total Funds On Deposit	Custodial Institution	Securities Pledged	Collateral Description	Par Value	Market Value
Wells Fargo	10,453,457.87	BNYM	32,826,480	WU2246	15,220,541	16,002,678

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	Date Assumed Office	Investment Officer	Training Completed
Kenneth Byrd	8/6/2015		10/29/2016

ALLEN BOONE HUMPHRIES ROBINSON LLP

To contact the ABHR Billing Department, please call 713-860-6400 or email at billing@abhr.com
November 28, 2016

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Client/Matter: MEM001-21
Statement Number: 84587
Billing Attorney: Trey Lary
Litigation

REMITTANCE PAGE

Fees for services posted through November 18, 2016 410.00
Expenses and Other Items posted through November 18, 2016 0.00
Total Amount Due: 410.00

Please return this page with your payment to the remittance address below:

Allen Boone Humphries Robinson LLP
PO Box 4346
Department 90
Houston, TX 77210-4346

Checks should be made payable to Allen Boone Humphries Robinson LLP
Please include the invoice number on your check.
Total amount payable in U.S. dollars

Code # 6323
11-28-2016

ALLEN BOONE HUMPHRIES ROBINSON LLP

To contact the ABHR Billing Department, please call 713-860-6400 or email at billing@abhr.com
November 28, 2016

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Client/Matter: MEM001-03
Statement Number: 84587
Billing Attorney: Trey Lary
Projects

REMITTANCE PAGE

Fees for services posted through November 18, 2016 2,115.00
Expenses and Other Items posted through November 18, 2016 0.00
Total Amount Due: \$2,115.00

Please return this page with your payment to the remittance address below:

Allen Boone Humphries Robinson LLP
PO Box 4346
Department 90
Houston, TX 77210-4346

Checks should be made payable to Allen Boone Humphries Robinson LLP
Please include the invoice number on your check
Total amount payable in U.S. dollars

Code # various
see detail
11/29/2016



ALLEN BOONE HUMPHRIES ROBINSON LLP

November 28, 2016

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Ms. Michelle Lofton Client/Matter: MEM001-03
ETI Bookkeeping Services Statement Number: 84587
17111 Rolling Creek Drive, Suite 108 Billing Attorney: Trey Lary
Houston, TX 77090

Projects

Professional Fees

Fees for services posted through November 18, 2016, as follows:

Date	Professional	Hours
Gessner Widening - 1701		
10/18/16	Jessica Holoubek	Draft services agreement for Cobb Fendley Associates.
		0.50
		Total Task Hours: 0.50
		Total Task Amount: \$235.00
N Gessner Drainage & Mobility - 1732A		
10/07/16	Jessica Holoubek	Attend CIP committee meeting.
		2.00
		Total Task Hours: 2.00
		Total Task Amount: \$940.00
Town & Country W. Drain/Mobil - 1717		
10/05/16	Jessica Holoubek	Telephone conference with Chris Sectinger regarding parking garage demo.
		0.25
11/02/16	Jessica Holoubek	Work on matters regarding centerpoint easement crossing and conveyance of street right-of-way.
		0.50
11/03/16	Jessica Holoubek	Work on matters regarding conveyance of right-of-way to City of Houston, Texas.
		0.50
11/04/16	Jessica Holoubek	Work on right-of-way conveyance matters.
		0.75
		Total Task Hours: 2.00
		Total Task Amount: \$940.00
		Total Fees: <u>\$2,115.00</u>

TASK FEE BREAKDOWN

Task	Hours	Amount
Gessner Widening - 1701	0.50	235.00
		1701

Memorial City Redevelopment Authority
MEM001-03

Page: 2
Statement Number: 84587

Project	Hours	Amount
N Gessner Drainage & Mobility - 1732A	2.00	940.00
Town & Country W. Drain/Mobil - 1717	2.00	940.00

Total Fees: \$ 2,115.00
Total Expenses and Other Items: \$ 0.00
Total Amount Due: \$ 2,115.00

ALLEN BOONE HUMPHRIES ROBINSON LLP

To contact the ABHR Billing Department, please call 713-880-6400 or email at billing@abhr.com

November 28, 2016

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Client/Matter: MEM001-01
 Statement Number: 84586
 Billing Attorney: Trey Lary

General

REMITTANCE PAGE

Fees for services posted through November 18, 2016 3,015.00
 Expenses and Other Items posted through November 18, 2016 68.96
Total Amount Due: \$3,081.96

Please return this page with your payment to the remittance address below:

Allen Boone Humphries Robinson LLP
 PO Box 4348
 Department 90
 Houston, TX 77210-4348

Checks should be made payable to Allen Boone Humphries Robinson LLP
 Please include the invoice number on your check
 Total amount payable in U.S. dollars

Code # 6370
 11-28-2016

ABHR

ALLEN BOONE HUMPHRIES ROBINSON LLP

November 28, 2016

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Client/Matter: MEM001-01
 Statement Number: 84586
 Billing Attorney: Trey Lary

General

Professional Fees

Fees for services posted through November 18, 2016, as follows:

Date	Professional	Hours	
General			
09/28/16	Jessica Holoubek	Telephone conference with Ann Givens regarding Board of Directors meeting; follow up with Scott Bean regarding the same.	0.50
10/03/16	Kristen Hogan	Process previous Board books in District records. Prepare audit response letter for attorney review.	0.50
10/03/16	Jessica Holoubek	Work on audit response letter.	0.25
10/03/16	Jessica Holoubek	Research regarding Authority commitment for local match regarding TxDOT shared use path.	0.25
10/04/16	Liz Kahts	Review, sort, and add documents into district records in accordance with Records Management Act and District's Records Management Policy.	0.25
10/09/16	Timothy Austin	Review audit letter.	0.25
10/11/16	Tina M. Kyle	Review audit response letter.	0.25
10/13/16	Marguerite Sharp	Review, sort, and add documents into district records in accordance with Records Management Act and District's Records Management Policy.	0.25
10/17/16	Holly Huston	Update District files in accordance with the Records Management Act and in accordance with the District's Records Management Policy.	0.25
10/18/16	Jessica Holoubek	Work on Board of Directors meeting agenda.	0.25
10/20/16	Holly Huston	Update District files in accordance with the Records Management Act and in accordance with the District's Records Management Policy.	0.25
10/20/16	Beth King	Review, sort, and add documents into district records in accordance with Records Management Act and District's Records Management Policy.	0.25

Allen Boone Humphries Robinson LLP

November 28, 2016

Memorial City Redevelopment Authority
 MEM001-01

Statement Number: 84586

Page: 2

10/25/16	Jessica Holoubek	Attend Board of Directors meeting.	1.25
10/27/16	Holly Huston	Update District files in accordance with the Records Management Act and in accordance with the District's Records Management Policy.	0.25
11/08/16	Beth King	Review, sort, and add documents into district records in accordance with Records Management Act and District's Records Management Policy.	0.25
11/10/16	Jessica Holoubek	Attend Board of Directors meeting; discuss City of Houston, Texas audit with Owen Tillotson and with Jennifer Curley.	1.50
11/10/16	Holly Huston	Update District files in accordance with the Records Management Act and in accordance with the District's Records Management Policy.	0.25
11/10/16	Beth King	Review, sort, and add documents into district records in accordance with Records Management Act and District's Records Management Policy.	0.25
11/11/16	Holly Huston	Update financial information for the District; update District files in accordance with the Records Management Act and in accordance with the District's Records Management Policy.	0.25

Total Task Hours: 7.50
 Total Task Amount: \$2,662.50

Public Information Requests

10/21/16	Jessica Holoubek	Receive and review request for information.	0.25
10/27/16	Jessica Holoubek	Review and discuss requests for information with Scott Bean.	0.25
11/02/16	Jessica Holoubek	Review responses to request for public information.	0.25

Total Task Hours: 0.75
 Total Task Amount: \$352.50
 Total Fees: \$3,015.00

Expenses and Other Items

Expenses and Other Items posted through November 18, 2016, as follows:

09/06/16	JNH	Archive Retrieval.	30.85
09/30/16	JNH	Mileage expense.	11.88
10/12/16	JNH	Postage.	0.47
10/25/16	JNH	Mileage expense.	11.88
11/10/16	JNH	Mileage expense.	11.88
Total Expenses and Other Items:			68.96

TASK FEE BREAKDOWN

	Hours	Amount
General	7.50	2,662.50
Public Information Requests	0.75	352.50

Allen Boone Humphries Robinson LLP

November 28, 2016

Memorial City Redevelopment Authority
 MEM001-01

Statement Number: 84586

Page: 3

Total Fees: \$ 3,015.00
 Total Expenses and Other Items: \$ 68.96
Total Amount Due: \$ 3,081.96

Allen Boone Humphries Robinson LLP

November 28, 2016

BLANK ROME LP
 COUNSELLORS AT LAW
 717 TEXAS AVENUE
 SUITE 1400
 HOUSTON, TEXAS 77002
 (713) 228-6601 FAX: (713) 228-6605
 FEDERAL TAX ID. NO. 23-1311874

MEMORIAL CITY REDEVELOPMENT AUTHORITY AND
 REINVESTMENT ZONE NUMBER 17, CITY OF HOUSTON,
 TEXAS
 SCOTT BEAN
 HAWES HILL CALDERON LLP
 P.O. BOX 22167
 HOUSTON, TX 77227

INVOICE DATE: NOVEMBER 02, 2016
 MATTER NO. 148310-00691 027.52
 INVOICE NO. 1616117

REGARDING: MEMORIAL CITY REDEVELOPMENT AUTHORITY AND
 REINVESTMENT ZONE NUMBER 17, CITY OF HOUSTON, TEXAS
 CIVIL ACTION NO. 4:16-CV-81458; RESIDENTS AGAINST FLOODING,
 ET AL VS. REINVESTMENT ZONE NUMBER SEVENTEEN, CITY OF
 HOUSTON, TEXAS, ET AL; IN THE UNITED STATES DISTRICT
 COURT FOR THE SOUTHERN DISTRICT OF TEXAS, HOUSTON
 DIVISION

FOR LEGAL SERVICES RENDERED THROUGH 10/31/16 \$ 6,929.00
 FOR DISBURSEMENTS ADVANCED THROUGH 10/31/16 1,679.73
CURRENT INVOICE TOTAL \$ 8,608.73

ACH / WIRE MAIL

BANK NAME:	RBS Citizens Bank	Blank Rome LLP
ADDRESS:	Philadelphia, PA	Attn: Finance Department
ACCOUNT TITLE:	Blank Rome LLP	One Logan Square
ACCOUNT NUMBER:	6238669316	130 North 18th Street
ABA NUMBER:	036076159 (Domestic)	Philadelphia, PA 19103-6998
SWIFT CODE:	CTZUS33 (International)	

PENNSYLVANIA NEW YORK NEW JERSEY DELAWARE WASHINGTON DC FLORIDA CALIFORNIA OHIO TEXAS MINNAPOLIS

*Code # 16323
 11-8-2016
 SP*

Invoice

CobbFendley
 13430 Northwest Freeway, Suite 1100
 Houston, Texas 77040
 713.462.3242

November 18, 2016
 Invoice No: 250744

Scott Bean
 Executive Director
 Memorial City Redevelopment Authority/IRZ 17

Project: 1611-032-01 Gessner at Long Point Intersection Paver
 Invoice for period ending November 6, 2016

Task	01	Project Coordination		
Total Fee		2,600.00		
Percent Complete	100.00	Total Earned	2,600.00	
		Previous Fee Billing	0.00	
		Current Fee Billing	2,600.00	
		Total Fee		2,600.00
			Total this Task	\$2,600.00
Task	02	Design		
Total Fee		12,500.00		
Percent Complete	90.00	Total Earned	11,250.00	
		Previous Fee Billing	0.00	
		Current Fee Billing	11,250.00	
		Total Fee		11,250.00
			Total this Task	\$11,250.00
Task	05	Reimbursable Expenses		
Total Fee		800.00		
Percent Complete	60.00	Total Earned	250.00	
		Previous Fee Billing	0.00	
		Current Fee Billing	250.00	
		Total Fee		250.00
			Total this Task	\$250.00
			Total this Invoice	\$14,600.00

*Code # 1732 A
 12-1-2016
 SP*

PAYMENT DUE UPON RECEIPT. PLEASE INCLUDE INVOICE NUMBER WITH PAYMENT.

LAN Lockwood, Andrews & Newnam, Inc.
 A LEOP DAILY COMPANY

November 1, 2016

Scott Bean
 Memorial City Redevelopment Authority
 c/o Hawes Hill Calderon, LLP
 PO Box 22167
 Houston, Texas 77227-2167

Reference: Four Points by Sheraton
 LAN Project No.: 120-11792-003
 WBS No. N-T17000-0017-3
 Corner Rock Construction, LLC Pay Est. No. 1

Dear Mr. Bean:

Corner Rock Construction, LLC has submitted estimate No. 1 in the amount of \$57,442.37 for work performed during the month of October, 2016

Based on our review, Corner Rock Construction, LLC has complied with all requirements stated in the estimate and we recommend payment of \$57,442.37.

The following billing information is to be used for payment:

Corner Rock Construction, LLC
 2322 Eaglerock Dr.
 Houston, TX 77080

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

Sincerely,

 Muhammad Ali, P.E.
 Project Manager

MA:rb

Enclosures: Pay Est. No. 1

*Code # 1717
 11-1-2016
 SP*



MEMORIAL CITY REDEVELOPMENT AUTHORITY
 Tax Incremental Reinvestment Zone No. 17

Estimate No. : 1
 Est Off Date : 10/01/16
 Estimate Date : 11/01/16

ESTIMATE AND CERTIFICATE FOR
 PAYMENT UNIT PRICE WORK

Project Name : Four Points by Sheraton Parking Lot Extension
 Contractor Name : Corner Rock Construction, LLC
 Address : 2322 Eaglerock Dr.
 Houston, TX 77080

WBS No. : N-T17000-0017-3

CONTRACT TIME IN CALENDAR DAYS	
Original Contract Time	100
Approved Extension	0
Total Contract Time	100
Days Used to Date	21
Days Remaining to Date	79

Contract Date : 10/02/2016
 Start Date : 10/02/2016
 Current Contract Completion Date : 10/02/2017
 Substantial Completion Date :
 Percentage by Time : 21.00% In Place : 0.00%
 Date Invoiced Exp. : 8/30/2015 Drug Policy Exp. Date : N/A Current MSRB : 0.002% Schedule Update Received : 10/27/2016

CONTRACT AMOUNT TO DATE : \$266,736.33

No	Date	Description	Amount
1. Original Contract Amount			
			\$266,736.33
2. Approved Change Orders			
			\$0.00
Total Approved Estimates			
			\$266,736.33
3. Approved Work Change Directives			
			\$0.00
Total Pending Work Change Directives to Date			
			\$0.00
TOTAL CONTRACT AMOUNT (includes WCDs)			
			\$266,736.33

A. EARNINGS TO DATE

1. Work Completed to Date			
2. Material Stored on Site	\$	0.00	
3. Material Stored in Place	\$	0.00	
4. Release-Materials Accepted Not in Place	\$	0.00	
5. Work Change Directives - In Place	\$	0.00	
		@ 85%	\$0.00
			\$0.00
TOTAL EARNINGS TO DATE			
			\$66,465.53

B. DEDUCTIONS

1. Retainage	5% OF	\$66,465.53	\$3,223.28
2. Estimate Release	0% OF	\$66,465.53	\$0.00
3. Total Retainage			\$3,223.28
4. Liquidated Damages		0.00 Days @ \$5,000.00	\$0.00
5. Accruals			\$0.00
6. Inspector Overhaul Costs			\$0.00
TOTAL DEDUCTIONS			
			\$3,223.28

C. AMOUNT DUE THIS PERIOD

1. Total Earnings to Date	\$66,465.53
2. Total Deductions	\$3,223.28
3. Total Payments Due	\$63,242.25
4. Less Previous Payments	\$6,000.00
5. Retainage Adjustment	\$0.00
TOTAL AMOUNT DUE CONTRACTOR THIS DATE	
	\$57,442.37

BALANCE REMAINING \$109,294.00

Prepared By:
 Richard L. Beaker
 Reviewed By:
 Scott Bean, TIRZ17 Executive Director

Approved By:
 Scott Bean, TIRZ17 Executive Director

Pay Est No. 1 Printed 11/1/2016 @ 10:51 AM

Equi-Tax Inc.

Suite 200
17111 Rolling Creek Drive
Houston Texas 77090
281-444-4856

Invoice

DATE	INVOICE #
11/1/2016	50254

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
Invoice emailed to Michelle Lofton at ETI Bookkeeping Services at bkp1@etiaccounting.com and to Scott Bean sbean@hhclp.com and Linda Clayton lclayton@hhclp.com at Hawes Hill	

Code # 6333
11/1/2016

Total	\$400.00
--------------	----------

Equi-Tax Inc.

Suite 200
17111 Rolling Creek Drive
Houston Texas 77090
281-444-4856

Invoice

DATE	INVOICE #
12/1/2016	50357

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
Invoice emailed to Michelle Lofton at ETI Bookkeeping Services at bkp1@etiaccounting.com and to Scott Bean sbean@hhclp.com and Linda Clayton lclayton@hhclp.com at Hawes Hill	

Code # 6333
12/1/2016

Total	\$400.00
--------------	----------

ETI Bookkeeping Services
PO BOX 73109
Houston, TX 77273

Invoice

Date	Invoice #
11/1/2016	7796

Bill To
TIRZ 17 Redevelopment Authority P.O. Box 73109 Houston, Texas 77273

Description	Qty	Rate	Amount
Bookkeeping		\$50.00	\$50.00

Code # 6333
11/30/2016

Total	\$50.00
Payments/Credits	\$0.00
Balance Due	\$50.00

ETI Bookkeeping Services
PO BOX 73109
Houston, TX 77273

Invoice

Date	Invoice #
12/1/2016	7826

Bill To
TIRZ 17 Redevelopment Authority P.O. Box 73109 Houston, Texas 77273

Description	Qty	Rate	Amount
Bookkeeping		\$50.00	\$50.00
Overhead		24.15	24.15

Code # 6333
12/1/2016

Total	\$74.15
Payments/Credits	\$0.00
Balance Due	\$74.15

Mr. Scott Bann
 Executive Director
 Memorial City Redevelopment Authority
 4955 Katy Freeway, Suite 215
 Houston, TX 77024

November 10, 2016
 Project No: 1111.002.000
 Invoice No: 1016078

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

For Professional Services rendered from October 1, 2016 to October 28, 2016:

Description	Contract Amount	Percent Complete	Billed to Date	Previously Invoiced	Current Invoice
Basic Services (LS)	919,543.75	73.52	676,912.56	644,692.12	31,556.44
Additional Services (T&M)	191,506.26	35.7414	68,446.97	61,220.08	5,226.89
Total Fee	1,111,050.01		744,499.53	707,912.20	36,583.33
					36,583.33
					0.00
					316,583.33

Receipt:	Current	Previous	To-Date
Total Billings	36,583.33	707,912.20	744,495.53
Contract Amount			1,111,050.00
Balance			367,009.47
		Total Due This Invoice:	516,583.33

Code # 1734
 11-28-2016

Briar Branch (W140-01-00) Channel Improvements &
 Briar Branch 'Straws' and Bunker Hill Bridge
 TIRZ 17 CIP No. T-1734A & T-1734B
 Master Agreement (07-30-13)
 Klotz Assoc Job No. 1111.002.000

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

Professional Services Summary
 Through 10/28/16
 Invoice #1016078

Task	Contract Budget Fees	Authorized Amounts	Percent Complete %	Budget Amount Earned	Previously Billed	Earned This Period
Basic Services						
I. Phase I - P&R (Complete)	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
II. Phase II - Final Design	\$919,543.74	\$919,543.74	73.52%	\$676,946.56	\$644,692.12	\$31,556.44
III. Phase III - CPS (Not Authorized)	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
SubTotal Basic Services	\$919,543.74	\$919,543.74		\$676,946.56	\$644,692.12	\$31,556.44
Additional Engineering Services / SubContracted Services / Reimbursable Expenses						
I. Additional Engineering Services	\$61,480.00					
1. T&M - Traffic Control Plans		\$38,730.00	55.18%	\$21,372.18	\$21,372.18	\$0.00
2. SW3P - StormWater Pollution Prevention Plans		\$17,020.00	72.53%	\$12,345.00	\$12,345.00	\$0.00
3. Signing & Striping Plans		\$20,015.00	0.00%	\$0.00	\$0.00	\$0.00
3. ESA 1 (Straws) - RPS Klotz		\$5,700.00	91.70%	\$5,226.89	\$0.00	\$5,226.89
II. SubContracted Services	\$77,524.16					
1. Add'l Topo. Survey		\$29,602.90	100.00%	\$29,602.90	\$29,602.90	\$0.00
2. Tree Protection Plan		\$10,808.00	0.00%	\$0.00	\$0.00	\$0.00
3. Geotech (Straws)		\$37,621.26	0.00%	\$0.00	\$0.00	\$0.00
III. Reimbursable Expenses	\$32,122.10					
1. Reimbursable Expenses		\$32,122.10	0.00%	\$0.00	\$0.00	\$0.00
SubTotal Additional Services	\$191,506.26	\$191,506.26		\$68,446.97	\$61,220.08	\$5,226.89
Total Professional Services Fees	\$1,111,050.00	\$1,111,050.00		\$744,495.53	\$707,912.20	\$36,583.33
Total Fees Earned this Period						\$36,583.33

Monthly Progress Report

Project Memorial City Redevelopment Authority / TIRZ 17
 Briar Branch (W140-01-00) Channel Improvements &
 Briar Branch 'Straws' and Bunker Hill Bridge

CIP No: T-1734A & T-1734B

Period: Through October 28, 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, 08/06/16
 - a. Basic and Additional Services
 - 1.) Draft Plans (90%) and Drainage Impact Study for Briar Branch submitted to TIRZ 17 on 12-19-14.
 - 2.) HCFCD review process for the Drainage Impact Analysis and Report continues.
 - i. HCFCD is re-addressing maintenance and review of the proposed project.
 - ii. Drainage Impact Study for Briar Branch project submitted to HCFCD on 12-18-14. Initial HCFCD responses and comments received 05-15-15. Coordination with HCFCD continues.
 - iii. HCFCD requested incorporation of 'Straws' into Briar Branch Drainage Impact Study Report and project.
 - 3.) Received TIRZ 17 Board approval on 05-19-16 for incorporation of 'Straws' and Bunker Hill Bridge modifications (T-1734B) into Briar Branch project and drainage analysis. Authorization received dated 09-06-16.
 - 4.) Geotechnical Investigation and ESA 1 for 'Straws' continue.
 - 5.) Continue development of 'Straws' plans and incorporating into Briar Branch plans and documents for one construction project.
 - 6.) Begin update of Drainage Impact Study for one construction package
 - b. Meetings
 - 1.) Project Team Meetings as required.
 - 2.) Additional meetings with TIRZ, LAN and SWA as required.
 - 3.) Attended and provided project updates at TIRZ Board Meetings as requested.

Activities Planned for Next Period

1. Ph II Final Design.
 - a. Basic and Additional Services
 - 1.) Continue development of 'Straws' plans and documents for one construction package
 - 2.) Continue update of Drainage Impact Study for on construction package.
 - 3.) Updated Plans will be submitted to HCFCD upon approval of Drainage Impact report by HCFCD. Plans will be submitted to CoH upon approval by HCFCD.
 - 4.) Geotechnical Investigation and ESA 1 for 'Straws' complete draft reports.
 - 5.) Respond to comments and questions from HCFCD and TIRZ.
 - 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, LAN and SWA as required.
 - 4.) Attend and provide project update at TIRZ Board Meeting.

Issues and Information we are waiting to receive - None

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

November 10, 2016
Project No: 1111.004.000
Invoice No: 1016079

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 October 1, 2016 to October 28, 2016:

Description	Contract Amount	Percent Complete	Billed to Date	Previously Invoiced	Current Invoice
Basic Services	474,170.00	98.45	466,820.37	465,065.94	1,754.43
Additional Services	102,390.00	53.7566	55,041.43	52,559.06	2,482.37
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		521,861.80	517,625.00	4,236.80
					4,236.80
					34,236.80

Receipt:	Current	Previous	To-Date
Total Billings	4,236.80	517,625.00	521,861.80
Contract Amount			619,360.00
Balance			97,498.20
		Total Due This Invoice:	34,236.80

Code # 1732A
11/28/2016
SP

North Gessner Drainage and Mobility Improvements
- IH10 (Katy Frwy) 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

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

Professional Services Summary
Through 10/28/16
Invoice #1016079

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	98.45%	\$466,820.37	\$465,065.94	\$1,754.43
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		\$466,820.37	\$465,065.94	\$1,754.43
Additional Engineering Services / Sub-Contracted Services / Reimbursable Expenses						
I. Additional Engineering Services	\$102,390.00					
1. TCPs - Traffic Control Plans	\$23,280.00		76.17%	\$17,499.68	\$17,499.68	\$0.00
2. Traffic Signals - 2 Locations (Gessner & IH10; Gessner & Westview)	\$88,010.00		48.46%	\$27,516.85	\$25,034.48	\$2,482.37
3. SW3P - Storm Water Pollution Prevention Plans	\$11,100.00		90.32%	\$10,025.00	\$10,025.00	\$0.00
II. Sub-Contracted Services	\$20,000.00					
1. AdP Sub-Consultant Services	\$0.00	\$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	\$125,190.00		\$35,041.42	\$52,559.06	\$2,482.37
Total Professional Services Fees	\$619,360.00	\$599,360.00		\$501,861.79	\$517,625.00	\$4,236.80
Total Fees Earned this Period						\$4,236.80

Monthly Progress Report

Project: Memorial City Redevelopment Authority / TIRZ 17
N. Gessner Drainage and Mobility Improvements - IH10 (Katy Frwy) to Westview
Ph II - Design

CIP No: T-1732A
Period: Through October 28, 2016
Job No: 1111.004.000
Prepared By: W. Edward Conger PE

Activities Completed this Period

- Ph II Final Design - Authorization received dated 11/14/14.
 - Basic and Additional Services
 - Development of N. Gessner SWMM model complete. Draft Drainage Impact report in process.
 - Completed development of design plans and profiles from the survey and previous PER plans.
 - TIRZ Board requested to incorporate T-1732B (N. Gessner - Westview to Long Point) as part of the T-1732A construction and design plans.
 - Updated authorization requests were submitted on 05-12-16, 09-27-16, & 10-12-16.
 - Approved at Board Meeting on 10-25-16.
 - ESA II needed for CoH and TxDOT project approval and design completion. Included in updated authorization request.
 - CoH PWIE is now requiring additional reviews, updated PER and new TRC. Included in updated authorization request.
 - The TxDOT Grant for the project will require TxDOT reviews and submittals as well as reports and plans to be updated per TxDOT procedures for TxDOT construction. These were included in the updated authorization request.
 - TxDOT Grant for the project will require a TxDOT NEPA Environmental Assessment Study and Report. This was included in the updated authorization request.
 - SW3P and TCP plans in process.
 - Review of Traffic Signals for design continues.
 - Continue coordination with SWA for streetscape design.
 - Meetings
 - Project Team Meetings as required.

- Progress Mtgs. with TIRZ Executive Director as requested.
 - Attended TIRZ CIP Committee Meeting on 10-07-16 to review project status and authorization request.
 - Attended and provided project update at TIRZ Board Meeting.
2. Ph II Sub-consultants - None authorized.

Activities Planned for Next Period

- Ph II Final Design.
 - Basic and Additional Services (upon receipt of authorization and NTP)
 - Schedule and begin tasks for ESA II.
 - Begin tasks for updated PER and new TRC.
 - Requirements from TxDOT for TxDOT Grant for additional reviews and updates of the reports and plans per TxDOT procedures for TxDOT construction.
 - SW3P and TCP plans continue.
 - Review of Traffic Signals for design continues.
 - Coordination with Mathewson Ln project continues.
 - Continue coordination with SWA for streetscape design.
 - Meetings
 - Project Team Meetings as required.
 - Progress Mtgs. to be held to review project status with TIRZ Executive Director.
 - Additional meetings with TIRZ as required.
 - Provide project update at next TIRZ Board Meeting.
- Ph II Sub-consultants (upon receipt of authorization and NTP)
 - Begin Survey update.
 - Begin Geotechnical Study update.

Issues and Information we are waiting to receive -
TIRZ Board authorization and NTP are needed for the updated and expanded project scope outlined above and in the updated LOA request submitted 10-12-16. This was approved by the Board on 10-25-16.

McCALL GIBSON SWEDLUND BARFOOT PLLC
 Certified Public Accountants

13100 Wertheim Center Drive
 Suite 215
 Houston, Texas 77065-5810
 (713) 462-0341
 Fax: (713) 462-2208
 E-Mail: mg@mcgswb.com

9000 Great Falls Trail
 Suite 1500V
 Austin, Texas 78759
 (512) 418-2209
 mg@mcgswb.com

November 1, 2016

TIRZ 17 Redevelopment Authority
 ETI Bookkeeping Services
 17111 Rolling Creek, Suite 200
 Houston, TX 77090

Client Number: 574-00

Audit of Memorial City Redevelopment Authority as of and for the year ended June 30, 2016, including distribution of the report and meeting with the Board of Directors and receiving comments from the City of Houston on the draft audit.

Annual Audit Fee	\$ 10,250.00
Postage and Report Production	250.00
Less Interim Billing	<u>8,000.00</u>
Balance Due	\$ 2,500.00

We appreciate your business!
Chris Swedlund

Member of
 American Institute of Certified Public Accountants
 Texas Society of Certified Public Accountants

*Code # 6321
 11/2/2016*

McGrath & Co., PLLC
 Certified Public Accountants
 P.O. Box 276144
 Houston, Texas 77277

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

Collette M. Garcia CPA
 collette@mcgrath-co.com

October 21, 2016

Memorial City District/TIRZ No. 17
 Houston, Texas

Interim billing regarding preparation of the District's financial statements and related audit schedules for the year ended June 30, 2016. **\$9,000.00**

*Code # 6321
 11-1-2016*

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

THE GOODMAN CORPORATION



TO: Scott Bean, Executive Director
 FROM: David Rodgers
 DATE: November 1, 2016
 SUBJECT: TIP Project Assistance and Oversight (MCT101) - October 2016

PROGRESS REPORT

Task	Previous % Complete	Current % Complete
1 - Program Management, Oversight, and Intergovernmental Coordination for Memorial Drive Comment: <ul style="list-style-type: none"> Coordinated with LAN on design schedule of project in relation to current letting schedule (FY18). Coordinated with TxDOT on Advance Funding Agreement (AFA) draft status. Provided H-GAC with update on design schedule in relation to project letting schedule; coordinated with LAN on potential acceleration of schedule to FY18. It was determined that the letting year of FY18 would better accommodate design schedule and TxDOT review time. Communicated this response to TxDOT, H-GAC, and the TIRZ administrator. 	6%	25%
2 - Program Management, Oversight, and Intergovernmental Coordination for North Gessner Comment: <ul style="list-style-type: none"> Continued coordination with TxDOT regarding project details in Advance Funding Agreement (AFA). Requested status update of draft changes. Status of AFA is that it has been re-submitted to Austin to process changes requested during last draft review. Coordinated with design engineer on Gessner design scope. Prepared for and attended TIRZ projects committee meeting. Provided recommendations for scope modifications in coordination with design engineer. Coordinated with TIRZ Administrator on scope modifications. 	16%	25%

Invoice

Bill To
Ms. Michelle Loftin ETI Bookkeeping Services P.O. Box 73109 Houston, TX 77273

Date	Invoice #
10/31/2016	18-2016-14

Item	Description	Terms		Project	
		Rate	Prior %	Cur %	Amount
Contract Services	Task 1 - Program Management, Oversight, and Intergovernmental Coordination for Memorial Drive 1732A	30,000.00	5%	20.00%	6,000.00
Contract Services	Task 2 - Program Management, Oversight, and Intergovernmental Coordination for North Gessner 1732A	100,000.00	18%	7.00%	7,000.00

Total	\$13,000.00
Balance Due	\$13,000.00

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

Code 11/2/2016

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

THE GOODMAN CORPORATION



TO: Scott Bean, Executive Director
 FROM: Stephanie Kirschner
 DATE: November 1, 2016
 SUBJECT: Environmental Studies for Categorical Exclusion Memorial Drive (Beltway 8 to Tallwood Road) (MCT102) - October 2016

Invoice

Bill To
Ms. Michelle Lottin 2711 Brooktopping Services P.O. Box 73199 Houston, TX 77273

Date	Invoice #
10/31/2016	10-2016-15

PROGRESS REPORT

Task	Previous % Complete	Current % Complete
1 - Purpose and Need	0%	0%
Comment: None		
2 - Alternative Analysis	0%	10%
Comment: Vicinity, census tract, land use, and topographic maps created		
3.1 - Socioeconomic Analysis	0%	10%
Comment: Census data obtained for analysis of race, ethnicity, poverty level, and English proficiency		
3.2 - Water Quality Conditions	0%	0%
Comment: None		
3.3 - Plant Communities and Wildlife Habitat	0%	0%
Comment: None		
3.4 - Waters and Wetlands Identification	0%	10%
Comment: Area wetland and soil maps created		
3.5 - Air Quality Assessment	0%	0%
Comment: None		
3.6 - Floodplains Assessment	0%	10%
Comment: Area floodplain map created		
3.7 - Cultural Resource Identification	0%	0%
Comment: None		

Item	Description	Terms		Project	
		Rate	Price %	Cur %	Amount
Contract Services	Task 1 - Purpose and Need	1,500.00	0%	0.00%	0.00
Contract Services	Task 2 - Alternative Analysis	3,500.00	0%	10.00%	350.00
Contract Services	Task 3.1 - Socioeconomic Analysis	3,000.00	0%	10.00%	300.00
Contract Services	Task 3.2 - Water Quality Conditions	1,000.00	0%	0.00%	0.00
Contract Services	Task 3.3 - Plant Communities and Wildlife Habitat	4,500.00	0%	0.00%	0.00
Contract Services	Task 3.4 - Waters and Wetlands Identification	1,000.00	0%	10.00%	100.00
Contract Services	Task 3.5 - Air Quality Assessment	1,000.00	0%	0.00%	0.00
Contract Services	Task 3.6 - Floodplain Assessment	1,000.00	0%	10.00%	100.00
Contract Services	Task 3.7 - Cultural Resources Assessment	1,000.00	0%	0.00%	0.00
Contract Services	Task 3.7a - Historical Resource Analysis	0.00	0%	0.00%	0.00
Contract Services	Task 3.8 - Hazardous Materials	1,350.00	0%	0.00%	0.00
Contract Services	Task 3.9 - Historical Identification	1,500.00	0%	0.00%	0.00
Contract Services	Task 3.9a - Indirect Impacts Assessment	2,000.00	0%	0.00%	0.00
Contract Services	Task 3.10 - Cumulative Impacts Assessment	2,000.00	0%	0.00%	0.00
Contract Services	Task 4 - Draft and Final EA	15,000.00	0%	0.00%	0.00

Total	\$850.00
Balance Due	\$850.00

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

1735A
 Code 1026
 11/30/2016

3200 Travis Street, Suite 200 • Houston, Texas 77006-5636
 (713) 951-7951 FAX (713) 951-7957

3.7a - Historical Resource Analysis	0%	0%
Comment: None		
3.8 - Hazardous Materials	0%	0%
Comment: None		
3.9 - Historical Resource Identification	0%	0%
Comment: None		
3.10 - Cumulative Impacts Assessment	0%	0%
Comment: None		
4 - Draft and Final EA	0%	0%
Comment: None		

HAWESHILLCALDERON
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 #: 43015519
Date: 11/30/2016

DATE	DESCRIPTION	AMOUNT
	Professional consulting and administration fees, November 2016 and December 2016, @ \$7500/month	\$15,000.00

Terms: C.O.D.

CODE # 6340
11/30/2016

Sales Tax: \$0.00
Total Amount: \$15,000.00
Amount Applied: \$0.00
Balance Due: \$15,000.00

Owed As Of: 11/30/2016

30 DAYS	60 DAYS	90 DAYS	Total Owed
			\$15,000.00

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

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ No. 17 Board of Directors
FROM: Executive Director
SUBJECT: Agenda Item Materials

5. Report on Bond Refunding.

TABLE OF CONTENTS

Memorial City Redevelopment Authority (TIRZ 17)
 Tax Increment Reinvestment Zone No. 17
 Tax Increment Contract Revenue Refunding Bonds, Series 2016
 FINAL NUMBERS

Report	Page
Sources and Uses of Funds	1
Summary of Refunding Results	2
Savings	3
Bond Pricing	4
Bond Summary Statistics	5
Summary of Bonds Refunded	6
Bond Debt Service	7
Cost of Issuance	8
Prior Bond Debt Service	9
Escrow Requirements	12
Escrow Sufficiency	14

SOURCES AND USES OF FUNDS

Memorial City Redevelopment Authority (TIRZ 17)
Tax Increment Reinvestment Zone No. 17
Tax Increment Contract Revenue Refunding Bonds, Series 2016
FINAL NUMBERS

Sources:

Bond Proceeds:	
Par Amount	17,955,000.00
Other Sources of Funds:	
Issuer Contribution	218,552.06
	<hr/>
	18,173,552.06
	<hr/>

Uses:

Refunding Escrow Deposits:	
Cash Deposit	17,829,303.56
Delivery Date Expenses:	
Cost of Issuance	340,265.00
Other Uses of Funds:	
Contingency	3,983.50
	<hr/>
	18,173,552.06
	<hr/>

SUMMARY OF REFUNDING RESULTS

Memorial City Redevelopment Authority (TIRZ 17)
Tax Increment Reinvestment Zone No. 17
Tax Increment Contract Revenue Refunding Bonds, Series 2016
FINAL NUMBERS

Dated Date	12/22/2016
Delivery Date	12/22/2016
Arbitrage yield	2.410252%
Escrow yield	0.000000%
Value of Negative Arbitrage	
Bond Par Amount	17,955,000.00
True Interest Cost	2.410252%
Net Interest Cost	2.410000%
All-In TIC	2.694525%
Average Coupon	2.410000%
Average Life	7.448
Par amount of refunded bonds	17,595,000.00
Average coupon of refunded bonds	4.022825%
Average life of refunded bonds	7.664
PV of prior debt to 12/22/2016 @ 2.694525%	19,413,840.19
Net PV Savings	1,584,536.63
Percentage savings of refunded bonds	9.005607%

SAVINGS

Memorial City Redevelopment Authority (TIRZ 17)
Tax Increment Reinvestment Zone No. 17
Tax Increment Contract Revenue Refunding Bonds, Series 2016
FINAL NUMBERS

Date	Prior Debt Service	Prior Receipts	Prior Net Cash Flow	Refunding Debt Service	Savings	Annual Savings	Present Value to 12/22/2016 @ 2.6945254%
12/22/2016		218,552.06	(218,552.06)		(218,552.06)		(218,552.06)
03/01/2017	354,408.75		354,408.75	82,937.14	271,471.61	52,919.55	270,082.52
09/01/2017	354,408.75		354,408.75	331,357.75	23,051.00		22,628.19
03/01/2018	354,408.75		354,408.75	214,972.00	139,436.75	162,487.75	135,059.54
09/01/2018	354,408.75		354,408.75	334,972.00	19,436.75		18,576.32
03/01/2019	354,408.75		354,408.75	213,526.00	140,882.75	160,319.50	132,856.19
09/01/2019	354,408.75		354,408.75	333,526.00	20,882.75		19,431.20
03/01/2020	354,408.75		354,408.75	212,080.00	142,328.75	163,211.50	130,675.01
09/01/2020	914,408.75		914,408.75	892,080.00	22,328.75		20,227.97
03/01/2021	341,948.75		341,948.75	203,886.00	138,062.75	160,391.50	123,410.58
09/01/2021	926,948.75		926,948.75	898,886.00	28,062.75		24,751.08
03/01/2022	328,932.50		328,932.50	195,511.25	133,421.25	161,484.00	116,111.93
09/01/2022	3,223,932.50		3,223,932.50	3,170,511.25	53,421.25		45,872.65
03/01/2023	271,373.75		271,373.75	159,662.50	111,711.25	165,132.50	94,650.89
09/01/2023	3,286,373.75		3,286,373.75	3,209,662.50	76,711.25		64,132.00
03/01/2024	211,430.00		211,430.00	122,910.00	88,520.00	165,231.25	73,020.56
09/01/2024	3,346,430.00		3,346,430.00	3,247,910.00	98,520.00		80,189.24
03/01/2025	149,086.25		149,086.25	85,253.75	63,832.50	162,352.50	51,265.07
09/01/2025	3,409,086.25		3,409,086.25	3,285,253.75	123,832.50		98,130.11
03/01/2026	84,246.25		84,246.25	46,693.75	37,552.50	161,385.00	29,362.60
09/01/2026	3,469,246.25		3,469,246.25	3,316,693.75	152,552.50		117,696.34
03/01/2027	16,910.00		16,910.00	7,290.25	9,619.75	162,172.25	7,323.11
09/01/2027	776,910.00		776,910.00	612,290.25	164,619.75	164,619.75	123,652.10
	23,238,125.00	218,552.06	23,019,572.94	21,177,865.89	1,841,707.05	1,841,707.05	1,580,553.13

Savings Summary

PV of savings from cash flow	1,580,553.13
Plus: Refunding funds on hand	3,983.50
Net PV Savings	<u>1,584,536.63</u>

BOND PRICING

**Memorial City Redevelopment Authority (TIRZ 17)
Tax Increment Reinvestment Zone No. 17
Tax Increment Contract Revenue Refunding Bonds, Series 2016
FINAL NUMBERS**

Bond Component	Maturity Date	Amount	Rate	Yield	Price
Bond Component:					
	09/01/2017	115,000	2.410%	2.410%	100.000
	09/01/2018	120,000	2.410%	2.410%	100.000
	09/01/2019	120,000	2.410%	2.410%	100.000
	09/01/2020	680,000	2.410%	2.410%	100.000
	09/01/2021	695,000	2.410%	2.410%	100.000
	09/01/2022	2,975,000	2.410%	2.410%	100.000
	09/01/2023	3,050,000	2.410%	2.410%	100.000
	09/01/2024	3,125,000	2.410%	2.410%	100.000
	09/01/2025	3,200,000	2.410%	2.410%	100.000
	09/01/2026	3,270,000	2.410%	2.410%	100.000
	09/01/2027	605,000	2.410%	2.410%	100.000
		17,955,000			

Dated Date	12/22/2016	
Delivery Date	12/22/2016	
First Coupon	03/01/2017	
Par Amount	17,955,000.00	
Original Issue Discount		
Production	17,955,000.00	100.000000%
Underwriter's Discount		
Purchase Price	17,955,000.00	100.000000%
Accrued Interest		
Net Proceeds	17,955,000.00	

BOND SUMMARY STATISTICS

Memorial City Redevelopment Authority (TIRZ 17)
Tax Increment Reinvestment Zone No. 17
Tax Increment Contract Revenue Refunding Bonds, Series 2016
FINAL NUMBERS

Dated Date	12/22/2016
Delivery Date	12/22/2016
Last Maturity	09/01/2027
Arbitrage Yield	2.410252%
True Interest Cost (TIC)	2.410252%
Net Interest Cost (NIC)	2.410000%
All-In TIC	2.694525%
Average Coupon	2.410000%
Average Life (years)	7.448
Weighted Average Maturity (years)	7.448
Duration of Issue (years)	6.824
Par Amount	17,955,000.00
Bond Proceeds	17,955,000.00
Total Interest	3,222,865.89
Net Interest	3,222,865.89
Total Debt Service	21,177,865.89
Maximum Annual Debt Service	3,333,163.75
Average Annual Debt Service	1,980,782.47
Underwriter's Fees (per \$1000)	
Average Takedown	
Other Fee	
Total Underwriter's Discount	
Bid Price	100.000000

Bond Component	Par Value	Price	Average Coupon	Average Life	PV of 1 bp change
Bond Component	17,955,000.00	100.000	2.410%	7.448	12,135.60
	17,955,000.00			7.448	12,135.60

	TIC	All-In TIC	Arbitrage Yield
Par Value	17,955,000.00	17,955,000.00	17,955,000.00
+ Accrued Interest			
+ Premium (Discount)			
- Underwriter's Discount			
- Cost of Issuance Expense		(340,265.00)	
- Other Amounts			
Target Value	17,955,000.00	17,614,735.00	17,955,000.00
Target Date	12/22/2016	12/22/2016	12/22/2016
Yield	2.410252%	2.694525%	2.410252%

SUMMARY OF BONDS REFUNDED

Memorial City Redevelopment Authority (TIRZ 17)
Tax Increment Reinvestment Zone No. 17
Tax Increment Contract Revenue Refunding Bonds, Series 2016
FINAL NUMBERS

Bond	Maturity Date	Interest Rate	Par Amount	Call Date	Call Price
Series 2008, 2008:					
BOND	09/01/2020	4.450%	560,000.00	12/30/2016	100.000
	09/01/2021	4.450%	585,000.00	12/30/2016	100.000
	09/01/2022	4.450%	610,000.00	12/30/2016	100.000
	09/01/2023	4.450%	635,000.00	12/30/2016	100.000
	09/01/2024	4.450%	665,000.00	12/30/2016	100.000
	09/01/2025	4.450%	695,000.00	12/30/2016	100.000
	09/01/2026	4.450%	725,000.00	12/30/2016	100.000
	09/01/2027	4.450%	760,000.00	12/30/2016	100.000
			5,235,000.00		
Series 2011A, 2011A:					
BOND	09/01/2022	3.850%	2,285,000.00	12/30/2016	100.000
	09/01/2023	3.850%	2,380,000.00	12/30/2016	100.000
	09/01/2024	3.850%	2,470,000.00	12/30/2016	100.000
	09/01/2025	3.850%	2,565,000.00	12/30/2016	100.000
	09/01/2026	3.850%	2,660,000.00	12/30/2016	100.000
			12,360,000.00		
			17,595,000.00		

BOND DEBT SERVICE

Memorial City Redevelopment Authority (TIRZ 17)
Tax Increment Reinvestment Zone No. 17
Tax Increment Contract Revenue Refunding Bonds, Series 2016
FINAL NUMBERS

Period Ending	Principal	Interest	Debt Service
06/30/2017		82,937.14	82,937.14
06/30/2018	115,000	431,329.75	546,329.75
06/30/2019	120,000	428,498.00	548,498.00
06/30/2020	120,000	425,606.00	545,606.00
06/30/2021	680,000	415,966.00	1,095,966.00
06/30/2022	695,000	399,397.25	1,094,397.25
06/30/2023	2,975,000	355,173.75	3,330,173.75
06/30/2024	3,050,000	282,572.50	3,332,572.50
06/30/2025	3,125,000	208,163.75	3,333,163.75
06/30/2026	3,200,000	131,947.50	3,331,947.50
06/30/2027	3,270,000	53,984.00	3,323,984.00
06/30/2028	605,000	7,290.25	612,290.25
	17,955,000	3,222,865.89	21,177,865.89

COST OF ISSUANCE

Memorial City Redevelopment Authority (TIRZ 17)
Tax Increment Reinvestment Zone No. 17
Tax Increment Contract Revenue Refunding Bonds, Series 2016
FINAL NUMBERS

Cost of Issuance	\$/1000	Amount
Financial Advisor	6.48092	116,365.00
Bond Counsel	10.00000	179,550.00
Bank Counsel	0.97466	17,500.00
Bond Call Fees	0.03342	600.00
Attorney General	0.52910	9,500.00
Verification Agent	0.22278	4,000.00
Paying Agent	0.04177	750.00
Trustee	0.11139	2,000.00
Miscellaneous	0.55695	10,000.00
	18.95099	340,265.00

PRIOR BOND DEBT SERVICE

Memorial City Redevelopment Authority (TIRZ 17)
Tax Increment Reinvestment Zone No. 17
Tax Increment Contract Revenue Refunding Bonds, Series 2016
FINAL NUMBERS

Period Ending	Principal	Interest	Debt Service
06/30/2017		354,408.75	354,408.75
06/30/2018		708,817.50	708,817.50
06/30/2019		708,817.50	708,817.50
06/30/2020		708,817.50	708,817.50
06/30/2021	560,000	696,357.50	1,256,357.50
06/30/2022	585,000	670,881.25	1,255,881.25
06/30/2023	2,895,000	600,306.25	3,495,306.25
06/30/2024	3,015,000	482,803.75	3,497,803.75
06/30/2025	3,135,000	360,516.25	3,495,516.25
06/30/2026	3,260,000	233,332.50	3,493,332.50
06/30/2027	3,385,000	101,156.25	3,486,156.25
06/30/2028	760,000	16,910.00	776,910.00
	17,595,000	5,643,125.00	23,238,125.00

PRIOR BOND DEBT SERVICE

Memorial City Redevelopment Authority (TIRZ 17)
Tax Increment Reinvestment Zone No. 17
Tax Increment Contract Revenue Refunding Bonds, Series 2016
FINAL NUMBERS

Series 2008 (2008)

Period Ending	Principal	Interest	Debt Service
06/30/2017		116,478.75	116,478.75
06/30/2018		232,957.50	232,957.50
06/30/2019		232,957.50	232,957.50
06/30/2020		232,957.50	232,957.50
06/30/2021	560,000	220,497.50	780,497.50
06/30/2022	585,000	195,021.25	780,021.25
06/30/2023	610,000	168,432.50	778,432.50
06/30/2024	635,000	140,731.25	775,731.25
06/30/2025	665,000	111,806.25	776,806.25
06/30/2026	695,000	81,546.25	776,546.25
06/30/2027	725,000	49,951.25	774,951.25
06/30/2028	760,000	16,910.00	776,910.00
	5,235,000	1,800,247.50	7,035,247.50

PRIOR BOND DEBT SERVICE

Memorial City Redevelopment Authority (TIRZ 17)
Tax Increment Reinvestment Zone No. 17
Tax Increment Contract Revenue Refunding Bonds, Series 2016
FINAL NUMBERS

Series 2011A (2011A)

Period Ending	Principal	Interest	Debt Service
06/30/2017		237,930.00	237,930.00
06/30/2018		475,860.00	475,860.00
06/30/2019		475,860.00	475,860.00
06/30/2020		475,860.00	475,860.00
06/30/2021		475,860.00	475,860.00
06/30/2022		475,860.00	475,860.00
06/30/2023	2,285,000	431,873.75	2,716,873.75
06/30/2024	2,380,000	342,072.50	2,722,072.50
06/30/2025	2,470,000	248,710.00	2,718,710.00
06/30/2026	2,565,000	151,786.25	2,716,786.25
06/30/2027	2,660,000	51,205.00	2,711,205.00
	12,360,000	3,842,877.50	16,202,877.50

ESCROW REQUIREMENTS

Memorial City Redevelopment Authority (TIRZ 17)
Tax Increment Reinvestment Zone No. 17
Tax Increment Contract Revenue Refunding Bonds, Series 2016
FINAL NUMBERS

Series 2008 (2008)

Period Ending	Interest	Principal Redeemed	Total
12/30/2016	77,005.40	5,235,000.00	5,312,005.40
	77,005.40	5,235,000.00	5,312,005.40

ESCROW REQUIREMENTS

Memorial City Redevelopment Authority (TIRZ 17)
Tax Increment Reinvestment Zone No. 17
Tax Increment Contract Revenue Refunding Bonds, Series 2016
FINAL NUMBERS

Series 2011A (2011A)

Period Ending	Interest	Principal Redeemed	Total
12/30/2016	157,298.17	12,360,000.00	12,517,298.17
	157,298.17	12,360,000.00	12,517,298.17

ESCROW SUFFICIENCY

Memorial City Redevelopment Authority (TIRZ 17)
Tax Increment Reinvestment Zone No. 17
Tax Increment Contract Revenue Refunding Bonds, Series 2016
FINAL NUMBERS

Prior Debt (PRI)

Date	Escrow Requirement	Net Escrow Receipts	Excess Receipts	Excess Balance
12/22/2016		17,829,303.56	17,829,303.56	17,829,303.56
12/30/2016	17,829,303.56		(17,829,303.56)	
	17,829,303.56	17,829,303.56	0.00	

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

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ No. 17 Board of Directors
FROM: Executive Director
SUBJECT: Agenda Item Materials

6. Update from the Chair on the CIP Committee.

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

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ No. 17 Board of Directors
FROM: Executive Director
SUBJECT: Agenda Item Materials

7. CIP updates:
 - a. Report from LAN on Town & Country, Memorial Drive, and the Sub-Regional Detention Analysis
 - b. Consider Pay Estimate No. 1 for the Four Points by Sheraton Project from Corner Rock Construction, in the amount of \$57,442.37
 - c. Report from Klotz Associates on W-140 and Straws



Memorial City Redevelopment Authority - TIRZ 17
One-Page Monthly Consultant Report

November 2016

Project Number: 120-11972-003
Four Points by Sheraton Parking Lot Extension

Ongoing Activities:

Item	Description
1	Continued reviewing product submittals
2	Reviewed and responded to three (3) RFI's
3	Continue Construction Administration
4	Continue on-going coordination with Four Points Hotel personnel
5	Currently dealing with a live water line conflict that was marked as abandoned by City and record drawings

Project Number: 120-11972-002
Sub-regional Detention Analysis

Ongoing Activities:

Item	Description
1	Nearly complete with the ICM portion of the modeling. Existing/Proposed for scoped return periods
2	Begun looking at the HMS/RAS and will be working on it as soon as the ICM is finalized

Project Number: 120-11972-001
Memorial Drive Improvements

Ongoing Activities:

Item	Description
1	Began Project Initiation phase
2	Preparing sub-consultant contracts
3	Working on proposed Project Schedule

Project Number: 130-10384-022
Town & Country Reconstruction

Ongoing Activities:

Item	Description
1	Project ready to advertise
2	Awaiting final JRC agreement for right-of-way acquisition



**Lockwood, Andrews
& Newnam, Inc.**

A LEO A DALY COMPANY

November 1, 2016

Scott Bean
Memorial City Redevelopment Authority
c/o Hawes Hill Calderon, LLP
PO Box 22167
Houston, Texas 77227-2167

Reference: Four Points by Sheraton
LAN Project No.: 120-11792-003
WBS No. N-T17000-0017-3
Corner Rock Construction, LLC Pay Est. No. 1

Dear Mr. Bean:

Corner Rock Construction, LLC has submitted estimate No. 1 in the amount of \$57,442.37 for work performed during the month of October, 2016

Based on our review, Corner Rock Construction, LLC has complied with all requirements stated in the estimate and we recommend payment of **\$57,442.37**.

The following billing information is to be used for payment:

Corner Rock Construction, LLC
2322 Eaglerock Dr.
Houston, TX 77080

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

Sincerely,



Muhammad Ali, P.E.
Project Manager

MA:rlb

Enclosures: Pay Est. No. 1

Four Points by Sheraton Parking Lot Extension
 Project No: WBS No. N-T17000-0017-3
 10655 Katy Freeway
 Houston, TX 77024

Owner:
 Memorial City Redevelopment Authority TIRZ17
 c/o LAN 2925 Briar Park Dr.
 Houston, TX 77042

Contractor:
 Corner Rock Construction, LLC
 2322 Eaglerock Dr.
 Houston, TX 77080

PAY APPLICATION # 1

DATE: 10/31/16
 PERIOD THRU: 10/31/16

Base Bid	Description of Work	Unit of Measure	Estimate Quantity	Unit Price	Contract Amount	Previous Quantities	Current Quantities	Quantities to Date	Current Amount	Amount to Date	% Completed	Remaining Units to Install	Dollar Amt Remaining
1	Mobilization	LS	1.00	\$20,775.00	\$20,775.00	0.00	0.50	0.50	\$10,387.50	\$10,387.50	50%	0.50	\$10,387.50
2	Traffic Control and Regulations	LS	1.00	\$1,000.00	\$1,000.00	0.00	1.00	1.00	\$1,000.00	\$1,000.00	100%	0.00	\$0.00
3	Tree Plant and Protection	LS	1.00	\$5,000.00	\$5,000.00	0.00	1.00	1.00	\$5,000.00	\$5,000.00	100%	0.00	\$0.00
4	Inlet Protection	EA	5.00	\$120.00	\$600.00	0.00	2.00	2.00	\$240.00	\$240.00	40%	3.00	\$360.00
5	Filter Fabric Fence	LF	190.00	\$7.90	\$1,501.00	0.00	190.00	190.00	\$1,501.00	\$1,501.00	100%	0.00	\$0.00
6	Clearing and Grubbing	AC	0.21	\$53,357.14	\$11,205.00	0.00	0.21	0.21	\$11,205.00	\$11,205.00	100%	0.00	\$0.00
7	Demolition	LS	1.00	\$32,085.00	\$32,085.00	0.00	0.97	0.97	\$31,132.15	\$31,132.15	97%	0.03	\$862.85
8	Site Restoration including Landscaping	LS	1.00	\$14,920.00	\$14,920.00	0.00	0.00	0.00	\$0.00	\$0.00	0%	1.00	\$14,920.00
9	Type C Manhole Complete in Place	EA	1.00	\$24,900.00	\$24,900.00	0.00	0.00	0.00	\$0.00	\$0.00	0%	1.00	\$24,900.00
10	12 in HDPE Storm Sewer Pipe, Complete in Place	LF	168.00	\$84.82	\$14,249.76	0.00	0.00	0.00	\$0.00	\$0.00	0%	168.00	\$14,249.76
11	Type A Inlets, Complete in Place	EA	3.00	\$4,413.33	\$13,239.99	0.00	0.00	0.00	\$0.00	\$0.00	0%	3.00	\$13,239.99
12	8 in Lime Stabilized Subgrade	SY	1,065.00	\$35.19	\$37,477.35	0.00	0.00	0.00	\$0.00	\$0.00	0%	1,065.00	\$37,477.35
13	4 in Hot Mix Asphalt Base Course, Complete in Place	SY	833.00	\$32.46	\$27,039.18	0.00	0.00	0.00	\$0.00	\$0.00	0%	833.00	\$27,039.18
14	2 in Asphaltic Concrete Pavement, Complete in Place	SY	833.00	\$20.85	\$17,368.05	0.00	0.00	0.00	\$0.00	\$0.00	0%	833.00	\$17,368.05
15	6 in Monolithic Concrete Curb and Gutter	LF	543.00	\$23.90	\$12,977.70	0.00	0.00	0.00	\$0.00	\$0.00	0%	543.00	\$12,977.70
16	Remove and Replace Existing Asphaltic Concrete Pavement	SY	98.00	\$45.19	\$4,428.62	0.00	0.00	0.00	\$0.00	\$0.00	0%	98.00	\$4,428.62
17	Milling Asphalt Pavement	SY	15.00	\$82.80	\$1,242.00	0.00	0.00	0.00	\$0.00	\$0.00	0%	15.00	\$1,242.00
18	Thermoplastic Pavement Markings	LS	1.00	\$2,700.00	\$2,700.00	0.00	0.00	0.00	\$0.00	\$0.00	0%	1.00	\$2,700.00
19	Wrought Iron Fence	LF	185.00	\$39.04	\$7,222.40	0.00	0.00	0.00	\$0.00	\$0.00	0%	185.00	\$7,222.40
20	Wrought Iron Gate	EA	1.00	\$877.50	\$877.50	0.00	0.00	0.00	\$0.00	\$0.00	0%	1.00	\$877.50
21	Pole Mounted Site Light Fixture	EA	1.00	\$2,800.00	\$2,800.00	0.00	0.00	0.00	\$0.00	\$0.00	0%	1.00	\$2,800.00
22	Concrete Foundation for Site Lighting Fixture	EA	1.00	\$3,003.20	\$3,003.20	0.00	0.00	0.00	\$0.00	\$0.00	0%	1.00	\$3,003.20
23	50A MCB Panelboard	EA	1.00	\$1,125.00	\$1,125.00	0.00	0.00	0.00	\$0.00	\$0.00	0%	1.00	\$1,125.00
24	1" Sched 40 PVC UG Conduit in Trench	LF	175.00	\$10.00	\$1,750.00	0.00	0.00	0.00	\$0.00	\$0.00	0%	175.00	\$1,750.00
25	3/4" EMT Conduit	LF	50.00	\$4.50	\$225.00	0.00	0.00	0.00	\$0.00	\$0.00	0%	50.00	\$225.00
26	#10 AWG Copper Conductors	LF	615.00	\$1.32	\$811.80	0.00	0.00	0.00	\$0.00	\$0.00	0%	615.00	\$811.80
27	#12 AWG Copper Conductors	LF	120.00	\$1.69	\$202.80	0.00	0.00	0.00	\$0.00	\$0.00	0%	120.00	\$202.80
CONTRACT TOTALS										\$60,465.65			\$200,270.70

Document 00642

**CERTIFICATION OF PAYMENT
TO SUBCONTRACTORS AND SUPPLIERS**

The undersigned, Rosalie O Brockman, states that she is the President,
Affiant Title
of Corner Rock Construction LLC

Contractor

and that she is duly authorized to execute this Certification of Payment to Subcontractors and Suppliers; that Contractor has made payments to Subcontractors and Suppliers for all labor, materials, equipment, and services furnished to date for Work on Project No. N-T17000-0017-3 in the amounts for which Contractor has been paid; that the labor, materials, equipment, and services covered by this Certificate of Payment have been furnished in accordance with and all in compliance with the Contract Documents; that no sums have been withheld by Contractor for Subcontractors and Suppliers as a result of any allegations of deficiencies in the Work; and that such payments were made in accordance with the Contract Documents and with the laws of the State of Texas.

[Handwritten Signature]

Affiant's Signature

SWORN AND SUBSCRIBED before me on

10/31/2016

Date

[Handwritten Signature]

Notary Public in and for the State of TEXAS



Rosalie O Brockman

Print or type name

My Commission Expires:

12/21/16

Expiration Date

END OF DOCUMENT

Conditional Waiver and Release on Progress Payment
(Pursuant to Texas Property Code §53.284(b))

Project: Four Points by Sheraton Parking Lot Extension

WBS No: N-T17000-0017-3

On receipt by the signer of this document of a check from Memorial City Redevelopment Authority (person with whom signer contracted) in the sum of \$ 57,442.37 payable to Corner Rock Construction LLC (payee or payees of check) and when the check has been properly endorsed and has been paid by the bank on which it is drawn, this document becomes effective to release any mechanic's lien right, any right arising from a payment bond that complies with a state or federal statute, any common law payment bond right, any claim for payment, and any rights under any similar ordinance, rule, or statute related to claim or payment rights for persons in the signer's position that the signer has on the property of Four Points by Sheraton (owner) located at 10655 Katy Freeway Houston, TX 77024 (location) to the following extent: Parking lot Extension – including but not limited to Demolition, Clearing & Grubbing, Lime Stabilization, Asphalt base & pavement, Electrical, Fencing, Painting, and Landscaping (job description).

This release covers a progress payment for all labor, services, equipment, or materials furnished to the property or to Memorial City Redevelopment Authority person with whom signer contracted) as indicated in the attached statement(s) or progress payment request(s), except for unpaid retention, pending modifications and changes, or other items furnished.

Before any recipient of this document relies on this document, the recipient should verify evidence of payment to the signer.

The signer warrants that the signer has already paid or will use the funds received from this progress payment to promptly pay in full all of the signer's laborers, subcontractors, materialmen, and suppliers for all work, materials, equipment, or services provided for or to the above referenced project in regard to the attached statement(s) or progress payment request(s).

Date 10/31/2016

Corner Rock Construction LLC (Company Name)

By [Signature] (Signature)

President (Title)

STATE OF Texas §

COUNTY OF Harris §

This instrument was ACKNOWLEDGED before me by Rosalie O Brockman (signer's name), as President (title) of Corner Rock Construction LLC (company) known to me to be the person whose name is subscribed to the foregoing instrument, who after being duly sworn acknowledged to me that the same was the act of Corner Rock Construction LLC (company) and that he/she executed same as an act of such company for the purposes and consideration stated therein.

Given under my hand and seal of office, this the 31st day of October, 2016.



[Signature]
NOTARY PUBLIC, STATE OF TEXAS

Monthly Status Report

**Project: Memorial City Redevelopment Authority / TIRZ 17
Briar Branch (W140-01-00) Channel Improvements &
Briar Branch 'Straws' and Bunker Hill Bridge**

CIP No: T-1734A & T-1734B

Period: Through November 30, 2016

RPS Klotz Assoc. Project No: 1111.002.000

Activities This Period

1. Ph II Final Design - Authorization received dated 03/07/14, 09/06/16
 - a. Basic and Additional Services
 - 1.) Received TIRZ 17 Board approval on 05-19-16 for incorporation of 'Straws' and Bunker Hill Bridge modifications (T-1734B) into Briar Branch project and drainage analysis. Authorization (NTP) received dated 09-06-16.
 - 2.) Geotechnical Investigation and ESA 1 for 'Straws' continue.
 - 3.) Continue development of 'Straws' plans and incorporating into Briar Branch plans and documents for one construction project.
 - 4.) Continue update of Drainage Impact Study for one construction package.
 - i. Additional Drainage Analysis complete.
 - ii. Update of Report Text and Exhibits complete.
 - iii. Final QA/QA begun.
 - b. Meetings
 - 1.) Project Team Meetings as required.
 - 2.) Additional meetings with TIRZ and SWA as required.
 - 3.) Attended and provided project updates at TIRZ Board Meeting as requested.

Activities Planned for Next Period

1. Ph II Final Design.
 - a. Basic and Additional Services
 - 1.) Continue development of 'Straws' plans and documents for one construction package
 - 2.) Submit updated draft Drainage Impact Study for HCFCD and TIRZ 17 review and comment.

- 3.) Updated Plans will be submitted to HCFCD upon approval of Drainage Impact report by HCFCD. Plans will be submitted to CoH upon approval by HCFCD.
 - 4.) Complete draft reports for Geotechnical Investigation and ESA 1 Study for 'Straws'.
 - 5.) Respond to comments and questions from HCFCD and TIRZ.
- b. Meetings
- 1.) Project Team Meetings as required.
 - 2.) Additional meetings with TIRZ and SWA as required.
 - 3.) Attend and provide project update at TIRZ Board Meeting.

Issues and Information we are waiting to receive - None