

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



Agenda and Agenda Materials  
Meeting of the Board of Directors

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September 26, 2017

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 joint meeting on **Tuesday, September 26, 2017, 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 the June 27, 2017, regular meeting and Minutes of the July 14, 2017, special meeting.
4. Receive financial and bookkeeper's report, including payment of invoices, review of investments and project cash flow reports
5. Report from LAN on Hurricane Harvey.
6. Agreed-Upon Procedures report for T&C Way Partners, LLC.; authorize appropriate action.
7. FY2018 Budget.
8. CIP Committee.
  - a. Project Update Report from LAN.
    - i. Proposal for preliminary engineering analysis of Memorial Drive from Tallowood to City Limits for inclusion in TIP application.
  - b. Project Update Report from Klotz Associates.
  - c. Project Update Report from Goodman Corporation.
  - d. Project Update Report from SWA.
9. 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.
10. 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.
11. Adjournment.



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Executive Director for Authority

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

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AGENDA MEMORANDUM

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

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3. Approve Minutes of the June 27, 2017, regular meeting and Minutes of the July 14, 2017 special 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**

**June 27, 2017**

**ESTABLISH QUORUM AND CALL MEETING TO ORDER.**

The Board of Directors of the TIRZ 17 Redevelopment Authority/Memorial City Redevelopment Authority and Tax Reinvestment Zone Number Seventeen, City of Houston, Texas, held a regular joint meeting on Tuesday, June 27, 2017, at 8:00 a.m., at the Four Points by Sheraton, 10655 Katy Freeway, Wycliffe Room, Houston, Texas 77024, inside the boundaries of the TIRZ, open to the public, and the roll was called of the duly appointed members of the Board, to-wit:

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

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

and all of the above were present, with the exception of Director Heins, thus constituting a quorum. Also present were Scott Bean, Linda Clayton and Elisa Rodriguez, all with Hawes Hill & Associates, LLP; Jessica Holoubek, Allen Boone Humphries Robinson, LLP; and Michelle Lofton, ETI Bookkeeping Services. Others attending the meeting were Council Member Greg Travis and Monica Aizpurua, District G; Amy Peck, District A; Muhammad Ali, LAN; Bart Standley and Natalie Weiershausen, both with Klotz Associates; Emily Anderson, Halff Associates; Jack Valinski, COH; Ben Gillis, Memorial City Management District; Karen Glynn, City of Bunker Hill Village; Mike Vandewater, HCFCD; Virginia Gregory; Kay Haslam, Jim Shroff; Bruce Nichols; Cynthia Neely; John Jackson; Kelly Lawdweumeger; Dean Bixler; Lois Myers; Ed Browne; and David Tresch. Chair Givens called the meeting to order at 8:00 a.m.

**RECEIVE PUBLIC COMMENTS.**

Virginia Gregory commented on the TIRZ 17 website, public records, de-annexation of Springrock and the W140 straws. Kay Haslam commented on the Memorial Drive project and standards of Rebuild Houston and the hope that the TIRZ would follow those standards. She also commented on the Memorial Drive Preliminary Engineer's Report. Bruce Nichols commented on a public comment made at the last meeting and wanted to correct that statement. He stated Frostwood is not a member of RAF. He stated we do respect RAF for their long campaign to raise awareness; however, this was before the lawsuit was filed and Frostwood has stayed out of the lawsuit. He stated Frostwood appreciates the TIRZ's new direction and Frostwood remains supportive. Ed Browne stated the Frostwood board voted to donate \$1,000 to RAF and therefore Frostwood is a member of RAF since it donated funds. He made comments regarding Detention A, the lawsuit, CIP and time extension of TIRZ. Lois Myers commented on rain, drainage and flooding, and the proposed detention at the playing fields.

**APPROVE MINUTES OF MAY 30, 2017, REGULAR MEETING.**

Upon a motion duly made by Director Rickel, and being seconded by Director Freels, the Board voted unanimously to approve the May 30, 2017, 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. She reported check #2719 is being voided and reissued to City Centre North Venture Partners. Upon a motion duly made by Director Rickel, and being seconded by Director Airola, the Board voted unanimously to accept the Bookkeeper's report and approved payment of invoices, as amended, voiding check #2719 and reissuing the check to be made payable to City Centre North Venture Partners.

**REVIEW ARBITRAGE REBATE REPORT FOR THE SERIES 2009 BONDS.**

Ms. Holoubek reviewed the Arbitrage Rebate Report for the Series 2009 Bonds. She reported there is no rebate due to the IRS and no action is required.

**CIP COMMITTEE.**

**a. Proposed FY2018 CIP.**

Mr. Bean reported he has nothing new to report on the FY2018 CIP. No action from the Board was required or taken.

**b. Project Update Report from LAN.**

Mr. Ali provided an update on the Town & Country and Memorial Drive projects. A copy of LAN's project report is included in the Board agenda materials. No action from the Board was required.

**c. Project Update Report from Klotz Associates.**

Mr. Standley provided an update on the N. Gessner project. He reported a draft of the Preliminary Engineers Report has been submitted to the City for review and comments. He provided an update on the Briar Branch project. A copy of the project reports is included in the Board agenda materials. No action from the Board was required.

**d. Project Update Report from Goodman Corporation.**

Mr. Bean reported The Goodman Corporation's report is included in the Board agenda materials for review.

**e. Project Update Report from SWA.**

Mr. Bean reported SWA's report is included in the Board agenda materials for review.

**CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.071, TEXAS GOVERNMENT CODE, TO CONDUCT A PRIVATE CONSULTATION WITH ATTORNEY, WITH REGARD TO**

**PENDING OR CONTEMPLATED LITIGATION; AND CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.072, TEXAS GOVERNMENT CODE, TO DELIBERATE THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY.**

An Executive Session was called at 8:27 a.m.

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

The Board reconvened in Open Session at 8:38 a.m. No action was taken.

### **ADJOURNMENT**

The Board discussed combining the July and August meeting and agreed the next regular meeting scheduled is for Tuesday, August 29, subject to room availability.

There being no further business to come before the Board, Chairman Givens adjourned the meeting at 8:42 a.m.

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Secretary

**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**

**July 14, 2017**

**ESTABLISH QUORUM AND CALL MEETING TO ORDER.**

The Board of Directors of the TIRZ 17 Redevelopment Authority/Memorial City Redevelopment Authority and Tax Reinvestment Zone Number Seventeen, City of Houston, Texas, held a special joint meeting on Friday, July 14, 2017, at 8:00 a.m., at the Four Points by Sheraton, 10655 Katy Freeway, Wycliffe Room, Houston, Texas 77024, inside the boundaries of the TIRZ, open to the public, and the roll was called of the duly appointed members of the Board, to-wit:

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

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

and all of the above were present, with the exception of Director Hodges, thus constituting a quorum. Also present were Scott Bean and Linda Clayton, both of Hawes Hill & Associates, LLP. Others attending the meeting were Gwen Tillotson and Jennifer Curley, COH - Economic Development Dept.; Amy Peck, District A; Karen Glynn and Laurie Rosenbaum, both of City of Bunker Hill; Muhammad Ali, LAN; Morena Arredondo, RPS; Jim Webb, The Goodman Corporation; Ben Gillis and Pat Walters, both of Memorial Management District; Mike Vandewater, HCFCD; Debbie Sieck; Virginia Gregory; Jim Shroff; Kay Haslam; Stephanie and Bruce Newell; Richard Leader; Donald Ray; John Fosseen; Candie Hanlon; Bill Hopkiwt; Leonard Meador; Cynthia Neely; Wilfred Bullock; Dean Bixler; Ginny Abiassi; Robert Benz; David Tresch; Lois Myers; David Caddy; Ed Browne; Donna Freedman; Roger Gingell; Les Peterson; Bruce Nichols and Daphne Scarbrough. Chair Givens called the meeting to order at 8:00 a.m.

**RECEIVE PUBLIC COMMENTS.**

Debbie Sieck commented on flooding and drainage. Kay Haslam stated she was protesting the proposed plan to divert the Sam Houston trunk line into W153; Roger Gingell commented on the Zone's amended project plan; Bruce Nichols commented that Frostwood is in support of the amended plan for reconstruction of Memorial Drive and stated Frostwood believes the plan will help in providing additional drainage. Bruce Newell commented on drainage and is in support of the work TIRZ is planning. Donna Freedman commented on flooding, board members and the need of detention ponds. Ed Browne commented on drainage and the path of drainage on Memorial Drive. Lois Myers commented on flooding and drainage and the need of a town hall meeting. David Caddy commented he was supportive of the widening of Memorial Drive, but stated the section near Pilgrim Cleaners does not need to be widened; however, it does need walkways and bikeways. He also commented on the Bunker hill modifications near Gessner and Memorial and stated he feels it is a waste of money; and he stated he believes it would be of significant impact if the debris was cleaned out of the drains.

**THIRD AMENDMENT TO THE TIRZ 17 PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN.**

A revised Third Amendment to the Project Plan and Reinvestment Zone Financing Plan was distributed, a copy is attached as Exhibit A. Upon a motion duly made by Director Rickel, and being seconded by Director Heins, the Board voted unanimously to approve the Third Amendment to the TIRZ 17 Project Plan and Reinvestment Zone Financing Plan, as presented.

**AGREEMENT WITH THE GOODMAN CORPORATION.**

Mr. Webb reviewed the Goodman Corporation proposal to provide services to complete grant applications and pursue funding for Memorial Drive and Gessner Road projects, and answered questions. Upon a motion duly made by Director Rickel, and being seconded by Director Freels, the Board voted unanimously to approve the agreement with The Goodman Corporation, as presented.

**AUTHORIZE BOARD CHAIR TO EXECUTE LETTER TO H-GAC WITH REGARD TO NORTH GESSNER MOBILITY PROJECT.**

Mr. Webb reviewed the letter to H-GAC regarding the North Gessner mobility project, included in the Board agenda materials. He reported the letter was requested by H-GAC to state the TIRZ agrees with the option to federalize the Gessner project with the understanding that all additional costs over and above the current programmed funding related to the project will be the responsibility of the TIRZ. Upon a motion duly made by Director Durham, and being seconded by Director Rickel, the Board voted unanimously to authorize the Board Chair to execute the letter to H-GAC regarding the North Gessner mobility project, as presented.

**STREET LIGHT AGREEMENT FOR NORTH GESSNER.**

This item was tabled.

**ASSIGNMENT OF STREET LIGHT AGREEMENT.**

Mr. Bean reviewed the Assignment of Street Light Agreement. He reported the Agreement assigns the continuing obligations and responsibilities of the Street Light Agreement dated April 7, 2009 to the Memorial Management District for South Gessner. Upon a motion duly made by Director Rickel, and being seconded by Director Freels, the Board voted to approve the Assignment of Street Light Agreement. Director Airola abstained. The motion passed.

**ADJOURNMENT**

There being no further business to come before the Board, Chair Givens adjourned the meeting at 8:37 a.m.

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Secretary

List of Exhibits:

- a. Third Amendment to the TIRZ 17 Project Plan and Reinvestment Zone Financing Plan



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

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**AGENDA MEMORANDUM**

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

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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

August 31, 2017

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, 2018

### 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	18,118,729.50	0.00	151,905.44	18,270,634.94
Revenue	11,471,565.35	0.00	3,853,738.64	15,325,303.99
Expenditures	2,764,003.64	0.00	3,678,741.25	6,442,744.89
Ending Balance	26,826,291.21	0.00	326,902.83	27,153,194.04

### NOTES:

Debt Service Payments due in Fiscal Year End 2018:

Date	Series	Principal	Interest	Total
9/1/2017	2008	490,000.00	34,153.75	524,153.75
9/1/2017	2011	600,000.00	130,456.00	730,456.00
9/1/2017	2011A	1,895,000.00	197,023.75	2,092,023.75
9/1/2017	2016	115,000.00	216,357.75	331,357.75
3/1/2018	2008		23,251.25	23,251.25
3/1/2018	2011		119,416.00	119,416.00
3/1/2018	2011A		160,545.00	160,545.00
3/1/2018	2016		217,623.00	217,623.00
			<b>Total FYE 2018</b>	<b>4,198,826.50</b>

August 31, 2017

## General Operating Fund

<b>BEGINNING BALANCE:</b>	<b>18,118,729.50</b>
<b>REVENUE:</b>	
Checking Interest - Wells Fargo	1,787.78
Texpool Interest	2,059.39
Wells Fargo/TexSTAR (Surplus Funds) Interest	37,777.00
Texas Exchange CD Interest	723.02
City of Houston Surplus Increment	11,427,602.66
Blank Rome Overpayment Refund	1,615.50
Voided Check(s)	0.00
<b>Total Revenue:</b>	<b>11,471,565.35</b>
<b>DISBURSEMENTS:</b>	
Checks Presented At Last Meeting	2,432,645.89
Checks Written at/after Last Meeting	0.00
Surplus Funds Transfer to DSF	331,357.75
<b>Total Expenditures</b>	<b>2,764,003.64</b>
<b>Ending Balance:</b>	<b>26,826,291.21</b>

**Location of Assets:**

Institution	Investment Number	Interest Rate	
Wells Fargo Checking	*5490	0.1500	5,828,535.55
TexPool	*0001	0.9714	860,135.06
Wells Fargo/TexSTAR	TexSTAR Surplus Funds	0.9827	19,887,620.60
Texas Exchange Bank CD	*3601	1.1600	250,000.00
		<b>Total</b>	<b>26,826,291.21</b>
Certificate of Deposit	CD *3601	Term: 12 Months	Matures: 09/28/2017

**Memorial City Redevelopment Authority**  
**Checks Presented**  
**September 26, 2017**

Num	Name	Description	Amount
2726	Allen Boone Humphries Robinson LLP	Legal Fee	-6,896.67
2727	Blank Rome LLP	Legal Services	-1,457.70
2728	Equi-Tax, Inc	Tax Assessor Fee	-800.00
2729	eSitetful, Inc.	Website Hosting	-1,200.00
2730	ETI Bookkeeping Services	Bookkeeping Fee	-2,092.43
2731	Hawes Hill & Associates	Professional Consultant	-15,000.00
2732	Klotz Associates Inc	Engineering Consultant	-39,143.70
2733	Lockwood, Andrews & Newman, Inc.	Engineering Fee	-41,091.72
2734	Sal Esparza, Inc.	Landscaping	-4,355.68
2735	SWA Group	Engineering Consultant	-9,671.60
2736	The Goodman Corporation Inc	Contract Services	-9,001.03
2737	Texas Department of Transportation	Gessner Road AFA (Presented 09/07/2017)	-14,000.00
2738	Allen Boone Humphries Robinson LLP	Legal Fee	-3,580.88
2739	Equi-Tax, Inc	Tax Assessor Fee	-400.00
2740	ETI Bookkeeping Services	Bookkeeping Fee	-900.00
2741	Hawes Hill & Associates	Professional Consultant	-9,000.00
2742	Klotz Associates Inc	Engineering Consultant	-39,891.09
2743	McCall Gibson Swedlund Barfoot PLLC	Auditor	-8,000.00
2744	Sal Esparza, Inc.	Landscaping	-1,088.92
<b>Total</b>			<b>-207,571.42</b>

## Debt Service Fund

<b>BEGINNING BALANCE</b>		<b>151,905.44</b>
 <b>REVENUE</b>		
TexPool DSF Interest	22.45	
Wells Fargo/TexSTAR (2008 DSF) COH Increment	3,507,512.07	
Wells Fargo/TexSTAR (2008 DSF) Interest	5,333.07	
Wells Fargo/TexSTAR (2008 Pled Rev) Interest	13.30	
Wells Fargo/TexSTAR (2008 Pled Rev) COH Increm.	9,500.00	
Surplus Funds Transfer	331,357.75	
<b>Total Revenue</b>		<b>3,853,738.64</b>
 <b>EXPENDITURES</b>		
2008 Debt Service Interest Payment	34,153.75	
2008 Debt Service Principal Payment	490,000.00	
2011 Debt Service Interest Payment	130,456.00	
2011 Debt Service Principal Payment	600,000.00	
2011A Debt Service Interest Payment	197,023.75	
2011A Debt Service Principal Payment	1,895,000.00	
2016 Debt Service Interest Payment	216,357.75	
2016 Debt Service Principal Payment	115,000.00	
Trustee Fee	750.00	
<b>Total Expenditures</b>		<b>3,678,741.25</b>
 <b>ENDING BALANCE</b>		 <b>326,902.83</b>

**Location of Assets:**

Institution	Investment Number	Interest Rate	Current Balance
Wells Fargo *4601	TexSTAR 2008 DSF	0.9827	308,545.32
Wells Fargo *4600	TexSTAR 2008 Pledged Rev	0.9827	9,540.19
TexPool	*0004	0.9714	8,817.32
<b>Total</b>			<b>326,902.83</b>

Memorial City Redevelopment Authority  
Investment Report  
August 31, 2017

**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	0.9714	858,075.67	1.00000	2,059.39	0.00	860,160.86	1.00003	860,135.06
DSF	TexPool	0.9714	9,544.87	1.00000	22.45	(750.00)	8,817.58	1.00003	8,817.32
GOF	Wells Fargo/ TexStar	0.9827	8,753,712.49	1.000013	37,777.00	11,096,244.91	19,887,899.03	1.000014	19,887,620.60
DSF	Wells Fargo/ TexStar DSF	0.9827	142,335.53	1.000013	5,333.07	160,878.57	308,549.64	1.000014	308,545.32
DSF	Wells Fargo/ TexStar PI Rev	0.9714	26.89	1.000013	13.30	9,500.00	9,540.32	1.000014	9,540.19

**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	250,000.00	(723.02)	250,000.00

**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	8,257,055.14	1,787.78	(2,430,307.37)	5,828,535.55

**Collateral Pledged In Addition to FDIC**

Depository Institution	Total Funds On Deposit	Custodial Institution	Securities Pledged	Collateral Description	Par Value	Market Value
Wells Fargo	5,828,535.55	BNYM	8,575,751	WUJ2246	5,758,735	5,869,786

**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 Kenneth Byrd	Date Assumed Office 8/6/2015	Training Completed 10/29/2016
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**Memorial City Redevelopment Authority**  
**Profit & Loss Budget vs. Actual**  
**August 2017**

				August			Year To Date (2 Months)			Annual
				Actual	Budget	Variance	Actual	Budget	Variance	Budget
<b>Ordinary Income/Expense</b>										
<b>Income</b>										
<b>1000 · Income</b>										
				22,055	3,081	18,974	39,617	6,162	33,455	36,969
				0	0	0	0	0	0	81,310,397
				22,055	3,081	18,974	39,617	6,162	33,455	81,347,366
				0	0	0	15,731,173	15,073,959	657,214	15,073,959
				0	0	0	0	0	0	3,450,000
				22,055	3,081	18,974	15,770,790	15,080,121	690,669	99,871,325
<b>Expense</b>										
<b>3335 · Management Consulting Services</b>										
				1,376	6,250	-4,874	4,228	12,500	-8,272	75,000
				0	2,500	-2,500	3,230	5,000	-1,770	30,000
				0	8,333	-8,333	1,458	16,667	-15,209	100,000
				0	4,167	-4,167	0	8,333	-8,333	50,000
				0	0	0	0	0	0	10,000
				0	0	0	1,200	0	1,200	0
				1,376	21,250	-19,874	10,116	42,500	-32,384	265,000
<b>5650 · Transfers</b>										
				0	0	0	786,559	753,698	32,861	753,698
				0	0	0	0	0	0	2,256,619
				0	0	0	786,559	753,698	32,861	3,010,317
<b>5706 · Debt Service</b>										
				3,100,000	2,870,000	230,000	3,100,000	2,870,000	230,000	4,561,417
				577,991	772,211	-194,220	577,991	772,211	-194,220	1,488,253
				750	0	750	750	0	750	9,500
				3,678,741	3,642,211	36,530	3,678,741	3,642,211	36,530	6,059,170
<b>6300 · Administration &amp; Overhead</b>										
				8,000	8,000	0	8,000	8,000	0	19,500
				1,192	875	317	2,092	1,750	342	10,500
				9,000	8,333	667	24,000	16,667	7,333	100,000
				400	0	400	800	0	800	14,300
				0	0	0	0	0	0	3,500
				18,592	17,208	1,384	34,892	26,417	8,475	147,800
<b>7000 · Capital Expenditure</b>										
				0	0	0	613	0	613	0
				434	0	434	1,301	0	1,301	0
				858	291,667	-290,809	26,230	583,333	-557,103	3,500,000
				0	0	0	613	0	613	0

August 2017 FYE 2018 Budget based on FYE 2017 numbers.  
 FYE 2018 Budget not yet approved as of 08/31/2017.

August 31, 2017

**Memorial City Redevelopment Authority**  
**Profit & Loss Budget vs. Actual**  
**August 2017**

	August			Year To Date (2 Months)			Annual
	Actual	Budget	Variance	Actual	Budget	Variance	Budget
1725 · Parks & Green Space Improv.	0	10,417	-10,417	0	20,833	-20,833	125,000
1731A · Detention Basin & W-140 Bridge	655	0	655	1,966	0	1,966	0
1732A · N Gessner Drainage & Mobility	24,443	341,667	-317,224	56,020	683,333	-627,313	4,100,000
1732B · N.Gessner Drainage & Mobility	0	41,667	-41,667	0	83,333	-83,333	500,000
1734 · W140 Channel Improvements	15,448	466,667	-451,219	16,708	933,333	-916,625	5,600,000
1734B · Bunker Hill Bridge	0	70,833	-70,833	0	141,667	-141,667	850,000
1735A · Detention Basin A	1,348	83,333	-81,985	1,960	166,667	-164,707	1,000,000
1737 · MetroNational - Detention/Roads	0	0	0	0	0	0	1,119,241
1738A · Memorial Dr Drainage & Mobility	0	83,333	-83,333	1,875	166,667	-164,792	1,000,000
1799 · Concrete Panel Replace Program	0	2,917	-2,917	0	5,833	-5,833	35,000
<b>Total 7000 · Capital Expenditure</b>	<b>43,186</b>	<b>1,392,501</b>	<b>-1,349,315</b>	<b>107,286</b>	<b>2,784,999</b>	<b>-2,677,713</b>	<b>17,829,241</b>
<b>Total Expense</b>	<b>3,741,895</b>	<b>5,073,170</b>	<b>-1,331,275</b>	<b>4,617,594</b>	<b>7,249,825</b>	<b>-2,632,231</b>	<b>27,311,528</b>
<b>Net Income</b>	<b>-3,719,840</b>	<b>-5,070,089</b>	<b>1,350,249</b>	<b>11,153,196</b>	<b>7,830,296</b>	<b>3,322,900</b>	<b>72,559,797</b>

August 2017 FYE 2018 Budget based on FYE 2017 numbers.  
 FYE 2018 Budget not yet approved as of 08/31/2017.

August 31, 2017



**AUGUST MEETING**

**INVOICES**

**ALLEN BOONE HUMPHRIES ROBINSON LLP**

To contact the ABHR Billing Department, please call 713-860-6400 or email at [billing@abhr.com](mailto:billing@abhr.com)

August 21, 2017

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**

Client/Matter: MEM001-01  
 Statement Number: 89865  
 Billing Attorney: Trey Lary

**REMITTANCE PAGE**

Fees for services posted through August 11, 2017 601.25  
 Expenses and Other Items posted through August 11, 2017 1.15  
**Total Amount Due: \$602.40**

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 # 6320  
 8-21-2017*

Memorial City Redevelopment Authority  
 MEM001-01 Statement Number: 89865 Page: 2

**Public Information Requests**  
 07/26/17 Jessica Holoubek Review responsive documents and follow up with Linda Clayton; exchange of emails with Jennifer Curly to notify of Texas Public Information Act request. 0.50

Total Task Hours: 0.50  
 Total Task Amount: \$245.00  
 Total Fees: \$601.25

**Expenses and Other Items**  
 Expenses and Other Items posted through August 11, 2017, as follows:  
 08/08/17 LS Postage. 1.15  
 Total Expenses and Other Items: 1.15

TASK FEE BREAKDOWN	Hours	Amount
General	1.50	356.25
Public Information Requests	0.50	245.00
Total Fees:		\$ 601.25
Total Expenses and Other Items:		\$ 1.15
<b>Total Amount Due:</b>		<b>\$ 602.40</b>

**ABHR**

**ALLEN BOONE HUMPHRIES ROBINSON LLP**

Telephone: 713-860-6400

August 21, 2017

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**

Ms. Michele Lofton  
 ETI Bookkeeping Services  
 17111 Rolling Creek Drive, Suite 103  
 Houston, TX 77090

Client/Matter: MEM001-01  
 Statement Number: 89865  
 Billing Attorney: Trey Lary

**General**

Professional Fees  
 Fees for services posted through August 11, 2017, as follows:

Date	Professional	Hours
<b>General</b>		
07/11/17	Beth King	Review, sort, and add documents into district records in accordance with Records Management Act and District's Records Management Policy. 0.25
07/21/17	Yvonne Onak	Monitor City of Houston Council agenda for board of directors nominations. 0.25
07/27/17	Holly Huston	Receive, review and organize District mail and update District files in accordance with the Records Management Act and in accordance with the District's Records Management Policy. 0.25
08/03/17	Jessica Holoubek	Receive and review Texas Public Information Act request and follow up with Linda Clayton regarding the same. 0.25
08/07/17	Liz Kabts	Review, sort, and add documents into district records in accordance with Records Management Act and District's Records Management Policy. 0.25
08/08/17	Holly Huston	Receive, review and organize District mail and update District files in accordance with the District's Records Management Act and in accordance with the District's Records Management Policy. 0.25

Total Task Hours: 1.50  
 Total Task Amount: \$356.25

**ALLEN BOONE HUMPHRIES ROBINSON LLP**

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August 21, 2017

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**

Client/Matter: MEM001-03  
 Statement Number: 89865  
 Billing Attorney: Trey Lary

**Projects**

**REMITTANCE PAGE**

Fees for services posted through August 11, 2017 1,837.50  
 Expenses and Other Items posted through August 11, 2017 0.00  
**Total Amount Due: \$1,837.50**

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

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 Total amount payable in U.S. dollars

*Code # V98005  
 See Detail  
 8-21-2017*



ALLEN BOONE HUMPHRIES ROBINSON LLP

August 21, 2017

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Ms. Michelle Lofton
ETI Bookkeeping Services
17111 Rolling Creek Drive, Suite 108
Houston, TX 77090

Client/Matter: MEM001-03
Statement Number: 89868
Billing Attorney: Trey Lary

Projects

Professional Fees

Fees for services posted through August 11, 2017, as follows:

Table with columns: Date, Professional, Hours. Includes entries for Conrad Saur detention pond, Gessner Widening - 1701, SBMSA detention, and Town & Country W. Drain/Mobil - 1717.

Allen Boone Humphries Robinson LLP

August 21, 2017

Memorial City Redevelopment Authority

MEM001-03

Page: 2
Statement Number: 89868

Table with columns: Date, Professional, Hours. Includes entries for 07/20/17, 07/24/17, 08/02/17, and 08/08/17.

Total Task Hours: 2.25
Total Task Amount: \$1,102.50
Total Fees: \$1,837.50

TASK FEE BREAKDOWN

Table with columns: Description, Hours, Amount. Includes entries for Conrad Saur detention pond, Gessner Widening - 1701, SBMSA detention, and Town & Country W. Drain/Mobil.

Total Fees: \$ 1,837.50
Total Expenses and Other Items: \$ 0.00
Total Amount Due: \$ 1,837.50

Allen Boone Humphries Robinson LLP

August 21, 2017

ALLEN BOONE HUMPHRIES ROBINSON LLP

To contact the ABHR Billing Department, please call 713-850-6400 or email at billing@abhr.com

July 18, 2017

MEMORIAL CITY REDEVELOPMENT AUTHORITY

General

Client/Matter: MEM001-01
Statement Number: 89278
Billing Attorney: Trey Lary

REMITTANCE PAGE

Table with columns: Description, Amount. Includes entries for Fees for services posted through July 14, 2017 and Expenses and Other Items posted through July 14, 2017.

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

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Total amount payable in U.S. dollars

Handwritten note: Code # 6320 7-24-2017



ALLEN BOONE HUMPHRIES ROBINSON LLP

July 18, 2017

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Ms. Michelle Lofton
ETI Bookkeeping Services
17111 Rolling Creek Drive, Suite 108
Houston, TX 77090

Client/Matter: MEM001-01
Statement Number: 89278
Billing Attorney: Trey Lary

General

Professional Fees

Fees for services posted through July 14, 2017, as follows:

Table with columns: Date, Professional, Hours. Includes entries for 08/12/17, 08/14/17, 08/19/17, 08/19/17, 08/21/17, 08/21/17, 08/22/17, 08/22/17, 08/28/17, 08/27/17, and 07/07/17.

Allen Boone Humphries Robinson LLP

July 18, 2017

Authority files in accordance with the Records Management Act and in accordance with the Authority Records Management Policy. .		
07/10/17	Jessica Holoubek	Telephone conference with Scott Bean and Ann Givens; review project plan amendment and follow up regarding the same. 1.25
07/10/17	Kelsie Wade	Review, sort, and add documents into Authority records in accordance with Records Management Act and Authority Records Management Policy. . 0.25
07/11/17	Holly Huston	Receive, review and organize zone mail and update Authority files in accordance with the Records Management Act and in accordance with the Authority Records Management Policy. . 0.25
07/12/17	Holly Huston	Receive, review and organize zone mail and update Authority files in accordance with the Records Management Act and in accordance with the Authority Records Management Policy. . 0.25
07/13/17	Jessica Holoubek	Telephone conference with Scott Bean regarding Board of Directors meeting and street light agreement assignment; follow up regarding the same. 0.25
Total Task Hours:		5.75
Total Task Amount:		\$1,992.50
Total Fees:		\$1,992.50

**Expenses and Other Items**

Expenses and Other Items posted through July 14, 2017, as follows:

06/27/17	JSH	Mileage expense.	11.77
Total Expenses and Other Items:			11.77

**TASK FEE BREAKDOWN**

	Hours	Amount
General	5.75	1,992.50

Total Fees:	\$	1,992.50
Total Expenses and Other Items:	\$	11.77
Total Amount Due:	\$	2,004.27

Allen Boone Humphries Robinson LLP

July 18, 2017

**ALLEN BOONE HUMPHRIES ROBINSON LLP**

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July 18, 2017

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**

Client/Matter:	MEM001-03
Statement Number:	89278
Billing Attorney:	Trey Lary

**REMITTANCE PAGE**

Fees for services posted through July 14, 2017	2,452.50
Expenses and Other Items posted through July 14, 2017	0.00
<b>Total Amount Due:</b>	<b>\$2,452.50</b>

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Department 90  
Houston, TX 77210-4346

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Total amount payable in U.S. dollars

*Code of Sec detail  
7.24.2017*

**ABHR**  
ALLEN BOONE HUMPHRIES ROBINSON LLP

Telephone 713-860-6400  
July 18, 2017

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**

Ms. Michelle Lofton  
ETI Bookkeeping Services  
17111 Rolling Creek Drive, Suite 108  
Houston, TX 77090

Client/Matter: MEM001-03  
Statement Number: 89278  
Billing Attorney: Trey Lary

**Projects**

**Professional Fees**

Fees for services posted through July 14, 2017, as follows:

Date	Professional	Hours
<b>Conrad Saur detention pond Code # 1320</b>		
06/13/17	Jessica Holoubek	Work on matters regarding N Gessner street light installation. 0.25
Total Task Hours:		0.25
Total Task Amount:		\$122.50
<b>Gessner Widening - 1701 Code # 1701</b>		
06/14/17	Jessica Holoubek	Review Street Light Agreement for S Gessner lights and telephone conference with Scott Bean regarding installation of street lights at N Gessner. 0.25
06/29/17	Jessica Holoubek	Follow up on matters regarding enhanced street light installation. 0.25
Total Task Hours:		0.50
Total Task Amount:		\$245.00
<b>SBMSA detention Code # 1735</b>		
06/16/17	Jessica Holoubek	Follow up with Gwen Tilotson regarding meeting with SBISD. 0.25
06/21/17	Jessica Holoubek	Telephone conference with Mano DeAyala regarding SBISD participation in project and meeting with City of Houston, Texas; follow up with Scott Bean and Ann Givens. 0.50
Total Task Hours:		0.75
Total Task Amount:		\$367.50
<b>Town &amp; Country W. Drain/Mobil - 1717 Code # 1717</b>		
06/12/17	Jessica Holoubek	Review title report and work on conveyance of right-of-way. 0.50

Allen Boone Humphries Robinson LLP

July 18, 2017

06/13/17	Jeanette Harris	Receive and circulate updated ownership/ten certificate for right-of-way dedication. 0.50
06/22/17	Jessica Holoubek	Receive and review email correspondence from and telephone conference with Addie Johnson, PWE, regarding right-of-way conveyance and follow up regarding the same. 0.50
06/30/17	Dawn McGowen	Review bonds and insurance for Town & Country Boulevard and Town & Country Reconstruction and Drainage Improvements. 0.50
07/03/17	Susan Hostetler	Work on review of bonds and insurance for the project. 0.25
07/03/17	Dawn McGowen	Review bonds and insurance for Town & Country Boulevard and Town & Country Reconstruction and Drainage Improvements. 0.25
07/05/17	Susan Hostetler	Review contract requirements and Review payment, performance and maintenance bonds and certificate of liability insurance for contract for Town & Country Boulevard and Town & Country Way Reconstruction and Drainage Improvements; telephone conference with and exchange of email correspondence with contractor's insurance agent regarding revision to certificate of liability insurance for the project. 0.75
07/11/17	Susan Hostetler	Review revised certificate of liability insurance for contract for Town & Country Boulevard and Town & Country Way Reconstruction and Drainage Improvements and confirm required endorsements; update and finalize checklist of review. 0.25
07/11/17	Dawn McGowen	Review bonds and insurance for Town & Country Boulevard and Town & Country Reconstruction and Drainage Improvements. 0.25
Total Task Hours:		3.75
Total Task Amount:		\$1,105.00
<b>Town &amp; Country Biv Signalization - 1722 Code # 1722</b>		
06/14/17	Jessica Holoubek	Work on right-of-way conveyance matters. 1.25
Total Task Hours:		1.25
Total Task Amount:		\$612.50
Total Fees:		\$2,462.50

**TASK FEE BREAKDOWN**

	Hours	Amount
Conrad Saur detention pond <i>1320</i>	0.25	122.50
Gessner Widening - 1701 <i>1701</i>	0.50	245.00
SBMSA detention <i>1735</i>	0.75	367.50
Town & Country W. Drain/Mobil <i>1717</i>	3.75	1,105.00
Town & Country Biv Signalization <i>1722</i>	1.25	612.50

Allen Boone Humphries Robinson LLP

July 18, 2017

Total Fees: \$ 2,452.50  
Total Expenses and Other Items: \$ 0.00  
Total Amount Due: \$ 2,452.50

**BLANK ROME LLP**  
COUNSELORS AT LAW

717 TEXAS AVENUE  
SUITE 1400  
HOUSTON, TEXAS 77002  
(713) 228-6601 FAX: (713) 228-6605  
FEDERAL TAX I.D. 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: JULY 11, 2017  
MATTER NO. 148310-00601 02752  
INVOICE NO. 1672831

REGARDING: MEMORIAL CITY REDEVELOPMENT AUTHORITY AND  
REINVESTMENT ZONE NUMBER 17, CITY OF HOUSTON, TEXAS  
CIVIL ACTION NO. 4:16-CV-01488, 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 06/30/17 \$ 1,092.50  
FOR DISBURSEMENTS ADVANCED THROUGH 06/30/17 0.29  
**CURRENT INVOICE TOTAL \$ 1,092.78**

TRUST ACCOUNT: RETAINER TRUST - CITIZENS  
BALANCE FROM PREVIOUS STATEMENT 2,409.50  
PLUS TOTAL DEPOSITS 0.00  
DISBURSEMENT(S):  
LESS TRUST APPLIED 0.00 \$ 0.00  
LESS TOTAL DISBURSEMENTS 0.00 0.00  
CURRENT BALANCE IN RETAINER ACCOUNT 2,409.50

*Code # 6333  
7-27-2017*

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:	6238669126	130 North 18th Street
ABA NUMBER:	036076150 (Domestic)	Philadelphia, PA 19103-6998
SWIFT CODE:	CTZUS33 (International)	

PENNSYLVANIA NEW YORK NEW JERSEY DELAWARE WASHINGTON, DC FLORIDA CALIFORNIA OHIO TEXAS SHANGHAI

Allen Boone Humphries Robineon LLP

July 18, 2017

**BLANK ROME LLP**  
COUNSELORS AT LAW

717 TEXAS AVENUE  
SUITE 1400  
HOUSTON, TEXAS 77002  
(713) 228-6601 FAX: (713) 228-6605  
FEDERAL TAX I.D. 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: AUGUST 07, 2017  
MATTER NO. 148310-00601 02752  
INVOICE NO. 1679563

REGARDING: MEMORIAL CITY REDEVELOPMENT AUTHORITY AND  
REINVESTMENT ZONE NUMBER 17, CITY OF HOUSTON, TEXAS  
CIVIL ACTION NO. 4:16-CV-01488, 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

DATE	INVOICE	AMOUNT	CREDITS	BALANCE
07/11/17	1672831	1,092.70	0.00	1,092.70
<b>BALANCE FORWARD</b>				\$ 1,092.70
FOR LEGAL SERVICES RENDERED THROUGH 07/31/17				\$ 365.00
<b>CURRENT INVOICE TOTAL</b>				\$ 365.00
<b>TRUST ACCOUNT: RETAINER TRUST - CITIZENS</b>				
BALANCE FROM PREVIOUS STATEMENT				2,409.50
PLUS TOTAL DEPOSITS				0.00
DISBURSEMENT(S):				
LESS TRUST APPLIED				0.00 \$ 0.00
LESS TOTAL DISBURSEMENTS				0.00 0.00
CURRENT BALANCE IN RETAINER ACCOUNT				2,409.50
<b>TOTAL AMOUNT DUE</b>				\$ 1,457.70

*Code # 6333  
8/28/2017*

PENNSYLVANIA NEW YORK NEW JERSEY DELAWARE WASHINGTON, DC FLORIDA CALIFORNIA OHIO TEXAS SHANGHAI

**Equi-Tax Inc.**

**Invoice**

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

DATE	INVOICE #
7/11/2017	51253

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 hkp1@etiaccounting.com and to Scott Bean sbean@hhclp.com and Linda Clayton lclayton@hhclp.com at Hawes Hill	

**Total 5400.00**

*Code # 6333  
8/3/2017*

**Equi-Tax Inc.**

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

**Invoice**

DATE	INVOICE #
8/1/2017	51368

<b>BILL TO</b>
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  
bkpl@etiaccounting.com  
and to Scott Bean sbean@hhcllp.com and Linda Clayton  
lclayton@hhcllp.com at Hawes Hill

*Code # 6333  
8-1-2017*

<b>Total</b>	\$400.00
--------------	----------

ESITEFUL CORPORATION  
12777 Jones Road, Suite 175  
Houston, TX 77070  
(832)604-7083  
les.lee@esiteful.com  
http://www.esiteful.com



12777 Jones Road, Suite 175  
Houston, TX 77070

832-604-7083

**INVOICE**

**BILL TO**  
Ms. Michelle Lofton  
Houston TIRZ 17  
ETI Bookkeeping Services  
P.O. Box 73109  
Houston, TX 77273

**INVOICE #** 5881  
**DATE** 07/01/2017  
**DUE DATE** 07/01/2017  
**TERMS** Due on receipt

ACTIVITY	QTY	RATE	AMOUNT
Annual Web Hosting (7/1/17 - 6/30/18)	1	1,200.00	1,200.00

**BALANCE DUE** **\$1,200.00**

*Code # 6343  
7-24-2017*

www.esiteful.com | Thank you / Thank you

ETI Bookkeeping Services  
PO BOX 73109  
Houston, TX 77273

**Invoice**

Date	Invoice #
7/1/2017	7989

<b>Bill To</b>
TIRZ 17 Redevelopment Authority P.O. Box 73109 Houston, Texas 77273

Description	Qty	Rate	Amount
Bookkeeping		900.00	900.00

<b>Total</b>	\$900.00
<b>Payments/Credits</b>	\$0.00
<b>Balance Due</b>	\$900.00

*Code # 6333  
7-11-2017*

ETI Bookkeeping Services  
PO BOX 73109  
Houston, TX 77273

**Invoice**

Date	Invoice #
8/1/2017	8013

<b>Bill To</b>
TIRZ 17 Redevelopment Authority P.O. Box 73109 Houston, Texas 77273

Description	Qty	Rate	Amount
Bookkeeping		900.00	900.00
Annual Records Retention Fee		292.43	292.43

<b>Total</b>	\$1,192.43
<b>Payments/Credits</b>	\$0.00
<b>Balance Due</b>	\$1,192.43

*Code # 6333  
8-1-2017*

Mr. Scott Bean  
 Executive Director  
 Memorial City Redevelopment Authority  
 6933 Katy Freeway, Suite 215  
 Houston, TX 77024

July 10, 2017  
 Project No: 006314  
 Invoice No: 617690  
 Legacy Project No: 1111.002.000

TIRZ 17 Memorial City Redevelopment Authority Briar Branch Channel Improvements & Straws  
 TIRZ 17 CIP No. T-1734A & T-1734B  
 HCFCD Use # W140-01-00  
 For Professional Services rendered from June 3, 2017 to June 30, 2017:

Description	Contract Amount	Percent Complete	Billed to Date	Previously Invoiced	Current Invoice
Basic Services (LS)	919,543.75	91.19	\$31,531.94	\$31,836.77	5,701.17
Additional Services (T&M)	191,906.26	58.0942	111,253.09	106,611.87	4,642.92
Total Fee	1,111,050.01		949,785.93	939,448.64	10,344.09
					10,344.09
					\$10,344.09
					0.00

Recap:

	Current	Previous	To-Date
Total Billings	10,344.09	939,448.63	949,785.94
Contract Amount			1,111,050.00
Balance			161,719.06
Total Due This Invoice:			\$10,344.09

Code # 1734  
 7-11-2017

Professional Services Summary  
 Through 06/30/17  
 Invoice # \_\_\_\_\_

Task	Contract Budget Fees	Authorized Amounts	Percent Complete %	Budget Amount Earned	Previously Billed	Earned This Period
<b>Basic Services</b>						
I. Phase I - PER (Complete)	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
II. Phase II - Final Design	\$919,543.74	\$919,543.74	91.1900%	\$31,531.94	\$31,836.77	\$5,701.17
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		\$31,531.94	\$31,836.77	\$5,701.17
<b>Additional Engineering Services / SubContracted Services / Reimbursable Expenses</b>						
L. Additional Engineering Services	\$81,460.00					
1. T.C.P.s - 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	72.83%	\$12,345.00	\$12,345.00	\$0.00
3. Signing & Striping Plans		\$30,010.00	0.00%	\$0.00	\$0.00	\$0.00
3. ESA 1 (Straws) - RPS Klotz		\$4,700.00	91.70%	\$5,226.88	\$5,226.88	\$0.00
II. SubContracted Services	\$77,924.16					
1. AGS7 Topo. Survey		\$29,502.80	100.00%	\$29,502.80	\$29,502.80	\$0.00
2. Tree Protection Plan		\$10,800.00	42.89%	\$4,642.92	\$0.00	\$4,642.92
3. Geotech (Straws)		\$37,621.26	100.00%	\$37,621.26	\$37,621.26	\$0.00
III. Reimbursable Expenses	\$32,122.10					
1. Reimbursable Expenses		\$32,122.10	0.24%	\$77.09	\$77.09	\$0.00
SubTotal Additional Services	\$191,506.26	\$191,506.26		\$110,788.24	\$106,145.32	\$4,642.92
Total Professional Services Fees	\$1,111,050.00	\$1,111,050.00		\$949,785.93	\$938,978.09	\$10,344.09
<b>Total Fees Earned this Period</b>						\$10,344.09

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 June 30, 2017  
 RPS Klotz Assoc. Project No: 1111.002.000 / 006314

Activities This Period

1. Ph II Final Design - Authorization received dated 03/07/14, 09/06/16
  - a. Basic and Additional Services
    - 1.) Geotechnical Investigation and ESA 1 for 'Straws' complete.
    - 2.) Continue development of 'Straws' plans and incorporating into Briar Branch plans and documents for one construction project.
    - 3.) Updated Drainage Impact Study draft report submitted to HCFCD for review and approval. Initial HCFCD comments received dated 03-30-17. Responses to comments complete and resubmitted to HCFCD for review and approval.
    - 4.) Updated Drainage Impact Study draft report submitted to the City of Houston for review and approval.
    - 5.) Updated model information submitted to the City of Houston for concurrent review. Modeling comments received and responses are being evaluated.
  - b. Meetings
    - 1.) Project Team Meetings as required.
    - 2.) Additional meetings with TIRZ, SWA and CoH as required.
    - 3.) Attended and provided project updates at TIRZ Board Meeting and TIRZ Board CIP Committee Meeting as requested.

Activities Planned for Next Period

1. Ph II Final Design.
  - a. Basic and Additional Services
    - 1.) Continue development of plans and documents for one construction package
    - 2.) Updated Plans will be submitted to HCFCD and CoH upon approval of Drainage Impact Report by HCFCD & CoH.
    - 3.) Respond to comments and questions from HCFCD, CoH and TIRZ.
  - b. Meetings
    - 1.) Project Team Meetings as required.
    - 2.) Additional meetings with TIRZ and SWA as required.
    - 3.) Coordination meetings with HCFCD and CoH 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  
8935 Katy Freeway, Suite 215  
Houston, TX 77024

July 10, 2017  
Project No: 006602  
Invoice No: 617942  
Legacy Project No: 1111.004.000

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 June 3, 2017 to June 30, 2017:

Description	Contract Amount	Percent Complete	Billed to Date	Previously Invoiced	Current Invoice
PHI Final Design T-1732A & B (TxDOT)	460,700.00	2.22	10,227.54	10,227.54	0.00
PHI Final Design T-1732B (COH)	127,435.00	88.87	113,251.48	102,508.71	10,742.77
PHI Final Design T-1732A (COH)	474,170.00	98.45	466,820.37	466,820.37	0.00
PHI PER Update	107,850.00	92.74	100,020.09	100,020.09	0.00
Additional Services	214,087.96	39.6806	84,931.87	84,931.87	0.00
Sub - Contracted Engineering Svc (N/A)	22,800.00	0.00	0.00	0.00	0.00
Reimbursable Expenses	22,800.00	0.00	0.00	0.00	0.00
<b>Total Fee</b>	<b>1,427,042.96</b>		<b>775,271.35</b>	<b>764,528.58</b>	<b>10,742.77</b>
					<b>10,742.77</b>
					<b>\$10,742.77</b>

Receipt	Current	Previous	To-Date
Total Billings	10,742.77	764,528.58	775,271.35
Contract Amount Balance			1,427,042.96
			651,771.61
<b>Total Due This Invoice:</b>			<b>\$10,742.77</b>

Code # 1732 A  
9-11-2017

Professional Services Summary  
Through 06/30/17  
Invoice #

Task	Contract Budget Fee	Authorized Amounts	Percent Complete %	Budget Amount Earned	Previously Billed	Earned This Period
<b>Basic Services</b>						
I. Phase I - PER Update	\$107,850.00	\$107,850.00	82.7480%	\$100,020.09	\$100,020.09	\$0.00
<b>II. Phase II - Final Design</b>						
1. T-1732A (CoH)	\$474,170.00	\$474,170.00	98.45%	\$466,820.37	\$466,820.37	\$0.00
2. T-1732B (CoH)	\$127,435.00	\$127,435.00	88.87%	\$113,251.48	\$102,508.71	\$10,742.77
3. T-1732A & B (TxDOT)	\$460,700.00	\$460,700.00	2.22%	\$10,227.54	\$10,227.54	\$0.00
<b>III. Phase III - CPS (Not Authorized)</b>						
	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
<b>SubTotal Basic Services</b>	<b>\$1,170,105.00</b>	<b>\$1,170,105.00</b>		<b>\$490,198.48</b>	<b>\$678,678.71</b>	<b>\$10,742.77</b>
<b>Additional Engineering Services / Sub-Contracted Services / Reimbursable Expenses</b>						
<b>I. Additional Engineering Services</b>						
1. T-CPs - Traffic Control Plans	\$149,781.00	\$23,280.00	78.17%	\$17,489.48	\$17,489.58	\$0.00
2. Traffic Signals - 4 Temp Mode II New (Gessner & Westview)		\$58,010.00	48.65%	\$33,768.97	\$33,768.97	\$0.00
3. SWSP - Stormwater Pollution Prevention Plans		\$11,100.00	90.32%	\$10,025.00	\$10,025.00	\$0.00
4. Ph 2 ESA		\$47,371.00	7.72%	\$3,668.00	\$3,668.00	\$0.00
<b>II. Sub-Contracted Services</b>						
1. Updated Geotechnical Invest. (A/Bee)	\$22,224.24	\$22,224.24	90.00%	\$20,061.82	\$20,061.82	\$0.00
2. Updated Survey (Koo)	\$26,973.00	\$26,973.00	0.00%	\$0.00	\$0.00	\$0.00
3. Street Light Plans (Isaac)	\$9,178.82	\$9,178.82	0.00%	\$0.00	\$0.00	\$0.00
4. Tree Protection Plans (Koehl)	\$6,950.80	\$6,950.80	0.00%	\$0.00	\$0.00	\$0.00
5. Add'l Sub-Consultant Services	\$20,000.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
<b>III. Reimbursable Expenses</b>						
	\$22,800.00	\$22,800.00	0.00%	\$0.00	\$0.00	\$0.00
<b>SubTotal Additional Services</b>	<b>\$258,887.26</b>	<b>\$236,887.26</b>		<b>\$94,861.88</b>	<b>\$84,951.87</b>	<b>\$0.00</b>
<b>Total Professional Services Fees</b>	<b>\$1,427,042.96</b>	<b>\$1,407,042.96</b>		<b>\$775,271.34</b>	<b>\$764,528.58</b>	<b>\$10,742.77</b>
<b>Total Fees Earned This Period</b>						<b>\$10,742.77</b>

Monthly Progress Report

Project: Memorial City Redevelopment Authority / TIRZ 17  
N. Gessner Drainage and Mobility Improvements - IH10 to Long Point  
CIP No: T-1732A & T-1732B

Period: Through June 30, 2017  
RPS Klotz Assoc. Project No: 1111.004.000

Activities Completed this Period

- PH I PER Update - Authorization received dated 12-16-16.
  - Completed review of previous draft PERs for update.
  - Submitted updated draft PER to CoH for review and approval, 6-23-17.
- PH II Final Design - Authorization received dated 11/14-14 & 12-16-16.
  - Basic and Additional Services
    - Updated N. Gessner SWMM model to incorporate A&B as one project and updated draft Drainage Impact Report for CoH review and approval.
    - Continue development of design plans as one construction project.
    - Continue ESA II study, FC 120 Categorical Exclusion.
    - Continue coordination with SWA for streetscape design.
    - Received draft Geotechnical Investigation Report, 4-11-17.
    - Received updated Survey, 6-14-17.
  - Meetings
    - Project meetings with SWA as required.
    - Additional Project Team Meetings as required.
    - Project Review Meetings with CoH as required.
    - Progress Mtgs. with TIRZ Executive Director as requested.
    - Attended and provided update at TIRZ Board & CIP Committee Meetings.

Activities Planned for Next Period

- PH I PER Update
  - Review and address Updated PER CoH review comments upon receipt.
  - Prepare for CoH Technical Review Committee Meeting for TRC approval.
- PH II Final Design.
  - Basic and Additional Services
    - Complete development of draft design plans as one construction project
    - Continue tasks for ESA II and FC 120 Categorical Exclusion.
    - Continue coordination with SWA for streetscape design.
  - Meetings
    - Attend meeting with CoH Council Member on 7-5-17 to discuss drainage.
    - Project Team Meetings and Additional meetings with TIRZ as required.
    - Provide project update at TIRZ CIP Committee and Board Meetings.

Issues and information we are waiting to receive - Final approval/execution of AFA for TxDOT Grant for project.

Mr. Scott Bean  
Executive Director  
Memorial City Redevelopment Authority  
8935 Katy Freeway, Suite 215  
Houston, TX 77024

August 11, 2017  
Project No: 006602  
Invoice No: 717013  
Legacy Project No: 1111.004.000

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 July 1, 2017 to July 28, 2017:

Description	Contract Amount	Percent Complete	Billed to Date	Previously Invoiced	Current Invoice
PHI Final Design T-1732A & B (TxDOT)	460,700.00	2.22	10,227.54	10,227.54	0.00
PHI Final Design T-1732B (COH)	127,435.00	92.30	117,622.50	113,251.48	4,371.02
PHI Final Design T-1732A (COH)	474,170.00	98.45	466,820.37	466,820.37	0.00
PHI PER Update	107,850.00	92.74	100,020.09	100,020.09	0.00
Additional Services	214,087.96	46.0734	98,637.69	84,951.87	13,685.82
Sub - Contracted Engineering Svc (N/A)	22,800.00	0.00	0.00	0.00	0.00
Reimbursable Expenses	22,800.00	0.00	0.00	0.00	0.00
<b>Total Fee</b>	<b>1,427,042.96</b>		<b>793,328.19</b>	<b>775,271.35</b>	<b>18,056.84</b>
					<b>\$18,056.84</b>

Receipt	Current	Previous	To-Date
Total Billings	18,056.84	775,271.34	793,328.18
Contract Amount Balance			1,427,042.96
			633,714.78
<b>Total Due This Invoice:</b>			<b>\$18,056.84</b>

Code # 1732A  
8-14-2017



Memorial City Redevelopment Authority / TRIZ 17

North Gessner Drainage and Mobility Improvements  
 IH10 (Katy Freeway) to Westview & Westview to Long Point  
 TRIZ 17 CIP No. T-1732A & T-1732B  
 RPS Klotz Assoc. Job No. 1111.004.000



1160 Dairy Ashford, Suite 500, Houston, Texas 77079  
 T 281 589 7237 W rpsgroup.com/mca

Professional Services Summary  
 Through 07/28/17  
 Invoice #

Task	Contract Budget Fees	Authorized Amounts	Percent Complete %	Budget Amount Earned	Previously Billed	Earned This Period
<b>Basic Services</b>						
I. Phase I - PER Update	\$187,450.00	\$187,450.00	82.7406%	\$104,029.89	\$190,020.00	\$0.00
II. Phase II - Final Design						
1. T-1732A (CoH)	\$474,170.00	\$474,170.00	85.43%	\$406,820.37	\$466,820.37	\$0.00
2. T-1732B (CoH)	\$127,435.00	\$127,435.00	92.32%	\$117,822.91	\$113,251.68	\$4,571.22
3. T-1732A & B (TxDOT)	\$480,700.00	\$480,700.00	2.22%	\$16,227.54	\$10,227.54	\$0.00
III. Phase III - CIP (Not Authorized)	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
<b>SubTotal Basic Services</b>	<b>\$1,179,155.00</b>	<b>\$1,179,155.00</b>		<b>\$684,890.51</b>	<b>\$986,319.49</b>	<b>\$4,571.22</b>
<b>Additional Engineering Services / SubContracted Services / Reimbursable Expenses</b>						
I. Additional Engineering Services	\$149,761.09					
1. TCPs - Traffic Control Plans		\$23,258.00	75.17%	\$17,489.58	\$17,489.58	\$0.00
2. Traffic Signals - 4 Temp. Modes & 1 New (Gessner & Westview)		\$68,919.00	48.65%	\$33,786.97	\$33,786.97	\$0.00
3. SWQP - Stormwater Pollution Prevention Plans		\$11,140.00	90.32%	\$10,825.08	\$10,825.00	\$0.00
4. Ph 2 ESA		\$47,371.00	38.01%	\$17,344.32	\$3,658.50	\$13,685.82
II. SubContracted Services						
1. Updated Geotechnical Invest. (Aviles)	\$22,224.24	\$22,224.24	90.00%	\$20,001.82	\$20,001.82	\$0.00
2. Updated Survey (Luc)	\$26,873.00	\$26,873.00	0.00%	\$0.00	\$0.00	\$0.00
3. Street Light Plans (Kearl)	\$9,178.82	\$9,178.82	0.00%	\$0.00	\$0.00	\$0.00
4. Tree Protection Plans (Kosch)	\$5,850.80	\$3,958.60	0.00%	\$0.00	\$0.00	\$0.00
5. Add'l Sub-Contract Services	\$29,000.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
III. Reimbursable Expenses	\$22,800.00	\$22,800.00	0.00%	\$0.00	\$0.00	\$0.00
<b>SubTotal Additional Services</b>	<b>\$259,897.98</b>	<b>\$236,897.98</b>		<b>\$86,637.68</b>	<b>\$84,951.87</b>	<b>\$13,685.82</b>
<b>Total Professional Services Fees</b>	<b>\$1,427,042.98</b>	<b>\$1,417,042.98</b>		<b>\$783,328.19</b>	<b>\$775,271.35</b>	<b>\$18,956.84</b>
<b>Total Fees Earned This Period</b>						<b>\$18,956.84</b>

Additional Services Detail  
 Through 07/28/17  
 Invoice #

Additional Engineering Services / SubContracted Services / Reimbursable Expenses This Month	Sub-Consultant	Sub-Consultant Invoice Amount	KA Markup (%)	SubTotal	Cost This Month
I. Additional Engineering Services 4. Ph 2 ESA	RPS Klotz	\$13,685.82	\$0.00	\$13,685.82	\$13,685.82



1160 Dairy Ashford, Suite 500, Houston, Texas 77079  
 T 281 589 7237 W rpsgroup.com/mca

Monthly Progress Report

Project: Memorial City Redevelopment Authority / TRIZ 17  
 N. Gessner Drainage and Mobility Improvements - IH10 to Long Point  
 CIP No: T-1732A & T-1732B

Period: Through July 28, 2017  
 RPS Klotz Assoc. Project No: 1111.004.000

Activities Completed this Period

1. Ph I PER Update - Authorization received dated 12-16-16.
  - a. Completed review of previous draft PERs for update.
  - b. Submitted updated draft PER to CoH for review and approval, 6-23-17.
    - 1.) Received CoH comments on 7-27-17.
2. Ph II Final Design - Authorization received dated 11/14-14 & 12-16-16.
  - a. Basic and Additional Services
    - 1.) Updated N. Gessner SWMM model to incorporate A&B as one project and Updated draft Drainage Impact Report for CoH review and approval.
    - 2.) Continue development of design plans as one construction project.
    - 3.) Continue ESA II study, FC 120 Categorical Exclusion.
    - 4.) Continue coordination with SWA for streetscape design.
    - 5.) Received draft Geotechnical Investigation Report, 4-11-17.
      - i. Submitted to CoH for Review on 6-23-17
      - ii. CoH comments received on 7-21-17.
      - iii. Comments submitted to Subconsultant on 7-24-17. Pending updates for final submittal to CoH.
  - 6.) Received updated Survey, 6-14-17.
    1. Pending updates to survey
- b. Meetings
  - 1.) Attended meeting with CoH Council Member Brenda Stendig on 7-5-17.
  - 2.) Attended meeting with CoH to review Drainage Model on 7-13-17.
  - 3.) Project meetings with SWA as required.
  - 4.) Additional Project Team Meetings as required.
  - 5.) Project Review Meetings with CoH as required.
  - 6.) Progress Mtgs. with TIRZ Executive Director as requested.
  - 7.) Attended and provided update at TIRZ Board & CIP Committee Meetings.

Activities Planned for Next Period

1. Ph I PER Update
  - a. Review and address Updated PER CoH review comments.
  - b. Prepare for CoH Technical Review Committee Meeting for TRC approval.



1160 Dairy Ashford, Suite 500, Houston, Texas 77079  
 T 281 589 7237 W rpsgroup.com/mca

2. Ph II Final Design.
    - a. Basic and Additional Services
      - 1.) Address CoH Drainage Model comments received during the meeting on 7-13-17.
      - 2.) Submit proposal to obtain a Fault Study for the existing Fault Line along the project limits.
      - 3.) Submit Final Geotech Report to CoH for review and approval.
      - 4.) Complete development of draft design plans as one construction project
      - 5.) Continue tasks for ESA II and FC 120 Categorical Exclusion.
      - 6.) Continue coordination with SWA for streetscape design.
    - b. Meetings
      - 1.) Project Team Meetings and Additional meetings with TIRZ as required.
      - 2.) Provide project update at TIRZ CIP Committee and Board Meetings.
      - 3.) Project Team Meeting with SWA.
- Issues and Information we are waiting to receive** - Final approval/execution of AFA for TxDOT Grant for project.



PLEASE NOTE NEW REMIT ADDRESS:  
 Please make checks payable to:  
 Lockwood, Andrews & Newnam, Inc.  
 PO Box 30063  
 Omaha, NE 68103-1145  
 T: 713-266-8900

ACH/Wire Payments can be sent to:  
 First National Bank  
 Account: 110190778  
 Routing: 104000016  
 Tax ID: 47-043101

Scott Beas  
 Memorial City Redevelopment Authority, TRKZ 17  
 9610 Long Point Dr., Suite #150  
 Houston, TX 77055

June 20, 2017  
 Invoice No: 120-11973-002-5

Professional Services from February 6, 2017 - April 28, 2017.

Project Name	Original Contract Amount	Total To Date	Previously Invoiced To Date	Current Payment Due	Remaining Fee
Regional Detention South of I-10 - Regional Evaluation	\$ 16,714.00	\$ 16,714.00	\$ -	\$ 16,714.00	
<b>CURRENT PAYMENT DUE THIS INVOICE:</b>				<b>\$16,714.00</b>	
<b>Billable to Date</b>		<b>Current</b>	<b>Prior</b>	<b>Total</b>	
		\$16,714.00	\$0.00	\$16,714.00	

Authorized by: Date: 06/20/17

Code # 1735  
 6/27/2017



PLEASE NOTE NEW REMIT ADDRESS:  
 Please make checks payable to:  
 Lockwood, Andrews & Newnam, Inc.  
 PO Box 30063  
 Omaha, NE 68103-1145  
 T: 713-266-8900

ACH/Wire Payments can be sent to:  
 First National Bank  
 Account: 110190778  
 Routing: 104000016  
 Tax ID: 47-043101

Scott Beas  
 Memorial City Redevelopment Authority, TRKZ 17  
 9610 Long Point Dr., Suite #150  
 Houston, TX 77055

August 18, 2017  
 Invoice No: 120-11973-004-4

(T-1717) Town and Country Improvements - Construction Phase  
 WBS No. N-117000-0817-4

Professional Services from July 14, 2017 through August 11, 2017

Project Name	Original Contract Amount	Total To Date	Previously Invoiced To Date	Current Payment Due	Remaining Fee
Construction Phase Services	\$80,000.00	\$18,667.57	\$15,551.83	\$3,115.74	\$61,312.43
Construction Mgmt and Inspection Services	\$425,300.00	\$3,566.29	\$1,992.90	\$1,993.38	\$421,713.72
Construction Materials Testing Services	\$268,600.00	\$0.00	\$0.00	\$0.00	\$268,600.00
<b>Total</b>	<b>\$773,900.00</b>	<b>\$22,233.85</b>	<b>\$17,544.73</b>	<b>\$5,109.12</b>	<b>\$751,626.15</b>
<b>CURRENT PAYMENT DUE THIS INVOICE:</b>				<b>\$5,109.12</b>	

Authorized by: Date: 08/21/17

Code # 1717  
 8/22/2017



PLEASE NOTE NEW REMIT ADDRESS:  
 Please make checks payable to:  
 Lockwood, Andrews & Newnam, Inc.  
 PO Box 30063  
 Omaha, NE 68103-1145  
 T: 713-266-8900

ACH/Wire Payments can be sent to:  
 First National Bank  
 Account: 110190778  
 Routing: 104000016  
 Tax ID: 47-043101

Scott Beas  
 Memorial City Redevelopment Authority, TRKZ 17  
 9610 Long Point Dr., Suite #150  
 Houston, TX 77055

August 18, 2017  
 Invoice No: 120-11972-001-7

Memorial City Redevelopment Authority General Services

Professional Services from July 15, 2017 to August 11, 2017

Project Name	Original Contract Amount	Total To Date	Previously Invoiced To Date	Current Payment Due	Remaining Fee
MCRA General Services	\$15,000.00	\$9,425.33	\$7,572.35	\$1,852.98	\$5,574.67
<b>CURRENT PAYMENT DUE THIS INVOICE:</b>				<b>\$1,852.98</b>	
<b>Billable to Date</b>		<b>Current</b>	<b>Prior</b>	<b>Total</b>	
		\$250.89	\$7,314.46	\$7,572.35	

Authorized by: Date: 08/21/17

Code # 6322  
 8/22/2017



PLEASE NOTE NEW REMIT ADDRESS:  
 Please make checks payable to:  
 Lockwood, Andrews & Newnam, Inc.  
 PO Box 30063  
 Omaha, NE 68103-1145  
 T: 713-266-8900

ACH/Wire Payments can be sent to:  
 First National Bank  
 Account: 110190778  
 Routing: 104000016  
 Tax ID: 47-043101

Scott Beas  
 Memorial City Redevelopment Authority, TRKZ 17  
 9610 Long Point Dr., Suite #150  
 Houston, TX 77055

July 27, 2017  
 Invoice No: 120-11972-001-4

Professional Services from May 20, 2017 through July 14, 2017

Project Name	Original Contract Amount	Total To Date	Previously Invoiced To Date	Current Payment Due	Remaining Fee
Authorization	MCRA General Services	\$ 15,000.00	\$ 7,572.35	\$ 7,314.46	\$ 250.89
<b>CURRENT PAYMENT DUE THIS INVOICE:</b>				<b>\$250.89</b>	
<b>Billable to Date</b>		<b>Current</b>	<b>Prior</b>	<b>Total</b>	
		\$250.89	\$7,314.46	\$7,572.35	

Authorized by: Date: 07/27/17

Code # 6322  
 7-28-2017



PLEASE NOTE NEW MORT ADDRESS:  
 Please make checks payable to:  
 Lockwood, Andrews & Newnam, Inc.  
 PO Box 30665  
 Omaha, NE 68133-1165  
 T: 713-366-6900

ACH/Wire Payments can be sent to:  
 First National Bank  
 Account: 103290778  
 Routing: 104000016  
 Tax ID: 47-034104

Scott Bean  
 Memorial City Redevelopment Authority, TRZ 17  
 9416 Long Point Dr., Suite #150  
 Houston, TX 77055

July 27, 2017  
 Invoice No: 120-11973-004-5

Professional Services from May 26, 2017 through July 14, 2017

Project Name	Original Contract Amount	Total To Date	Previously Invoiced To Date	Current Payment Due
WBS No. N-T17000-0017-4 Construction Phase Services	\$40,000.00	\$ 15,351.83	\$ -	\$ 15,351.81
WBS No. N-T17000-0017-4 Construction Management and Inspection Services	\$425,300.00	\$ 1,593.90	\$ -	\$ 1,593.90
WBS No. N-T17000-0017-4 Construction Materials Testing Services	\$248,600.00	\$ -	\$ -	\$ 0.00

**CURRENT PAYMENT DUE THIS INVOICE: \$17,145.73**

Billable to Date	Current	Prior	Total
	\$17,145.73	\$0.00	\$17,145.73

Authorized by:

Date: 07/21/17

Code # 1717  
 7-28-2017



### SAL ESPARZA, INC.

PO BOX 90634  
 HOUSTON, TEXAS  
 77290

Date	Invoice #
6/30/17	26618

Bill To

Memorial City Redevelopment Authority, TI  
 Scott Bean, Executive Director  
 PO Box 22167  
 Houston, Texas 77227-2167

S.O. No.	P.O. No.	Terms	Project
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Quantity	Description	Rate	Amount
GROUNDS MAINTENANCE SERVICES FOR JUNE 2017			
2	BRIAR BRANCH BASIN #1731A	655.40	1,310.80
2	LUMPKIN BASIN #1709	433.52	867.04
<b>Balance Due</b>			<b>\$2,177.84</b>

Code # See above  
 7/11/2017



### SAL ESPARZA, INC.

Remit To Address  
 PO BOX 90616  
 HOUSTON, TEXAS 77290  
 281-444-2983

Date	Invoice #
7/31/17	26740

Bill To

Memorial City Redevelopment Authority, TI  
 Scott Bean, Executive Director  
 PO Box 22167  
 Houston, Texas 77227-2167

S.O. No.	P.O. No.	Terms	Project
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Quantity	Description	Rate	Amount
GROUNDS MAINTENANCE SERVICES FOR JULY 2017			
2	BRIAR BRANCH BASIN #1731A	655.40	1,310.80
2	LUMPKIN BASIN #1709	433.52	867.04
<b>Balance Due</b>			<b>\$2,177.84</b>

Code # See above  
 8/3/2017



### swa

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

Work Order # 12 CIP T-1732A/B  
 Date: August 18, 2017  
 Invoice No: 170874  
 For Period: July  
 Project No: RH7S502  
 Project Manager: James Vick

Project North Gessner DD CD

WORK PERFORMED:  
 Site Visits; Preliminary Design; Design Conferences and Coordination; Management Districts Design Coordination.

Professional Services from July 1, 2017 to July 31, 2017  
 Professional Personnel

Principals	Hours	Rate	Amount
Vick, James	18.00	235.00	3,780.00

Total Fee Due This Invoice

3,760.00

Total Due this Invoice

\$3,760.00

Total Budget:	\$243,620.00
Prior Billed:	\$40,035.50
Current:	\$3,760.00
Billed to Date:	\$43,795.50
Percent Complete:	18%
Remaining Budget:	\$199,824.50

Remit to:  
 SWA Group  
 PO Box 6904  
 Sausalito, CA 94968  
 +1415.332.5100

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



swa

WORK ORDER # 18

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

Date: July 15, 2017 Invoice No: 170385 For Period: June Project No: RHTS501.B Project Manager: Rhett Rentrop

Project CIP 1717 Town & Country West Drainage and Mobility Improvements CA

WORK PERFORMED:

Pre Bid Meeting Professional Services from June 1, 2017 to June 30, 2017 Fee

Table with 4 columns: Item, Total Fee, Total Earned, Previous Fee Billing, Current Fee Billing, Total Fee. Total Due this Invoice: \$891.60

Total Due this Invoice \$891.60

Code # 1717 8/3/2017

Remit to: SWA Group PO Box 5904 Sausalito, CA 94966 +1.415.332.5100

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

swa

WORK ORDER # 8

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: July 13, 2017 Invoice No: 170295 For Period: June Project No: RHTS405 Project Manager: James Vick

Project W140 Detailed Design for Grading and Planting-Professional Design Services

WORK PERFORMED:

Coordination with Engineer; Design Support. Professional Services from June 1, 2017 to June 30, 2017 Professional Personnel

Table with 4 columns: Principals, Hours, Rate, Amount. Vick, James: 6.00, 210.00, 1,260.00

Total Fee Due This Invoice

1,260.00

Total Due this Invoice

\$1,260.00

Summary table: Budget \$33,000.00, Prior Billed \$22,305.71, Current \$1,260.00, Billed to Date \$23,565.71, Percent Complete 71%

Code # 1734 7-27-2017

Remit to: SWA Group PO Box 5904 Sausalito, CA 94968 +1.415.332.5100

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

swa

Work Order # 12 CIP T-1732A/B

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: July 13, 2017 Invoice No: 170290 For Period: June Project No: RHTS502 Project Manager: James Vick

Project North Gessner DD CD

WORK PERFORMED:

Site Visits; Preliminary Design; Design Conferences and Coordination; Management Districts Design Coordination. Professional Services from June 1, 2017 to June 30, 2017 Professional Personnel

Table with 4 columns: Principals, Hours, Rate, Amount. Vick, James: 18.00, 235.00, 3,760.00

Total Fee Due This Invoice

3,760.00

Total Due this Invoice

\$3,760.00

Summary table: Total Budget \$243,620.00, Prior Billed \$36,275.50, Current \$3,760.00, Billed to Date \$40,035.50, Percent Complete 16%, Remaining Budget \$203,584.50

Code # 1732A 7-24-2017

Remit to: SWA Group PO Box 5904 Sausalito, CA 94966 +1.415.332.5100

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

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

Invoice

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

Table with 2 columns: Date, Invoice #. Date: 6/30/2017, Invoice #: 6-2017-10

Main invoice table with columns: Item, Description, Rate, Prior %, Curr %, Amount. Includes tasks like Purpose and Need, Air Quality Assessment, Socioeconomic Analysis, etc.

Code # 1736 A 7-26-2017

Summary table: Total \$75.00, Balance Due \$75.00

Phone # 713-951-7951, Fax # 713-951-7937



HOUSTON: 3200 Travis Street, Suite 200, Houston, TX 77006 (713) 951-7951  
 AUSTIN: 911 W. Anderson Lane, Suite 200, Austin, TX 78757 (512) 234-8002

# PROGRESS REPORT

THE GOODMAN CORPORATION THEGOODMANCORP.COM

To: Scott Bean, Executive Director  
 From: Stephanie Kirschner  
 Date: July 1, 2017  
 Re: Environmental Studies for Categorical Exclusion Memorial Drive (Boltway 8 to Tallwood Road) (MCT102) - June 2017

Task	Previous % Complete	Current % Complete
1 - Purpose and Need Comment: No activity.	0%	0%
2 - Alternative Analysis Comment: No activity.	15%	15%
3.1 - Socioeconomic Analysis Comment: No activity.	15%	15%
3.2 - Water Quality Conditions Comment: No activity.	0%	0%
3.3 - Plant Communities and Wildlife Habitat Comment: No activity.	45%	45%
3.4 - Waters and Wetlands Identification Comment: No activity.	10%	10%
3.5 - Air Quality Assessment Comment: No activity.	0%	0%
3.6 - Floodplains Assessment Comment: No activity.	10%	10%
3.7 - Cultural Resource Identification Comment: No activity.	15%	15%
3.7a - Historical Resource Analysis	0%	0%

THE GOODMAN CORPORATION

Comment: No activity.

3.8 - Hazardous Materials Comment: No activity.	50%	50%
3.9 - Historical Resource Identification Comment: Downloaded Texas Historic Atlas data for project area to be used for analysis in TxDOT Project Coordination Request for Historical Studies	0%	5%
3.9A - Indirect Impacts Assessment Comment: No activity.	0%	0%
3.10 - Cumulative Impacts Assessment Comment: No activity.	0%	0%
4 - Draft and Final EA Comment: No activity.	0%	0%

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

## Invoice

Bill To  
 Ms. Michaela Lohm  
 ITI Bookkeeping Services  
 P.O. Box 73109  
 Houston, TX 77273

Date	Invoice #
7/31/2017	7-2017-8

Terms	Project
	MCT101

Item	Description	Rate	Prior %	Cur %	Amount
Contract Services	Task 1 - Program Management, Oversight, and Intergovernmental Coordination for Memorial Drive	30,000.00	34%	0.00%	0.00
Contract Services	Task 2 - Program Management, Oversight, and Intergovernmental Coordination for North Gessner	100,000.00	42%	3.00%	3,000.00 \$ 1732 A

<b>Total</b>	\$3,000.00
<b>Balance Due</b>	\$3,000.00

Phone #	Fax #
713-951-7951	713-951-7937

Code # 1732 A  
 8/22/2017



HOUSTON: 3200 Travis Street, Suite 200, Houston, TX 77006 (713) 951-7951  
 AUSTIN: 911 W. Anderson Lane, Suite 200, Austin, TX 78757 (512) 234-8002

# PROGRESS REPORT

THE GOODMAN CORPORATION THEGOODMANCORP.COM

To: Scott Bean, Executive Director  
 From: Jim Webb  
 Date: August 1, 2017  
 Re: TIP Project Assistance and Oversight (MCT101) - July 2017

Task	Previous % Complete	Current % Complete
1 - Program Management, Oversight, and Intergovernmental Coordination for Memorial Drive	34%	34%

Comments:  
 • No activity this period. Anticipate AFA work to begin upon completion of Gessner AFA.

2 - Program Management, Oversight, and Intergovernmental Coordination for North Gessner	42%	45%
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Comments:  
 • Coordinated discussion between H-GAC, TxDOT, and MCRA regarding project.  
 • Discussed path forward to executed AFA with H-GAC and TxDOT.  
 • Prepared draft letter for review by MCRA staff.  
 • Presented letter to MCRA BOD.  
 • Provided signed letter to H-GAC and TxDOT.  
 • Reviewed revised draft AFA, provided comments to legal counsel.  
 • Sent final AFA to TxDOT for concurrence.  
 • Coordinated signature on resolution for AFA from MCRA staff and legal counsel.

**PROGRESS REPORT**

THE GOODMAN CORPORATION

To: Scott Bean, Executive Director  
 From: Stephanie Krachner  
 Date: August 1, 2017  
 Re: Environmental Studies for Categorical Exclusion Memorial Drive (Beltway 8 to Tallowood Road) (MCT102) - July 2017

Comment: No activity.

3.8 - Hazardous Materials 60% 60%  
 Comment: No activity.

3.9 - Historical Resource Identification 8% 8%  
 Comment:

3.9A - Indirect Impacts Assessment 0% 0%  
 Comment: No activity.

3.10 - Cumulative Impacts Assessment 0% 0%  
 Comment: No activity.

4 - Draft and Final EA 0% 0%  
 Comment: Coordination with TxDOT regarding finalizing Advance Funding Agreement. The AFA is expected within 45 to 60 days.

Task	Previous % Complete	Current % Complete
1 - Purpose and Need Comment: No activity.	0%	0%
2 - Alternative Analysis Comment: No activity.	15%	15%
3.1 - Socioeconomic Analysis Comment: No activity.	15%	15%
3.2 - Water Quality Conditions Comment: No activity.	0%	0%
3.3 - Plant Communities and Wildlife Habitat Comment: No activity.	45%	45%
3.4 - Waters and Wetlands Identification Comment: No activity.	10%	10%
3.5 - Air Quality Assessment Comment: No activity.	0%	0%
3.6 - Floodplains Assessment Comment: No activity.	10%	10%
3.7 - Cultural Resource Identification Comment: No activity.	15%	15%
3.7a - Historical Resource Analysis	0%	0%

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

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

**Invoice**

**Invoice**

Bill To		Date	Invoice #		
Scott Bean Flavens Hill Calderon LLP 9610 Loeg Point #130 Houston, TX 77055		8/31/2017	8-2017-4		
Terms		Project			
		BRN190			
Item	Description	Rate	Prior %	Cur %	Amount
Contract Services	Task 1 - Completion of Project Planning Documentation to Support of a Full Class Application	22,520.30	0%	3.00%	1,126.03
Contract Services	Task 2 - Project Support, Pursuit of Funding, and Grant Application Preparation	16,508.50	0%	0.00%	0.00
<b>Total</b>					\$1,126.03
<b>Balance Due</b>					\$1,126.03

Bill To		Date	Invoice #		
Mr. Michelle Lofren ETI Bookkeeping Services P.O. Box 73109 Houston, TX 77273		8/31/2017	8-2017-5		
Terms		Project			
		MCT101			
Item	Description	Rate	Prior %	Cur %	Amount
Contract Services	Task 1 - Program Management, Oversight, and Intergovernmental Coordination for Memorial Drive	30,000.00	34%	6.00%	1,800.00 # 1735.A
Contract Services	Task 2 - Program Management, Oversight, and Intergovernmental Coordination for North Ocean	100,000.00	45%	3.00%	3,000.00 # 1732.A
<b>Total</b>					\$4,800.00
<b>Balance Due</b>					\$4,800.00

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

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

Code # 6322  
8/14/17

Code # 6322  
8/14/17

HAWES HILL & ASSOCIATES  
LLP



7/13/2017

Invoice #: 43015721

**Bill To:**

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

**Invoice**

**Balance Due: \$15,000.00**

Description	Amount
Professional consulting and administrative fee, July - August 2017	\$15,000.00

**Terms: C.O.D.**

Total Amount: \$15,000.00

Owed As Of: 7/13/2017

Hawes Hill & Associates LLP, PO Box 22167, Houston TX 77227-2167  
713-595-1200

EIN 76-0565638

*Code # 6340  
8-1-2017*

**SEPTEMBER MEETING**

**INVOICES**





7600 WASHINGTON AVE, HOUSTON, TEXAS 77007 | 713.802.5000 | WWW.TxDOT.GOV

September 6, 2017

CSJ: 0912-72-373  
Gessner Road Reconstruction

Ms. Ann Glvens  
Executive Director  
Memorial City Redevelopment Authority  
c/o Hawes Hill Calderon LLP  
P.O. Box 22167  
Houston, TX 77227-2167

Dear Ms. Glvens:

Attached is a fully executed Advance Funding Agreement (AFA) for the above referenced project. In accordance with Attachment C, Project Budget, a payment is due to the State. Please remit a check made payable to the Texas Department of Transportation in the amount of \$14,000. Please reference the project number (CSJ) above when transmitting the payment.

Should you have any questions regarding this matter please contact me at (713) 802-5325.

Sincerely,

Megan Campbell, AICP  
Transportation Planner

CC: Jim Webb, Goodman Corporation  
Mark Patterson, TxDOT

OUR VALUES: People • Accountability • Trust • Honesty

OUR MISSION: Through collaboration and leadership, we deliver a safe, reliable, and integrated transportation system that enables the movement of people and goods.

An Equal Opportunity Employer

DocuSign Envelope ID: A2D71915-0077-4719-8607-63F4C433BF48

CSJ # 0912-72-373  
District # 12 - Houston  
Code Chart 64 # 61731  
Project: Gessner Road Reconstruction  
Federal Highway Administration  
CFDA Title: Highway Planning & Construction  
CFDA No.: 20.205  
Not Research and Development

STATE OF TEXAS §  
COUNTY OF TRAVIS §

**ADVANCE FUNDING AGREEMENT  
FOR AN OFF-SYSTEM SURFACE TRANSPORTATION PROGRAM – METROPOLITAN  
MOBILITY PROJECT**

THIS AGREEMENT is made by and between the State of Texas, acting by and through the Texas Department of Transportation called the "State", and the Memorial City Redevelopment Authority, acting by and through its duly authorized officials, called the "Local Government."

**WITNESSETH**

WHEREAS, federal law establishes federally funded programs for transportation improvements to implement its public purposes; and

WHEREAS, the Texas Transportation Code, Sections 201.103 and 222.052 establish that the State shall design, construct and operate a system of highways in cooperation with local governments; and

WHEREAS, federal and state laws require local governments to meet certain contract standards relating to the management and administration of State and federal funds; and

WHEREAS, the Texas Transportation Commission passed Minute Order Number 114670, authorizing the State to undertake and complete a highway improvement generally described as Gessner Road Reconstruction called the "Project"; and,

WHEREAS, the Governing Body of the Local Government has approved entering into this agreement by resolution or ordinance dated January 23, 2017, which is attached to and made a part of this agreement as Attachment "A" for the improvement covered by this agreement. A map showing the Project location appears in Attachment "B," which is attached to and made a part of this agreement.

NOW, THEREFORE, in consideration of the premises and of the mutual covenants and agreements of the parties, to be by them respectively kept and performed as set forth in this agreement, it is agreed as follows:

**AGREEMENT**

**1. Period of the Agreement**

This agreement becomes effective when signed by the last party whose signing makes the agreement fully executed. This agreement shall remain in effect until the Project is completed or unless terminated as provided below.

AFA-AFA\_LongGen

Page 1 of 14

Revised 10/18/2016

Code # 1752 A  
9.6.2017

DocuSign Envelope ID: A2D71915-0077-4719-8607-63F4C433BF48

CSJ # 0912-72-373  
District # 12 - Houston  
Code Chart 64 # 61731  
Project: Gessner Road Reconstruction  
Federal Highway Administration  
CFDA Title: Highway Planning & Construction  
CFDA No.: 20.205  
Not Research and Development

**2. Scope of Work**

Reconstruct Gessner Road from Long Point to IH 10, including drainage improvements and sidewalk reconstruction, as shown on Attachment "B".

**3. Local Project Sources and Uses of Funds**

- A. The total estimated cost of the Project is shown in the Project Budget – Attachment "C", which is attached to and made a part of this agreement. The expected cash contributions from the Federal or State government, the Local Government, or other parties are shown in Attachment "C". The State will pay for only those project costs that have been approved by the Texas Transportation Commission. The State and the Federal Government will not reimburse the Local Government for any work performed before the federal spending authority is formally obligated to the Project by the Federal Highway Administration. After federal funds have been obligated, the State will send to the Local Government a copy of the formal documentation showing the obligation of funds including federal award information. The Local Government is responsible for 100% of the cost of any work performed under its direction or control before the federal spending authority is formally obligated.
- B. If the Local Government will perform any work under this contract for which reimbursement will be provided by or through the State, the Local Government must complete training before federal spending authority is obligated. Training is complete when at least one individual who is working actively and directly on the Project successfully completes and receives a certificate for the course entitled *Local Government Project Procedures and Qualification for the Texas Department of Transportation*. The Local Government shall provide the certificate of qualification to the State. The individual who receives the training certificate may be an employee of the Local Government or an employee of a firm that has been contracted by the Local Government to perform oversight of the Project. The State in its discretion may deny reimbursement if the Local Government has not designated a qualified individual to oversee the Project.
- C. The Project cost estimate shows how necessary resources for completing the Project will be provided by major cost categories. These categories may include but are not limited to: (1) costs of real property; (2) costs of utility work; (3) costs of environmental assessment and remediation; (4) cost of preliminary engineering and design; (5) cost of construction and construction management; and (6) any other local project costs.
- D. The State will be responsible for securing the Federal and State share of the funding required for the development and construction of the local Project. If the Local Government is due funds for expenses incurred, these funds will be reimbursed to the Local Government on a cost basis.
- E. The Local Government will be responsible for all non-federal or non-state participation costs associated with the Project, otherwise provided for in this agreement or approved otherwise in an amendment to this agreement. Where Special Approval has been granted by the State, the Local Government shall only in that instance be responsible for overruns in excess of the amount to be paid by the Local Government.
- F. Prior to the performance of any engineering review work by the State, the Local Government will pay to the State the amount specified in Attachment C. At a minimum, this

AFA-AFA\_LongGen

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Revised 10/18/2016

DocuSign Envelope ID: A2D71915-0077-4719-8607-63F4C433BF48

CSJ # 0912-72-373  
District # 12 - Houston  
Code Chart 64 # 61731  
Project: Gessner Road Reconstruction  
Federal Highway Administration  
CFDA Title: Highway Planning & Construction  
CFDA No.: 20.205  
Not Research and Development

amount shall equal the Local Government's funding share for the estimated cost of preliminary engineering for the Project. At least sixty (60) days prior to the date set for receipt of the construction bids, the Local Government shall remit its remaining financial share for the State's estimated construction oversight and construction cost.

- G. Whenever funds are paid by the Local Government to the State under this agreement, the Local Government shall remit a check or warrant made payable to the "Texas Department of Transportation." The check or warrant shall be deposited by the State and managed by the State. The funds may only be applied by the State to the Project.
- H. Upon completion of the Project, the State will perform an audit of the Project costs. Any funds due by the Local Government, the State, or the Federal government will be promptly paid by the owing party. If after final Project accounting any excess funds remain, those funds may be applied by the State to the Local Government's contractual obligations to the State under another advance funding agreement with approval by appropriate personnel of the Local Government.
  - I. The State will not pay interest on any funds provided by the Local Government.
  - J. If a waiver has been granted, the State will not charge the Local Government for the indirect costs the State incurs on the local Project, unless this agreement is terminated at the request of the Local Government prior to completion of the Project.
  - K. If the Project has been approved for a specified percentage or a "periodic payment" non-standard funding or payment arrangement under 43 TAC §15.52, the budget in Attachment C will clearly state the specified percentage or the periodic payment schedule.
  - L. If the Local government is an Economically Disadvantaged County (EDC) and if the State has approved adjustments to the standard financing arrangement, this agreement reflects those adjustments.
  - M. When Special Approval has been granted by the State so that the Local Government bears the responsibility for paying cost overruns, the Local Government shall make payment to the State within thirty (30) days from the receipt of the State's written notification of those amounts.
  - N. The state auditor may conduct an audit or investigation of any entity receiving funds from the State directly under this contract or indirectly through a subcontract under this contract. Acceptance of funds directly under this contract or indirectly through a subcontract under this contract acts as acceptance of the authority of the state auditor, under the direction of the legislative audit committee, to conduct an audit or investigation in connection with those funds. An entity that is the subject of an audit or investigation must provide the state auditor with access to any information the state auditor considers relevant to the investigation or audit.
  - O. Payment under this contract beyond the end of the current fiscal biennium is subject to availability of appropriated funds. If funds are not appropriated, this contract shall be terminated immediately with no liability to either party.
  - P. The Local Government is authorized to submit requests for reimbursement by submitting the original of an itemized invoice in a form and containing all items required by the State no more frequently than monthly, and no later than ninety (90) days after costs are incurred. If the Local Government submits invoices more than ninety (90) days after the costs are incurred, and if federal funding is reduced as a result, the State shall have no responsibility to reimburse the Local Government for those costs.

AFA-AFA\_LongGen

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Revised 10/18/2016

CSJ # 0912-72-373  
 District # 12 - Houston  
 Code Chart 64 # 61731  
 Project: Gessner Road Reconstruction  
 Federal Highway Administration  
 CFDA Title: Highway Planning & Construction  
 CFDA No.: 20.205  
 Not Research and Development

- Q. The State will not execute the contract for the construction of the Project until the required funding has been made available by the Local Government in accordance with this agreement.
4. **Termination of this Agreement**  
 This agreement shall remain in effect until the project is completed and accepted by all parties, unless:
- The agreement is terminated in writing with the mutual consent of the parties;
  - The agreement is terminated by one party because of a breach, in which case any cost incurred because of the breach shall be paid by the breaching party;
  - The Local Government elects not to provide funding after the completion of preliminary engineering, specifications, and estimates (PS&E) and the Project does not proceed because of insufficient funds, in which case the Local Government agrees to reimburse the State for its reasonable actual costs incurred during the Project; or
  - The Project is inactive for thirty-six (36) months or longer and no expenditures have been charged against federal funds, in which case the State may in its discretion terminate this agreement.
5. **Amendments**  
 Amendments to this agreement due to changes in the character of the work, terms of the agreement, or responsibilities of the parties relating to the Project may be enacted through a mutually agreed upon, written amendment.
6. **Remedies**  
 This agreement shall not be considered as specifying the exclusive remedy for any agreement default, but all remedies existing at law and in equity may be availed of by either party to this agreement and shall be cumulative.
7. **Utilities**  
 The Local Government shall be responsible for the adjustment, removal, or relocation of utility facilities in accordance with applicable State laws, regulations, rules, policies, and procedures, including any cost to the State of a delay resulting from the Local Government's failure to ensure that utility facilities are adjusted, removed, or relocated before the scheduled beginning of construction. The Local Government will not be reimbursed with federal or state funds for the cost of required utility work. The Local Government must obtain advance approval for any variance from established procedures. Before a construction contract is let, the Local Government shall provide, at the State's request, a certification stating that the Local Government has completed the adjustment of all utilities that must be adjusted before construction is completed.
8. **Environmental Assessment and Mitigation**  
 Development of a transportation project must comply with the National Environmental Policy Act and the National Historic Preservation Act of 1966, which require environmental clearance of federal-aid projects.
- The Local Government is responsible for the identification and assessment of any environmental problems associated with the development of a local project governed by this agreement.

AFA-AFA\_LongGen

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Revised 10/18/2016

CSJ # 0912-72-373  
 District # 12 - Houston  
 Code Chart 64 # 61731  
 Project: Gessner Road Reconstruction  
 Federal Highway Administration  
 CFDA Title: Highway Planning & Construction  
 CFDA No.: 20.205  
 Not Research and Development

- The Local Government is responsible for the cost of any environmental problem's mitigation and remediation.
  - The Local Government is responsible for providing any public meetings or public hearings required for development of the environmental assessment. Public hearings will not be held prior to the approval of project schematic.
  - The Local Government is responsible for the preparation of the NEPA documents required for the environmental clearance of this Project.
  - Before the advertisement for bids, the Local Government shall provide to the State written documentation from the appropriate regulatory agency or agencies that all environmental clearances have been obtained.
9. **Compliance with Texas Accessibility Standards and ADA**  
 All parties to this agreement shall ensure that the plans for and the construction of all projects subject to this agreement are in compliance with the Texas Accessibility Standards (TAS) issued by the Texas Department of Licensing and Regulation, under the Architectural Barriers Act, Article 9102, Texas Civil Statutes. The TAS establishes minimum accessibility requirements to be consistent with minimum accessibility requirements of the Americans with Disabilities Act (P.L. 101-336) (ADA).
10. **Architectural and Engineering Services**  
 The State has responsibility for the performance of architectural and engineering services. The engineering plans shall be developed in accordance with the applicable State's *Standard Specifications for Construction and Maintenance of Highways, Streets and Bridges* and the special specifications and special provisions related to it. For projects on the state highway system, the design shall, at a minimum conform to applicable State manuals. For projects not on the state highway system, the design shall, at a minimum, conform to applicable *American Association of State Highway and Transportation Officials* design standards. In procuring professional services, the parties to this agreement must comply with federal requirements cited in 23 CFR Part 172 if the project is federally funded and with Texas Government Code 2254, Subchapter A, in all cases. Professional contracts for federally funded projects must conform to federal requirements, specifically including the provision for participation by Disadvantaged Business Enterprises (DBEs), ADA, and environmental matters.
11. **Construction Responsibilities**
- The State shall advertise for construction bids, issue bid proposals, receive and tabulate the bids, and award and administer the contract for construction of the Project. Administration of the contract includes the responsibility for construction engineering and for issuance of any change orders, supplemental agreements, amendments, or additional work orders that may become necessary subsequent to the award of the construction contract. In order to ensure federal funding eligibility, projects must be authorized by the State prior to advertising for construction.
  - The State will use its approved contract letting and award procedures to let and award the construction contract.
  - Upon completion of the Project, the party constructing the Project will issue and sign a "Notification of Completion" acknowledging the Project's construction completion.

AFA-AFA\_LongGen

Page 5 of 14

Revised 10/18/2016

CSJ # 0912-72-373  
 District # 12 - Houston  
 Code Chart 64 # 61731  
 Project: Gessner Road Reconstruction  
 Federal Highway Administration  
 CFDA Title: Highway Planning & Construction  
 CFDA No.: 20.205  
 Not Research and Development

- For federally funded contracts, the parties to this agreement will comply with federal construction requirements cited in 23 CFR Part 635 and with requirements cited in 23 CFR Part 633, and shall include the latest version of Form "FHWA-1273" in the contract bidding documents. If force account work will be performed, a finding of cost effectiveness shall be made in compliance with 23 CFR 635, Subpart B.
12. **Project Maintenance**  
 The Local Government shall be responsible for maintenance of locally owned roads after completion of the work and the State shall be responsible for maintenance of state highway system after completion of the work if the work was on the state highway system, unless otherwise provided for in existing maintenance agreements with the Local Government.
13. **Right of Way and Real Property**
- Right of way and real property acquisition shall be the responsibility of the Local Government. Title to right of way and other related real property must be acceptable to the State before funds may be expended for the improvement of the right of way or real property.
  - If the Local Government is the owner of any part of the Project site under this agreement, the Local Government shall permit the State or its authorized representative access to occupy the site to perform all activities required to execute the work.
  - All parties to this agreement will comply with and assume the costs for compliance with all the requirements of Title II and Title III of the Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970, Title 42 U.S.C.A. Section 4601 et seq., including those provisions relating to incidental expenses incurred by the property owners in conveying the real property to the Local Government, and benefits applicable to the relocation of any displaced person as defined in 49 CFR Section 24.2(g). Documentation to support such compliance must be maintained and made available to the State and its representatives for review and inspection.
  - The Local Government shall assume all costs and perform necessary requirements to provide any necessary evidence of title or right of use in the name of the Local Government to the real property required for development of the Project. The evidence of title or rights shall be acceptable to the State, and be free and clear of all encroachments. The Local Government shall secure and provide easements and any needed rights of entry over any other land needed to develop the Project according to the approved Project plans. The Local Government shall be responsible for securing any additional real property required for completion of the Project.
  - In the event real property is donated to the Local Government after the date of the State's authorization, the Local Government will provide all documentation to the State regarding fair market value of the acquired property. The State will review the Local Government's appraisal, determine the fair market value and credit that amount towards the Local Government's financial share. If donated property is to be used as a funding match, it may not be provided by the Local Government. The State will not reimburse the Local Government for any real property acquired before execution of this agreement and the obligation of federal spending authority.

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CSJ # 0912-72-373  
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- The Local Government shall prepare real property maps, property descriptions, and other data as needed to properly describe the real property and submit them to the State for approval prior to the Local Government acquiring the real property. Tracings of the maps shall be retained by the Local Government for a permanent record.
  - The Local Government agrees to make a determination of property values for each real property parcel by methods acceptable to the State and to submit to the State a tabulation of the values so determined, signed by the appropriate Local Government representative. The tabulations shall list the parcel numbers, ownership, acreage and recommended compensation. Compensation shall be shown in the component parts of land acquired, itemization of improvements acquired, damages (if any) and the amounts by which the total compensation will be reduced if the owner retains improvements. This tabulation shall be accompanied by an explanation to support the determined values, together with a copy of information or reports used in calculating all determined values. Expenses incurred by the Local Government in performing this work may be eligible for reimbursement after the Local Government has received written authorization by the State to proceed with determination of real property values. The State will review the data submitted and may base its reimbursement for parcel acquisitions on these values.
  - Reimbursement for real property costs will be made to the Local Government for real property purchased in an amount not to exceed eighty percent (80%) of the cost of the real property purchased in accordance with the terms and provisions of this agreement. Reimbursement will be in an amount not to exceed eighty percent (80%) of the State's predetermined value of each parcel, or the net cost of the parcel, whichever is less. In addition, reimbursement will be made to the Local Government for necessary payments to appraisers, expenses incurred in order to assure good title, and costs associated with the relocation of displaced persons and personal property as well as incidental expenses.
  - If the Project requires the use of real property to which the Local Government will not hold title, a separate agreement between the owners of the real property and the Local Government must be executed prior to execution of this agreement. The separate agreement must establish that the Project will be dedicated for public use for a period of not less than 10 (ten) years after completion. The separate agreement must define the responsibilities of the parties as to the use of the real property and operation and maintenance of the Project after completion. The separate agreement must be approved by the State prior to its execution. A copy of the executed agreement shall be provided to the State.
14. **Notices**  
 All notices to either party shall be delivered personally or sent by certified or U.S. mail, postage prepaid, addressed to that party at the following address:

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<b>Local Government:</b>	<b>State:</b>
Executive Director  Memorial City Redevelopment Authority c/o Hawes Hill Calderon LLP P.O. Box 22167 Houston, TX 77227-2167	Director of Contract Services  Texas Department of Transportation 125 E. 11 <sup>th</sup> Street  Austin, Texas 78701

All notices shall be deemed given on the date delivered in person or deposited in the mail, unless otherwise provided by this agreement. Either party may change the above address by sending written notice of the change to the other party. Either party may request in writing that notices shall be delivered personally or by certified U.S. mail, and that request shall be carried out by the other party.

**15. Legal Construction**

If one or more of the provisions contained in this agreement shall for any reason be held invalid, illegal, or unenforceable in any respect, such invalidity, illegality, or unenforceability shall not affect any other provisions and this agreement shall be construed as if it did not contain the invalid, illegal, or unenforceable provision.

**16. Responsibilities of the Parties**

The State and the Local Government agree that neither party is an agent, servant, or employee of the other party and each party agrees it is responsible for its individual acts and deeds as well as the acts and deeds of its contractors, employees, representatives, and agents.

**17. Ownership of Documents**

Upon completion or termination of this agreement, all documents prepared by the State shall remain the property of the State. All data prepared under this agreement shall be made available to the State without restriction or limitation on their further use. All documents produced or approved or otherwise created by the Local Government shall be transmitted to the State in the form of photocopy reproduction on a monthly basis as required by the State. The originals shall remain the property of the Local Government. At the request of the State, the Local Government shall submit any information required by the State in the format directed by the State.

**18. Compliance with Laws**

The parties shall comply with all federal, state, and local laws, statutes, ordinances, rules and regulations, and the orders and decrees of any courts or administrative bodies or tribunals in any manner affecting the performance of this agreement. When required, the Local Government shall furnish the State with satisfactory proof of this compliance.

**19. Sole Agreement**

This agreement constitutes the sole and only agreement between the parties and supersedes any prior understandings or written or oral agreements respecting the agreement's subject matter.

**20. Cost Principles**

In order to be reimbursed with federal funds, the parties shall comply with the Cost Principles established in 2 CFR 200 that specify that all reimbursed costs are allowable, reasonable, and allocable to the Project.

**21. Procurement and Property Management Standards**

The parties shall adhere to the procurement standards established in Title 49 CFR §18.36 and with the property management standard established in Title 49 CFR §18.32.

**22. Inspection of Books and Records**

The parties to this agreement shall maintain all books, documents, papers, accounting records, and other documentation relating to costs incurred under this agreement and shall make such materials available to the State, the Local Government, and, if federally funded, the Federal Highway Administration (FHWA), and the U.S. Office of the Inspector General, or their duly authorized representatives for review and inspection at its office during the contract period and for four (4) years from the date of completion of work defined under this contract or until any impending litigation, or claims are resolved. Additionally, the State, the Local Government, and the FHWA and their duly authorized representatives shall have access to all the governmental records that are directly applicable to this agreement for the purpose of making audits, examinations, excerpts, and transcriptions.

**23. Civil Rights Compliance**

**A. Compliance with Regulations:** The Local Government will comply with the Acts and the Regulations relative to Nondiscrimination in Federally-assisted programs of the U.S. Department of Transportation (USDOT), the Federal Highway Administration (FHWA), as they may be amended from time to time, which are herein incorporated by reference and made part of this agreement.

**B. Nondiscrimination:** The Local Government, with regard to the work performed by it during the contract, will not discriminate on the grounds of race, color, or national origin in the selection and retention of subcontractors, including procurement of materials and leases of equipment. The Local Government will not participate directly or indirectly in the discrimination prohibited by the Acts and the Regulations, including employment practices when the contract covers any activity, project, or program set forth in Appendix B of 49 CFR Part 21.

**C. Solicitations for Subcontracts, Including Procurement of Materials and Equipment:** In all solicitations either by competitive bidding or negotiation made by the Local Government for work to be performed under a subcontract, including procurement of materials or leases of equipment, each potential subcontractor or supplier will be notified by the Local Government of the Local Government's obligations under this contract and the Acts and Regulations relative to Nondiscrimination on the grounds of race, color, or national origin.

**D. Information and Reports:** The Local Government will provide all information and reports required by the Acts, the Regulations, and directives issued pursuant thereto, and will permit access to its books, records, accounts, other sources of information, and facilities as may be determined by the State or the FHWA to be pertinent to ascertain compliance with such Acts, Regulations or directives. Where any information required of the Local Government is in the exclusive possession of another who fails or refuses to furnish this information, the Local Government will so certify to the State or the Federal Highway Administration, as appropriate, and will set forth what efforts it has made to obtain the information.

**E. Sanctions for Noncompliance:** In the event of the Local Government's noncompliance with the Nondiscrimination provisions of this contract, the State will impose such contract sanctions as it or the FHWA may determine to be appropriate, including, but not limited to:

- a. withholding of payments to the Local Government under the contract until the Local Government complies and/or
- b. cancelling, terminating, or suspending of the contract, in whole or in part.

**F. Incorporation of Provisions:** The Local Government will include the provisions of paragraphs (A) through (F) in every subcontract, including procurement of materials and leases of equipment, unless exempt by the Acts, the Regulations and directives issued pursuant thereto. The Local Government will take such action with respect to any subcontract or procurement as the State or the FHWA may direct as a means of enforcing such provisions including sanctions for noncompliance. Provided, that if the Local Government becomes involved in, or is threatened with, litigation with a subcontractor or supplier because of such direction, the Local Government may request the State to enter into such litigation to protect the interests of the State. In addition, the Local Government may request the United States to enter into such litigation to protect the interests of the United States.

**24. Disadvantaged Business Enterprise (DBE) Program Requirements**

- A. The parties shall comply with the Disadvantaged Business Enterprise Program requirements established in 49 CFR Part 26.
- B. The Local Government shall adopt, in its totality, the State's federally approved DBE program.
- C. The Local Government shall set an appropriate DBE goal consistent with the State's DBE guidelines and in consideration of the local market, project size, and nature of the goods or services to be acquired. The Local Government shall have final decision-making authority regarding the DBE goal and shall be responsible for documenting its actions.
- D. The Local Government shall follow all other parts of the State's DBE program referenced in TxDOT Form 2395, Memorandum of Understanding Regarding the Adoption of the Texas Department of Transportation's Federally-Approved Disadvantaged Business Enterprise by Entity, and attachments found at web address [http://tp.dot.state.tx.us/pub/txdot/info/bop/abe/mou/mou\\_attachments.pdf](http://tp.dot.state.tx.us/pub/txdot/info/bop/abe/mou/mou_attachments.pdf).
- E. The Local Government shall not discriminate on the basis of race, color, national origin, or sex in the award and performance of any U.S. Department of Transportation (DOT)-assisted contract or in the administration of its DBE program or the requirements of 49 CFR Part 26. The Local Government shall take all necessary and reasonable steps under 49 CFR Part 26 to ensure non-discrimination in award and administration of DOT-assisted

contracts. The State's DBE program, as required by 49 CFR Part 26 and as approved by DOT, is incorporated by reference in this agreement. Implementation of this program is a legal obligation and failure to carry out its terms shall be treated as a violation of this agreement. Upon notification to the Local Government of its failure to carry out its approved program, the State may impose sanctions as provided for under 49 CFR Part 26 and may, in appropriate cases, refer the matter for enforcement under 18 U.S.C. 1001 and the Program Fraud Civil Remedies Act of 1988 (31 U.S.C. 3801 et seq.).

**F. Each contract the Local Government signs with a contractor (and each subcontract the prime contractor signs with a sub-contractor) must include the following assurance: *The contractor, sub-recipient, or sub-contractor shall not discriminate on the basis of race, color, national origin, or sex in the performance of this contract. The contractor shall carry out applicable requirements of 49 CFR Part 26 in the award and administration of DOT-assisted contracts. Failure by the contractor to carry out these requirements is a material breach of this agreement, which may result in the termination of this agreement or such other remedy as the recipient deems appropriate.***

**25. Debarment Certifications**

The parties are prohibited from making any award at any tier to any party that is debarred or suspended or otherwise excluded from or ineligible for participation in Federal Assistance Programs under Executive Order 12549, "Debarment and Suspension." By executing this agreement, the Local Government certifies that it and its principals are not currently debarred, suspended, or otherwise excluded from or ineligible for participation in Federal Assistance Programs under Executive Order 12549 and further certifies that it will not do business with any party, to include principals, that is currently debarred, suspended, or otherwise excluded from or ineligible for participation in Federal Assistance Programs under Executive Order 12549. The parties to this contract shall require any party to a subcontract or purchase order awarded under this contract to certify its eligibility to receive federal funds and, when requested by the State, to furnish a copy of the certification.

**26. Lobbying Certification**

In executing this agreement, each signatory certifies to the best of that signatory's knowledge and belief, that:

- A. No federal appropriated funds have been paid or will be paid by or on behalf of the parties to any person for influencing or attempting to influence an officer or employee of any federal agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any federal contract, the making of any federal grant, the making of any federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any federal contract, grant, loan, or cooperative agreement.
- B. If any funds other than federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with federal contracts, grants, loans, or cooperative agreements, the signatory for the Local Government shall complete and submit the Federal Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions.

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C. The parties shall require that the language of this certification shall be included in the award documents for all sub-awards at all tiers (including subcontracts, subgrants, and contracts under grants, loans, and cooperative agreements) and all sub-recipients shall certify and disclose accordingly. Submission of this certification is a prerequisite for making or entering into this transaction imposed by Title 31 U.S.C. §1352. Any person who fails to file the required certification shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

27. Insurance

If this agreement authorizes the Local Government or its contractor to perform any work on State right of way, before beginning work the entity performing the work shall provide the State with a fully executed copy of the State's Form 1560 Certificate of Insurance verifying the existence of coverage in the amounts and types specified on the Certificate of Insurance for all persons and entities working on State right of way. This coverage shall be maintained until all work on the State right of way is complete. If coverage is not maintained, all work on State right of way shall cease immediately, and the State may recover damages and all costs of completing the work.

28. Federal Funding Accountability and Transparency Act Requirements

- A. Any recipient of funds under this agreement agrees to comply with the Federal Funding Accountability and Transparency Act (FFATA) and implementing regulations at 2 CFR Part 170, including Appendix A. This agreement is subject to the following award terms: <http://www.gpo.gov/fdsys/pkg/FR-2010-09-14/pdf/2010-22705.pdf> and <http://www.gpo.gov/fdsys/pkg/FR-2010-09-14/pdf/2010-22706.pdf>.
- B. The Local Government agrees that it shall:
  - 1. Obtain and provide to the State a System for Award Management (SAM) number (Federal Acquisition Regulation, Part 4, Sub-part 4.11) if this award provides more than \$25,000 in Federal funding. The SAM number may be obtained by visiting the SAM website whose address is: <https://www.sam.gov/portal/public/SAM/>
  - 2. Obtain and provide to the State a Data Universal Numbering System (DUNS) number, a unique nine-character number that allows Federal government to track the distribution of federal money. The DUNS may be requested free of charge for all businesses and entities required to do so by visiting the Dun & Bradstreet (D&B) on-line registration website <http://fedgov.dnb.com/webform>; and
  - 3. Report the total compensation and names of its top five (5) executives to the State if:
    - i. More than 80% of annual gross revenues are from the Federal government, and those revenues are greater than \$25,000,000; and
    - ii. The compensation information is not already available through reporting to the U.S. Securities and Exchange Commission.

29. Single Audit Report

- A. The parties shall comply with the requirements of the Single Audit Act of 1994, P.L. 98-502, ensuring that the single audit report includes the coverage stipulated in 2 CFR 200.
- B. If threshold expenditures of \$750,000 or more are met during the fiscal year, the Local Government must submit a Single Audit Report and Management Letter (if applicable) to

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TxDOT's Compliance Division, 125 East 11th Street, Austin, TX 78701 or contact TxDOT's Compliance Division at [singleaudits@txdot.gov](mailto:singleaudits@txdot.gov).

- C. If expenditures are less than the threshold during the Local Government's fiscal year, the Local Government must submit a statement to TxDOT's Compliance Division as follows: "We did not meet the \$\_\_\_\_\_ expenditure threshold and therefore, are not required to have a single audit performed for FY \_\_\_\_\_."
- D. For each year the project remains open for federal funding expenditures, the Local Government will be responsible for filing a report or statement as described above. The required annual filing shall extend throughout the life of the agreement, unless otherwise amended or the project has been formally closed out and no charges have been incurred within the current fiscal year.

30. Pertinent Non-Discrimination Authorities

During the performance of this contract, the Local Government, for itself, its assignees, and successors in interest agree to comply with the following nondiscrimination statutes and authorities; including but not limited to:

- A. Title VI of the Civil Rights Act of 1964 (42 U.S.C. § 2000d et seq., 78 stat. 252), (prohibits discrimination on the basis of race, color, national origin); and 49 CFR Part 21.
- B. The Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970, (42 U.S.C. § 4601), (prohibits unfair treatment of persons displaced or whose property has been acquired because of Federal or Federal-aid programs and projects).
- C. Federal-Aid Highway Act of 1973, (23 U.S.C. § 324 et seq.), as amended, (prohibits discrimination on the basis of sex).
- D. Section 504 of the Rehabilitation Act of 1973, (29 U.S.C. § 794 et seq.) as amended, (prohibits discrimination on the basis of disability); and 49 CFR Part 27.
- E. The Age Discrimination Act of 1975, as amended, (49 U.S.C. § 6101 et seq.), (prohibits discrimination on the basis of age).
- F. Airport and Airway Improvement Act of 1982, (49 U.S.C. Chapter 471, Section 47123), as amended, (prohibits discrimination based on race, creed, color, national origin, or sex).
- G. The Civil Rights Restoration Act of 1987, (PL 100-209), (Broadened the scope, coverage and applicability of Title VI of the Civil Rights Act of 1964, The Age Discrimination Act of 1975 and Section 504 of the Rehabilitation Act of 1973, by expanding the definition of the terms "programs or activities" to include all of the programs or activities of the Federal-aid recipients, subrecipients and contractors, whether such programs or activities are Federally funded or not).
- H. Titles II and III of the Americans with Disabilities Act, which prohibits discrimination on the basis of disability in the operation of public entities, public and private transportation systems, places of public accommodation, and certain testing entities (42 U.S.C. §§ 12131-12189) as implemented by Department of Transportation regulations at 49 C.F.R. parts 37 and 38.
- I. The Federal Aviation Administration's Nondiscrimination statute (49 U.S.C. § 47123) (prohibits discrimination on the basis of race, color, national origin, and sex).
- J. Executive Order 12898, Federal Actions to Address Environmental Justice in Minority Populations and Low-Income Populations, which ensures nondiscrimination against minority populations by discouraging programs, policies, and activities with

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disproportionately high and adverse human health or environmental effects on minority and low-income populations.

- K. Executive Order 13166, Improving Access to Services for Persons with Limited English Proficiency, and resulting agency guidance, national origin discrimination includes discrimination because of limited English proficiency (LEP). To ensure compliance with Title VI, the parties must take reasonable steps to ensure that LEP persons have meaningful access to the programs (70 Fed. Reg. at 74087 to 74100).
- L. Title IX of the Education Amendments of 1972, as amended, which prohibits the parties from discriminating because of sex in education programs or activities (20 U.S.C. 1681 et seq.).

31. Signatory Warranty

Each signatory warrants that the signatory has necessary authority to execute this agreement on behalf of the entity represented.

THIS AGREEMENT IS EXECUTED by the State and the Local Government in duplicate.

THE LOCAL GOVERNMENT

Authorized by: Ann Givens  
Signature  
Ann Givens  
Typed or Printed Name  
Board chair MCRDA/TIAZ 17  
Title  
8/15/2017  
Date

THE STATE OF TEXAS

Authorized by: Kenneth Stewart  
Signature  
Kenneth Stewart  
Director of Contract Services  
Texas Department of Transportation  
8/23/2017  
Date

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ATTACHMENT A  
RESOLUTION OR ORDINANCE

**RESOLUTION AUTHORIZING EXECUTION OF AN  
ADVANCE FUNDING AGREEMENT WITH THE TEXAS DEPARTMENT OF  
TRANSPORTATION**

WHEREAS, the Memorial City Redevelopment Authority was awarded discretionary transportation funding through the Houston-Galveston Area Council 2015-2018 Transportation Improvement Program Call for Projects for the North Gessner Reconstruction Project (the "Project"); and

WHEREAS, the Memorial City Redevelopment Authority desires to reaffirm its support of the Project and approve and authorize the execution of an Advance Funding Agreement with the Texas Department of Transportation for the Project (the "Agreement");

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE MEMORIAL CITY REDEVELOPMENT AUTHORITY THAT:

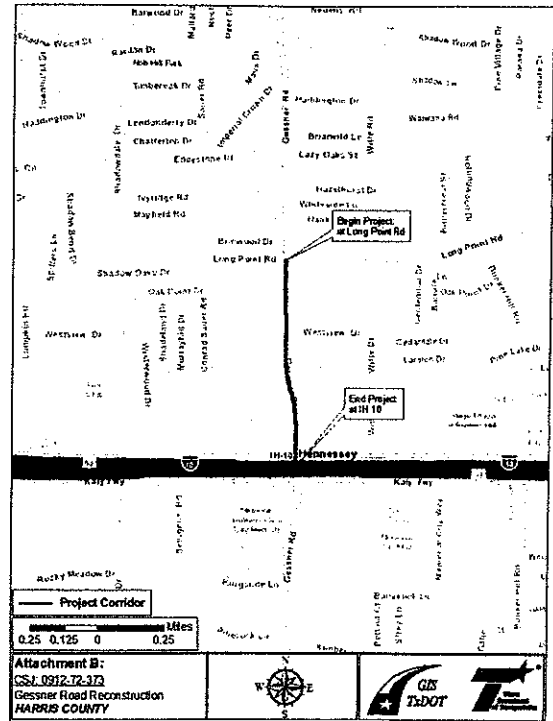
The Agreement, a copy of which is attached hereto as Exhibit "A" and made a part hereof for all purposes, is hereby authorized and approved.

DULY PASSED by majority vote of all members of the Board of Directors of the Memorial City Redevelopment Authority on the 23<sup>rd</sup> day of January, 2017.

  
Ann Givens  
Chair, Board of Directors

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**ATTACHMENT B  
LOCATION MAP SHOWING PROJECT**



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**ATTACHMENT C  
PROJECT BUDGET**

Costs will be allocated based on 80% Federal funding and 20% Local Government funding until the federal funding reaches the maximum obligated amount. The Local Government will then be responsible for 100% of the costs.

Description	Total Estimated Cost	Federal Participation		State Participation		Local Participation	
		%	Cost	%	Cost	%	Cost
Construction (Category 7 - STP-MM) by State	\$3,482,000	80%	\$2,785,600	%	\$0	20%	\$696,400
Construction (Category 3 - Local) by State	\$10,000,000	%	\$0	%	\$0	100%	\$10,000,000
<b>Subtotal</b>	<b>\$13,482,000</b>		<b>\$2,785,600</b>		<b>\$0</b>		<b>\$10,696,400</b>
Environmental Direct State Costs	\$8,000	80%	\$6,400	0%	\$0	20%	\$1,600
Right of Way Direct State Costs	\$1,000	80%	\$800	0%	\$0	20%	\$200
Engineering Direct State Costs	\$80,000	80%	\$64,000	0%	\$0	20%	\$12,000
Utility Direct State Costs	\$1,000	80%	\$800	0%	\$0	20%	\$200
Construction Direct State Costs	\$750,000	80%	\$600,000	0%	\$0	20%	\$150,000
Indirect State Costs	\$45,000	0%	\$0	100%	\$45,000	0%	\$0
<b>TOTAL</b>	<b>\$14,347,000</b>		<b>\$3,441,600</b>		<b>\$45,000</b>		<b>\$10,860,400</b>

Initial payment by the Local Government to the State: \$14,000  
 Payment by the Local Government to the State before construction: \$10,846,400  
 Estimated total payment by the Local Government to the State \$10,860,400  
 This is an estimate. The final amount of Local Government participation will be based on actual costs.

**ALLEN BOONE HUMPHRIES ROBINSON LLP**

To contact the ABHR Billing Department, please call 713-860-6400 or email at [billing@abhr.com](mailto:billing@abhr.com)

September 14, 2017

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Client/Matter: MEM001-01  
 Statement Number: 60341  
 Billing Attorney: Jessica Holoubek


**REMITTANCE PAGE**

Fees for services posted through September 08, 2017 1,370.00  
 Expenses and Other Items posted through September 08, 2017 5.88  
**Total Amount Due: \$1,375.88**

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

Case # 6330  
 9/14/2017  


**ABHR**  
**ALLEN BOONE HUMPHRIES ROBINSON LLP**  
Telephone ID 713-860-1721  
 September 14, 2017

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**

Ms. Michelle Lofton  
 ETI Bookkeeping Services  
 17111 Rolling Creek Drive, Suite 108  
 Houston, TX 77090

Client/Matter: MEM001-01  
 Statement Number: 90341  
 Billing Attorney: Jessica Holoubek

**General**

**Professional Fees**

Fees for services posted through September 08, 2017, as follows:

Date	Professional	Hours
<b>General</b>		
08/07/17	Yvonne Onak	0.25
08/12/17	Yvonne Onak	0.25
08/15/17	Jessica Holoubek	1.50
08/16/17	Holly Huston	0.25
08/17/17	Janelle N. Hedges	0.25
08/24/17	Jessica Holoubek	0.50
08/24/17	Holly Huston	0.25
08/25/17	Holly Huston	0.25
09/06/17	Holly Huston	0.25
09/08/17	Beth King	0.25

Allen Boone Humphries Robinson LLP

September 14, 2017

Total Task Hours: 4.00  
 Total Task Amount: \$1,370.00  
 Total Fees: \$1,370.00

**Expenses and Other Items**

Expenses and Other Items posted through September 08, 2017, as follows:

08/15/17 JBH Mileage expense. 5.88  
 Total Expenses and Other Items: 5.88

**TASK FEE BREAKDOWN**

General	Hours	Amount
	4.00	1,370.00
Total Fees:		\$ 1,370.00
Total Expenses and Other Items:		\$ 5.88
Total Amount Due:		\$ 1,375.88

Allen Boone Humphries Robinson LLP

September 14, 2017

**ALLEN BOONE HUMPHRIES ROBINSON LLP**

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

September 14, 2017

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**

Projects

Client/Matter: MEM001-03  
 Statement Number: 90342  
 Billing Attorney: Jessica Holoubek

**REMITTANCE PAGE**

Fees for services posted through September 08, 2017 2,205.00  
 Expenses and Other Items posted through September 08, 2017 0.00  
 Total Amount Due: \$2,205.00

*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

30  
 CODE# VRE1003  
 See Detail  
 9/20/2017

**ABHR**

**ALLEN BOONE HUMPHRIES ROBINSON LLP**

Telephone ID 713-860-1721

September 14, 2017

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**

Ms. Michelle Lofton  
 ETI Bookkeeping Services  
 17111 Rolling Creek Drive, Suite 108  
 Houston, TX 77090

Client/Matter: MEM001-03  
 Statement Number: 90342  
 Billing Attorney: Jessica Holoubek

**Projects**

**Professional Fees**

Fees for services posted through September 08, 2017, as follows:

Date	Professional	Hours
<b>SBMSA detention # 1735</b>		
08/09/17	Jessica Holoubek	0.25
08/11/17	Jessica Holoubek	1.50
08/18/17	Jessica Holoubek	0.75
08/25/17	Jessica Holoubek	0.25
Total Task Hours:		2.75
Total Task Amount:		\$1,347.50
<b>Town &amp; Country W. Drain/Mobil - 1717 # 1717</b>		
08/15/17	Jessica Holoubek	0.25
08/16/17	Jessica Holoubek	0.25
08/17/17	Jessica Holoubek	0.75
08/24/17	Jessica Holoubek	0.25
08/25/17	Jessica Holoubek	0.25
Total Task Hours:		1.75
Total Task Amount:		\$857.50
Total Fees:		\$2,205.00

**TASK FEE BREAKDOWN**

SBMSA detention	Hours	Amount
	2.75	1,347.50

Allen Boone Humphries Robinson LLP

September 14, 2017

Town & Country W. Drain/Mobil - 1717

1.75 857.50

Total Fees: \$ 2,205.00  
Total Expenses and Other Items: \$ 0.00  
Total Amount Due: \$ 2,205.00

Equi-Tax Inc.

Invoice

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

DATE	INVOICE #
9/1/2017	51468

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  
mlofton@etiaccounting.com  
and to Scott Beas sbeas@hhcllp.com and Linda Clayton  
lclayton@hhcllp.com at Hawes Hill

Total 5400.00

Code # 6333  
9-6-2017

Allen Boone Humphries Robinson LLP

September 14, 2017

ETI Bookkeeping Services  
PO BOX 73109  
Houston, TX 77273

Invoice

Date	Invoice #
9/1/2017	8034

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

Description	Qty	Rate	Amount
Bookkeeping		900.00	900.00

Total	900.00
Payments/Credits	0.00
Balance Due	900.00

Code # 6333  
9-6-2017

RPS klotz associates

1140 Dairy Ashford, Suite 300, Houston, Texas 77079  
T 281 589 7257 E email@rklotz.com VV rps@group.com | klotz.com

Mr. Scott Beas  
Executive Director  
Memorial City Redevelopment Authority  
8955 Katy Freeway, Suite 213  
Houston, TX 77024

August 18, 2017  
Project No: 060314  
Invoice No: 717125  
Legacy Project No: 1111,002,000

TIRZ 17 Memorial City Redevelopment Authority Briar Branch Channel Improvements & Storm  
TIRZ 17 CIP No. T-1734A & T-1734B  
HCFLD Unit W140-01-00  
For Professional Services rendered from July 1, 2017 to July 28, 2017:

Description	Contract Amount	Percent Complete	Billed to Date	Previously Invoiced	Current Invoices
Basic Services (LS)	919,543.75	91.69	841,129.66	818,531.94	4,597.72
Additional Services (T&M)	191,506.26	58.0942	111,253.99	111,253.99	0.00
Total Fee	1,111,050.01		952,383.65	929,785.93	4,597.72
					4,597.72
					\$4,597.72
					0.00

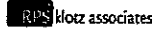
  

Receipts	Current	Previous	Totals
Total Billings	4,597.72	949,785.94	954,383.66
Contract Amount			1,111,050.00
Balance			157,121.34
Total Due This Invoice:			54,597.72

Code # 1734  
9-6-2017

Memorial City Redevelopment Authority / TIRZ 17

Briar Branch (W149-01-00) 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



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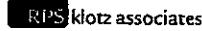
Professional Services Summary  
Through 07/28/17  
Invoice #

Task	Contract Budget Fees	Authorized Amounts	Percent Complete %	Budget Amount Earned	Previously Billed	Earned This Period
<b>Basic Services</b>						
I. Phase I - PER (Complete)	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
II. Phase II - Final Design	\$919,543.74	\$919,543.74	91.6900%	\$843,129.66	\$836,531.04	\$4,687.72
III. Phase III - CIP (Not Authorized)	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
<b>SubTotal Basic Services</b>	<b>\$919,543.74</b>	<b>\$919,543.74</b>		<b>\$843,129.66</b>	<b>\$836,531.04</b>	<b>\$4,687.72</b>
<b>Additional Engineering Services / Subcontracted Services / Reimbursable Expenses</b>						
<b>I. Additional Engineering Services</b>	<b>\$81,460.00</b>					
1. TCPs - Traffic Control Plans		\$38,770.00	55.18%	\$21,372.18	\$21,372.18	\$0.00
2. SWQP - Stormwater Pollution Prevention Plans		\$17,028.00	72.53%	\$12,345.00	\$12,345.00	\$0.00
3. Signing & Striping Plans		\$29,018.00	0.00%	\$0.00	\$0.00	\$0.00
4. ESA 1 (Straws) - RPS Klotz		\$5,700.00	91.78%	\$5,226.89	\$5,226.89	\$0.00
<b>II. Subcontracted Services</b>	<b>\$77,824.19</b>					
1. Advt Topo. Survey		\$29,562.90	100.00%	\$29,562.90	\$29,562.90	\$0.00
2. Tree Protection Plan		\$10,990.00	42.99%	\$4,642.92	\$4,642.92	\$0.00
3. Geotech (Straws)		\$37,621.28	100.00%	\$37,621.28	\$37,621.28	\$0.00
<b>III. Reimbursable Expenses</b>	<b>\$32,122.10</b>					
1. Reimbursable Expenses		\$32,122.10	0.24%	\$77.09	\$77.09	\$0.00
<b>SubTotal Additional Services</b>	<b>\$181,508.29</b>	<b>\$181,508.29</b>		<b>\$110,788.24</b>	<b>\$110,788.24</b>	<b>\$0.00</b>
<b>Total Professional Services Fees</b>	<b>\$1,111,052.00</b>	<b>\$1,111,052.00</b>		<b>\$953,917.90</b>	<b>\$949,320.18</b>	<b>\$4,687.72</b>
<b>Total Fees Earned this Period</b>						<b>\$4,687.72</b>

AJ 17

07/20/17

Page 1 of 1



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Monthly Status Report

Project: Memorial City Redevelopment Authority / TIRZ 17  
Briar Branch (W149-01-00) Channel Improvements &  
Briar Branch 'Straws' and Bunker Hill Bridge

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

Period: Through July 28, 2017

RPS Klotz Assoc. Project No: 1111.002.000 / 006314

Activities This Period

1. Ph II Final Design - Authorization received dated 03/07/14, 09/06/16

a. Basic and Additional Services

- 1.) Geotechnical Investigation and ESA 1 for 'Straws' complete.
- 2.) Continue development of 'Straws' plans and incorporating into Briar Branch plans and documents for one construction project.
- 3.) Updated Drainage Impact Study draft report submitted to HCFCD for review and approval. Initial HCFCD comments received dated 03-30-17. Responses to comments complete and resubmitted to HCFCD for review and approval. Additional comments received 07-13-17.
- 4.) Updated Drainage Impact Study draft report submitted to the City of Houston for review and approval.
- 5.) Updated model information submitted to the City of Houston for concurrent review. Initial COH comments received 06-12-17. Meeting held 07-13-17 to resolve comments.

b. Meetings

- 1.) Project Team Meetings as required.
- 2.) Additional meetings with TIRZ, SWA and CoH as required.
- 3.) Attended and provided project updates at TIRZ Board Meeting and TIRZ Board CIP Committee Meeting as requested.

Activities Planned for Next Period

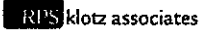
1. Ph II Final Design.

a. Basic and Additional Services

- 1.) Continue development of plans and documents for one construction package
- 2.) Updated Plans will be submitted to HCFCD and CoH upon approval of Drainage Impact Report by HCFCD & CoH.
- 3.) Respond to comments and questions from HCFCD, CoH and TIRZ.

b. Meetings

- 1.) Project Team Meetings as required.
- 2.) Additional meetings with TIRZ and SWA as required.
- 3.) Coordination meetings with HCFCD and CoH as required.



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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  
8555 Katy Freeway, Suite 215  
Houston, TX 77024

September 15, 2017

Project No: 006602  
Invoice No: 017055

Legacy Project No: 1111.004.000

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

For Professional Services rendered from July 28, 2017 to September 1, 2017:

Description	Contract Amount	Percent Complete	Billed to Date	Previously Invoiced	Current Invoice
PhII Final Design T-1732A & B (TxDOT)	460,700.00	2.22	10,237.54	10,237.54	0.00
PhII Final Design T-1732B (COH)	127,433.00	97.47	124,218.89	117,622.50	6,586.39
PhII Final Design T-1732A (COH)	474,170.00	98.45	466,828.37	466,828.37	0.00
PhI PER Update	107,830.00	92.74	102,020.09	100,020.09	0.00
Additional Services	214,087.96	54.132	116,492.05	98,637.69	17,854.36
Sub - Contracted Engineering Svc (N/A)	20,000.00	0.00	0.00	0.00	0.00
Reimbursable Expenses	21,800.00	0.00	0.00	0.00	0.00
<b>Total Fee</b>	<b>1,427,042.96</b>		<b>817,776.94</b>	<b>793,328.19</b>	<b>24,442.75</b>
					<b>\$24,442.75</b>

Recap:	Current	Previous	To-Date
Total Billings	24,442.75	793,328.18	817,770.93
Contract Amount Balance			1,427,042.96
			69,272.03
<b>Total Due This Invoice</b>			<b>\$24,442.75</b>

Remit Payment:  
1160 N Dairy Ashford, Suite 500, Houston, Texas 77079  
T: (281) 589-7257 F: (281) 589-7300

30  
Copy # 1732 A  
9/18/2017



Memorial City Redevelopment Authority / TIRZ 17

North Gessner Drainage and Mobility Improvements  
 (H10 (Katy Freeway) to Westview & Westview to Long Point  
 TRZ 17 CIP No. T-1732A & T-1732B  
 RPS Klotz Assoc. Job No. 1111.004.000

**RPS**  
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Professional Services Summary  
 Through 09/30/17  
 Invoice #

Additional Services Detail  
 Through 09/30/17  
 Invoice #

Additional Engineering Services / SubContracted Services / Reimbursable Charges this Month	Sub-Consultant	Sub-Consultant Invoice Amount	KA Markup (PS)	SubTotal	Cost This Month
I. Additional Engineering Services 4. Ph 2 ESA NO MARKUP	RPS Klotz	\$17,854.36	\$0.00	\$17,854.36	\$17,854.36

Task	Contract Budget Fees	Authorized Amounts	Percent Complete %	Budget Amount Earned	Previously Billed	Earned This Period
<b>Basic Services</b>						
I. Phase I - PER Update	\$107,850.00	\$107,850.00	92.7400%	\$100,020.00	\$100,020.00	\$0.00
II. Phase II - Final Design						
1. T-1732A (CoH)	\$474,170.00	\$474,170.00	98.45%	\$466,820.37	\$466,820.37	\$0.00
2. T-1732B (CoH)	\$157,835.00	\$157,835.00	97.47%	\$154,210.38	\$154,210.38	\$0.00
3. T-1732A & B (TxDOT)	\$480,700.00	\$480,700.00	2.22%	\$10,227.54	\$10,227.54	\$0.00
III. Phase III - CPS (Not Authorized)	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
<b>SubTotal Basic Services</b>	<b>\$1,170,555.00</b>	<b>\$1,170,555.00</b>		<b>\$791,278.00</b>	<b>\$684,400.60</b>	<b>\$0.00</b>
<b>Additional Engineering Services / SubContracted Services / Reimbursable Expenses</b>						
I. Additional Engineering Services	\$148,781.00					
1. TCPPs - Traffic Control Plans	\$23,260.00		75.17%	\$17,499.50	\$17,499.50	\$0.00
2. Traffic Signals - 4 Temp. Mods & 1 New (Gessner & Westview)	\$68,010.00		48.65%	\$33,768.07	\$33,768.07	\$0.00
3. SWQP - Stormwater Pollution Prevention Plans	\$11,160.00		90.32%	\$10,025.00	\$10,025.00	\$0.00
4. Ph 2 ESA	\$47,371.00		74.20%	\$35,198.64	\$17,344.32	\$17,854.36
II. SubContracted Services						
1. Updated Geotechnical Invest. (Artes)	\$22,224.24	\$22,224.24	80.00%	\$20,018.82	\$20,018.82	\$0.00
2. Updated Survey (Koo)	\$26,973.00	\$26,973.00	0.00%	\$0.00	\$0.00	\$0.00
3. Street Light Plans (Jann)	\$9,178.02	\$9,178.02	0.00%	\$0.00	\$0.00	\$0.00
4. Tree Protection Plans (KooH)	\$5,950.88	\$5,950.88	0.00%	\$0.00	\$0.00	\$0.00
5. Add'l Sub-Consultant Services	\$20,000.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
III. Reimbursable Expenses	\$22,890.00	\$22,860.00	0.96%	\$0.00	\$0.00	\$9.00
<b>SubTotal Additional Services</b>	<b>\$258,837.96</b>	<b>\$238,887.96</b>		<b>\$116,682.04</b>	<b>\$95,637.89</b>	<b>\$17,854.36</b>
<b>Total Professional Services Fees</b>	<b>\$1,429,392.96</b>	<b>\$1,409,442.96</b>		<b>\$907,960.04</b>	<b>\$779,938.49</b>	<b>\$17,854.36</b>
<b>Total Fees Earned This Period</b>						<b>\$17,854.36</b>



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Monthly Progress Report

Project: Memorial City Redevelopment Authority / TIRZ 17  
 N. Gessner Drainage and Mobility Improvements - H10 to Long Point  
 CIP No: T-1732A & T-1732B

Period: Through September 1, 2017  
 RPS Klotz Assoc. Project No: 1111.004.000

Activities Completed this Period

1. Ph I PER Update - Authorization received dated 12-16-16.
  - a. Completed review of previous draft PERs for update.
  - b. Submitted updated draft PER to CoH for review and approval, 6-23-17.
    - 1.) Received CoH comments on 7-27-17.
    - 2.) Received CoH Wastewater Ops comments on 8-9-17.
2. Ph II Final Design - Authorization received dated 11/14-14 & 12-16-16.
  - a. Basic and Additional Services
    - 1.) Updated N. Gessner SWMM model to incorporate A&B as one project and Updated draft Drainage Impact Report for CoH review and approval.
    - 2.) Continue development of design plans as one construction project.
    - 3.) Continue ESA II study, FC 120 Categorical Exclusion.
    - 4.) Continue coordination with SWA for streetscape design.
    - 5.) Received draft Geotechnical Investigation Report, 4-11-17.
      - i. Submitted to CoH for Review on 6-23-17
      - ii. CoH comments received on 7-21-17.
      - iii. Comments submitted to Subconsultant on 7-24-17. Pending updates for final submittal to CoH.
    - 6.) Received updated Survey, 6-14-17.
      - i. Pending updates to survey
    - 7.) Performed estimate of Overhead power line relocation cost on 8-14-2017.
    - 8.) Continue to address CoH Drainage Model comments received during the meeting on 7-13-17. Pending receipt of additional comments from the City.
  - b. Meetings
    - 1.) Attended meeting with TIRZ 17 to review Drainage Improvements and Overhead powerline relocations on 8-15-17.
    - 2.) Project meetings with SWA as required.
    - 3.) Additional Project Team Meetings as required.
    - 4.) Project Review Meetings with CoH as required.
    - 5.) Progress Mtgs. with TIRZ Executive Director as requested.
    - 6.) Attended and provided update at TIRZ Board & CIP Committee Meetings.



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Activities Planned for Next Period

1. Ph I PER Update
  - a. Review and address Updated PER CoH review comments.
  - b. Prepare for CoH Technical Review Committee Meeting for TRC approval.
2. Ph II Final Design.
  - a. Basic and Additional Services
    - 1.) Submit proposal to obtain a Fault Study for the existing Fault Line along the project limits.
    - 2.) Submit Final Geotech Report to CoH for review and approval.
    - 3.) Complete development of draft design plans as one construction project
    - 4.) Continue tasks for ESA II and FC 120 Categorical Exclusion.
    - 5.) Continue coordination with SWA for streetscape design.
  - b. Meetings
    - 1.) Project Team Meetings and Additional meetings with TIRZ as required.
    - 2.) Provide project update at TIRZ CIP Committee and Board Meetings.
    - 3.) Project Team Meeting with SWA.

Issues and Information we are waiting to receive - Final approval/execution of AFA for TxDOT Grant for project.



Mr. Scott Bean  
Executive Director  
Memorial City Redevelopment Authority  
8555 Katy Freeway, Suite 215  
Houston, TX 77024

September 18, 2017  
Project No: 006314  
Invoice No: 817113

Legacy Project No: 1111.002.000

TIRZ 17 Memorial City Redevelopment Authority Briar Branch Channel Improvements & Swales  
TIRZ 17 CIP No. T-1734A & T-1734B  
HCFCO Unit W149-41-00

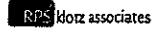
For Professional Services rendered from July 23, 2017 to September 1, 2017:

Description	Contract Amount	Percent Complete	Billed to Date	Previously Invoiced	Current Invoice
Basic Services (LS)	919,543.75	92.87	851,989.28	841,129.66	10,859.62
Additional Services (T&M)	191,306.26	38.0942	111,253.99	111,253.99	0.00
Total Fee	1,111,050.01		963,243.27	952,383.65	10,859.62
					10,859.62
					\$18,859.62
					8.88
Recap:					
Total Billings	10,859.62		954,383.65	965,234.28	
Contract Amount				1,111,050.00	
Balance				146,270.72	
			Total Due This Invoice:		\$18,859.62

CODE # 1734  
9/18/2017

Remit Payment:  
1160 N Dairy Ashford, Suite 500, Houston, Texas, 77079  
T: (281) 589-7257 F: (281) 589-7328

Memorial City Redevelopment Authority / TIRZ 17



Briar Branch (W149-01-00) 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

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Professional Services Summary  
Through 09/01/17  
Invoice # \_\_\_\_\_

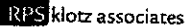
Task	Contract Budget Fees	Authorized Amounts	Percent Complete %	Budget Amount Earned	Previously Billed	Earned This Period
<b>Basic Services</b>						
I. Phase I - PER (Complete)	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00
II. Phase II - Final Design	\$919,543.74	\$919,543.74	92.87%	\$852,989.27	\$841,129.66	\$10,859.62
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		\$852,989.27	\$841,129.66	\$10,859.62
<b>Additional Engineering Services / SubContracted Services / Reimbursable Expenses</b>						
I. Additional Engineering Services	\$21,480.00					
1. T&P's - Traffic Control Plans		\$38,730.00	66.18%	\$25,372.18	\$21,372.18	\$0.00
2. SWQP - Stormwater Pollution Prevention Plans		\$17,020.00	72.51%	\$12,345.00	\$12,345.00	\$0.00
3. Signage & Striping Plans		\$20,018.00	0.00%	\$0.00	\$0.00	\$0.00
3. ESA 1 (Straws) - RPS Klotz		\$5,700.00	91.70%	\$5,226.89	\$5,226.89	\$0.00
II. SubContracted Services	\$77,824.19					
1. Add'l Topo. Survey		\$29,592.80	100.00%	\$29,592.80	\$29,592.80	\$0.00
2. Tree Protection Plan		\$10,800.00	42.69%	\$4,642.82	\$4,642.82	\$0.00
3. Geotech (Straws)		\$37,421.29	100.00%	\$37,421.29	\$37,421.29	\$0.00
III. Reimbursable Expenses	\$32,122.10					
1. Reimbursable Expenses		\$32,122.10	0.24%	\$77.09	\$77.09	\$0.00
SubTotal Additional Services	\$191,508.28	\$191,508.28		\$110,788.34	\$110,788.34	\$0.00
Total Professional Services Fees	\$1,111,050.00	\$1,111,050.00		\$964,788.51	\$853,917.99	\$10,859.62

Total Fees Earned this Period \$10,859.62

Aug 17

9/20/17

Page 1 of 1



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

Monthly Status Report

Project: Memorial City Redevelopment Authority / TIRZ 17  
Briar Branch (W149-01-00) Channel Improvements &  
Briar Branch 'Straws' and Bunker Hill Bridge

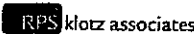
CIP No: T-1734A & T-1734B  
Period: Through September 1, 2017  
RPS Klotz Assoc. Project No: 1111.002.000 / 006314

Activities This Period

1. Ph II Final Design - Authorization received dated 03/07/14, 09/06/16
  - a. Basic and Additional Services
    - 1.) Geotechnical Investigation and ESA 1 for 'Straws' complete.
    - 2.) Continue development of 'Straws' plans and incorporating into Briar Branch plans and documents for one construction project.
    - 3.) Updated Drainage Impact Study draft report submitted to HCFCO for review and approval. Initial HCFCO comments received dated 03-30-17. Responses to comments complete and resubmitted to HCFCO for review and approval. Additional comments received 07-13-17. Responses to additional comments complete and resubmitted to HCFCO for review and approval.
    - 4.) Updated Drainage Impact Study draft report submitted to the City of Houston for review and approval.
    - 5.) Updated model information submitted to the City of Houston for concurent review. Initial COH comments received dated 06-21-17. Meeting held 07-13-17 to resolve comments. Responses to comments complete and resubmitted to COH for review and approval.
  - b. Meetings
    - 1.) Project Team Meetings as required.
    - 2.) Additional meetings with TIRZ, SWA and CoH as required.
    - 3.) Attended and provided project updates at TIRZ Board Meeting and TIRZ Board CIP Committee Meeting as requested.

Activities Planned for Next Period

1. Ph II Final Design.
  - a. Basic and Additional Services
    - 1.) Continue development of plans and documents for one construction package
    - 2.) Updated Plans will be submitted to HCFCO and CoH upon approval of Drainage Impact Report by HCFCO & CoH.
    - 3.) Respond to comments and questions from HCFCO, CoH and TIRZ.



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

b. Meetings

- 1.) Project Team Meetings as required.
- 2.) Additional meetings with TIRZ and SWA as required.
- 3.) Coordination meetings with HCFCO and CoH as required.
- 4.) Attend and provide project update at TIRZ Board Meeting.

Issues and Information we are waiting to receive - None

**McCALL GIBSON SWEDLUND BARFOOT PLLC**

Certified Public Accountants

13109 Northwest Center Drive  
Suite 225  
Houston, Texas 77063-5610  
(713) 462-8041  
Fax (713) 462-2792  
E-Mail: [mgsw@mgswpllc.com](mailto:mgsw@mgswpllc.com)

9600 Green Hills Trail  
Suite 1300W  
Austin, Texas 78723  
512-319-2229  
[www.mgspllc.com](http://www.mgspllc.com)

September 18, 2017

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, 2017.

Interim Billing \$ 8,000.00

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

Code # 6331  
9/30/2017  
SP

**SAL ESPARZA, INC.**

Remit To Address:  
PO BOX 94616  
HOUSTON, TEXAS 77290  
281-464-2983

Date	Invoice #
8/31/17	26855

Bill To  
Memorial City Redevelopment Authority, TI  
Scott Bean, Executive Director  
PO Box 22167  
Houston, Texas 77227-2167

S.O. No.	P.O. No.	Terms	Project

Quantity	Description	Rate	Amount
	GROUNDS MAINTENANCE SERVICES FOR AUGUST 2017.		
1	BRIAR BRANCH BASIN #1731A	655.40	655.40
1	LUMPKIN BASIN # 1709	433.52	433.52
<b>Balance Due</b>			<b>51,088.92</b>

Code # See above  
9/30/2017  
SP



9/13/2017

Invoice #: 43015772

**Bill To:**

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

**Invoice** **Balance Due: \$9,000.00**

Description	Amount
Professional consulting and administrative fee, September 2017 (new rate effective July 1, 2017)	\$8,000.00
Balance owed at new rate, professional consulting and administrative fee, @\$500/month for July and August	\$1,000.00

**Terms: C.O.D.**

Total Amount: \$9,000.00

Owed As Of: 9/20/2017

*CODE # 6340  
9/20/2017*

Hawes Hill & Associates LLP, PO Box 22167, Houston TX 77227-2167

713-595-1200

EIN 76-0565638

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

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**AGENDA MEMORANDUM**

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

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5. Report from LAN on Hurricane Harvey.

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

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**AGENDA MEMORANDUM**

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

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6. Agree-upon Procedures report for T & C Way Partners LLC and authorize appropriate action.

RECEIPT

Memorial City Redevelopment Authority (the "Authority") was organized and created by the City of Houston, Texas, to aid, assist and act on behalf of Tax Increment Reinvestment Zone No. 17 (the "Zone"); and

T&C Way Partners, LLC ("Midway") is an owner of land within the Zone; and

The Authority and Midway entered into a Development Agreement (the "Development Agreement") for the purpose of financing the acquisition of land for the construction of street and detention improvements for the extension of Town & Country Way from Town & Country Boulevard west toward Beltway 8 (the "Project"), more particularly described in the developer reimbursement report prepared by McCall Gibson Swedlund Barfoot PLLC dated August 25, 2016, attached hereto (the "Report"); and

Midway has paid certain costs for 0.4959 acres (the "Land") for public improvements as described in the Report and the Development Agreement;



NOW, THEREFORE, Midway acknowledges the receipt of the sum of \$1,649,592.51 (the "Payment") as partial payment under the Development Agreement for funds advanced for the Project described in the Development Agreement and as described in the Report. The Authority is entitled to rely on this Receipt.

Midway represents and warrants that (1) the Payment is for funds advanced under the Development Agreement; (2) it is the proper party to whom the payment for the matters reimbursed herein should be paid by the Authority; and (3) that there are no other parties that could claim a right to payment of the reimbursement. IN CONSIDERATION OF THE PAYMENT TO MIDWAY BY THE AUTHORITY AND OTHER GOOD AND VALUABLE CONSIDERATION, THE RECEIPT AND SUFFICIENCY OF WHICH ARE HEREBY ACKNOWLEDGED, AND IN LIGHT OF MIDWAY'S WARRANTY THAT IT IS THE PROPER PARTY TO RECEIVE THE PAYMENT DESCRIBED HEREIN, MIDWAY HEREBY AGREES TO PROTECT, INDEMNIFY, DEFEND, AND HOLD THE AUTHORITY HARMLESS FROM ANY AND ALL CLAIMS, ACTIONS, OR LAWSUITS ASSERTED BY ANY PARTY, OR ANY SUCH PARTY'S SUCCESSOR IN INTEREST OR ASSIGNEE, REGARDING THE DEVELOPMENT AGREEMENT AND THE AUTHORITY'S REIMBURSEMENT TO MIDWAY DESCRIBED HEREIN. THIS INDEMNITY AND HOLD HARMLESS AGREEMENT RUNNING IN FAVOR OF THE AUTHORITY IS SPECIFICALLY INTENDED TO COVER ALL COSTS TO THE AUTHORITY OF ANY FUTURE LITIGATION, INCLUDING REASONABLE ATTORNEYS' FEES AND EXPENSES, OTHER DEFENSE COSTS, AND THE COSTS OF ENFORCING THE INDEMNITY.

EFFECTIVE as of August 1st, 2017.

T&C WAY PARTNERS, LLC,  
a Texas limited liability company

By: Midway Interests, Inc.,  
a Delaware corporation, its sole member

 By:   
Name: Pam Jesse  
Title: VP



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SUBJECT TO CHANGE

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
REPORT ON APPLYING AGREED-UPON PROCEDURES TO  
PUBLIC IMPROVEMENT LAND COSTS REIMBURSABLE  
TO T&C WAY PARTNERS, LLC (COMPANY)

AUGUST 29, 2017

DRAFT  
SUBJECT TO CHANGE

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**

REPORT ON APPLYING AGREED-UPON PROCEDURES TO

PUBLIC IMPROVEMENT LAND COSTS REIMBURSABLE

TO T&C WAY PARTNERS, LLC (COMPANY)

AUGUST 29, 2017

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SUBJECT TO CHANGE

SCHEDULE

INDEPENDENT ACCOUNTANT'S REPORT ON APPLYING  
AGREED-UPON PROCEDURES

SCHEDULE OF PUBLIC IMPROVEMENT LAND COSTS  
REIMBURSABLE TO T&C WAY PARTNERS, LLC  
(COMPANY)

A

SCHEDULE COMPARING ACTUAL REIMBURSABLE  
COSTS WITH ESTIMATES FROM THE DEVELOPMENT  
AGREEMENT

B

**McCALL GIBSON SWEDLUND BARFOOT PLLC**  
*Certified Public Accountants*

13100 Wortham Center Drive  
Suite 235  
Houston, Texas 77065-5610  
(713) 462-0341  
Fax (713) 462-2708  
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9600 Great Hills Trail  
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Austin, Texas 78759  
(512) 610-2209  
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August 29, 2017

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Board of Directors  
Memorial City Redevelopment Authority  
City of Houston, Texas

Independent Accountant's Report  
on Applying Agreed-Upon Procedures

We have performed the procedures enumerated below, which were agreed to by the Board of Directors of Memorial City Redevelopment Authority (the "Authority") on the invoices and schedules updated for T&C Way Partners, LLC (the "Company") for funds advanced to the Authority for the purpose of acquiring land for Public Improvements. The responsible parties for this report are the intended users of the report. This agreed-upon procedures engagement is for the purpose of complying with the requirements of the Agreement and was performed solely to assist you in evaluating the reasonableness of those costs. This report is not to be used for any other purpose.

This engagement to apply agreed-upon procedures was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of the procedures is solely the responsibility of the Board of the Authority or the City of Houston (the "City"). Consequently, we make no representation regarding the sufficiency of the procedures either for the purpose for which this report has been requested or for any other purpose. The procedures performed are summarized as follows:

- A. We reviewed certain schedules and supporting documents submitted on behalf of the Company in substantiation of the costs to be reimbursed. Our review included all documentation supporting items, amounts, and proof of payment for which reimbursement was requested. In addition, we reviewed all agreements provided to us relative to the reimbursement request.

- B. We prepared a schedule to calculate interest at the interest rate in the Authority's Development Agreement, and updated the prior report based on the Exchange Agreement and land exchange.
- C. We prepared a reimbursement report for the benefit of the Authority, including the accountant's report and schedule of amounts reimbursable to the Company, and have compared the amounts for approved costs with the actual reimbursable costs to complete the project.

The attached Schedule A, titled "Schedule of Public Improvement Land Costs Reimbursable to T&C Way Partners, LLC (Company)", sets forth their reimbursable costs. This reimbursement is in accordance with the terms and conditions of the Development Agreement between the Authority and the Company dated March 14, 2014. An Exchange Agreement dated June 13, 2014 between the Authority, SFP Hotel Investors, L.P. and SFP Hotel Partners, L.P., and the First Amendment to Exchange Agreement dated June 30, 2014, provided that 50% of the net sales proceeds would be due to the Company.

Under the Development Agreement, the Company contribution of \$4,500,000 for public improvement land costs was to be reimbursed from available tax increment in the project area. The First Amendment to Exchange Agreement provided a reduction in the amount due to the Developer, resulting in a decrease of principal of \$722,799.66 paid at closing. We originally calculated interest on the principal due as \$499,869.86 at 4.5% through August 31, 2016. A prior year payment of \$880,321.70 included that interest amount and a principal payment of \$380,451.84. The adjustment to the prior balance and current interest resulted in current net interest calculation of \$86,429.49, for a total due of \$3,483,177.99. The tax preparer indicated the current amount available from tax increment is \$1,649,592.51.

The following changes were made to the original schedule:

1. We calculated interest in accordance with the Development Agreement. In that agreement, the interest rate is to be the lesser of 4.5% or the rate of interest imposed by the Company's lender. The Company has indicated that 4.5% is the rate to be used. We adjusted the prior amount to the agreement date, and updated the interest calculation through August 29, 2017. That calculation resulted in an increase of \$86,429.49.

We reviewed the increment calculation provided by the tax collector for the current reimbursement. We have calculated the current reimbursement amount of \$1,649,592.51, applying interest of \$86,429.49 and principal of \$1,563,163.02. The balance of principal due after the current payment is applied is \$1,833,585.48.

If the reimbursement is not made on August 29, 2017, we have calculated a per diem of \$418.78 to be added to the amount of interest in the report.

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Schedule B compares the actual reimbursable costs due the Company with the Development Agreement estimated land costs. Additional Annual Payments are to be made for 10 years from the effective date based on Project Tax Increment Revenue or until the principal balances reaches zero.

We were not engaged to and did not conduct an audit, the objective of which would be the expression of an opinion on the aforementioned reimbursable costs. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the use of the Board of Directors and is not intended to be and should not be used by anyone other than this specified party. However, this report is a matter of public record and its distribution is not limited. This report should not be associated with the presentation of any financial data of the City or the Authority except to comply with filing requirements as required by the respective agreements.

McCall Gibson Swedlund Barfoot PLLC  
Certified Public Accountants  
Houston, Texas

AUP Report 2017 T&C Reimb

**MEMORIAL CITY REDEVELOPMENT AUTHORITY  
 SCHEDULE OF PUBLIC IMPROVEMENT LAND COSTS  
 REIMBURSABLE TO T&C WAY PARTNERS, LLC (COMPANY)  
 AUGUST 29, 2017**

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(SEE ACCOMPANYING DISCLAIMER OF OPINION AND  
 EXPLANATION OF AGREED-UPON PROCEDURES PERFORMED)

<u>DESCRIPTION</u>	<u>TOTAL REIMBURSABLE COST</u>
<b>Company Contribution for Public Improvement Land</b>	
0.4959 Acres for Public Improvement	
Extension of Town & Country Way from Town & Country Blvd. west toward Beltway 8	
Amount Paid by Developer	\$ 4,500,000.00
Exchange Agreement for Land Transfer Paid on March 14, 2014 - Tract C	<u>(722,799.66)</u>
Subtotal	\$ 3,777,200.34
Authority Reimbursement on August 31, 2016	(380,451.84)
Adjust Interest for 2016 Based on Reduced Principal for Tract C Exchange	
Current Interest Calculated Through August 29, 2017	
<b>TOTAL AMOUNT REIMBURSABLE TO T&amp;C WAY PARTNERS, LLC AS OF AUGUST 29, 2017</b>	<u>\$ 3,396,748.50</u>
Limitation to Available Increment	<u>(1,833,585.48)</u>
<b>TOTAL AMOUNT PAYABLE TO T&amp;C WAY PARTNERS, LLC AS OF AUGUST 29, 2017</b>	<u>\$ 1,563,163.02</u>

\* Interest rate in accordance with the Development Agreement dated March 14, 2014

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<u>ACCRUED INTEREST AT 4.5%*</u>	<u>TOTAL REIMBURSABLE</u>
\$ 499,869.86	\$ 4,999,869.86
	<u>(722,799.66)</u>
\$ 499,869.86	\$ 4,277,070.20
(499,869.86)	(880,321.70)
(65,586.64)	(65,586.64)
<u>152,016.13</u>	<u>152,016.13</u>
\$ 86,429.49	\$ 3,483,177.99
	<u>(1,833,585.48)</u>
<u>\$ 86,429.49</u>	<u>\$ 1,649,592.51</u>



MEMORIAL CITY REDEVELOPMENT AUTHORITY  
 SCHEDULE COMPARING ACTUAL REIMBURSABLE COSTS  
 WITH ESTIMATES FROM THE DEVELOPMENT AGREEMENT  
 AUGUST 29, 2017

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(SEE ACCOMPANYING DISCLAIMER OF OPINION AND  
 EXPLANATION OF AGREED-UPON PROCEDURES PERFORMED)

DESCRIPTION	ESTIMATED COSTS	REIMBURSABLE TO T&C WAY PARTNERS, LLC AS OF AUGUST 31, 2016	REIMBURSABLE TO T&C WAY PARTNERS, LLC AS OF AUGUST 29, 2017
<b>PROJECT ITEMS</b>			
Company Contribution for Public Improvement Land Cost	\$ 3,777,200	\$ 380,452	\$ 1,563,163
Developer Interest		499,870	86,429
<b>TOTAL PROJECT ITEMS</b>	<b>\$ 3,777,200</b>	<b>\$ 880,322</b>	<b>\$ 1,649,592</b>

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<u>ESTIMATED ADDITIONAL COST TO COMPLETE</u>	<u>TOTAL ACTUAL COSTS TO DATE AND ESTIMATED ADDITIONAL COST TO COMPLETE</u>	<u>ACTUAL OVER (UNDER) ESTIMATE</u>
\$ 1,833,585	\$ 3,777,200	\$ -
<u>-</u>	<u>586,299</u>	<u>586,299</u>
<u>\$ 1,833,585</u>	<u>\$ 4,363,499</u>	<u>\$ 586,299</u>

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

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**AGENDA MEMORANDUM**

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

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7. FY 2018 budget.

CITY OF HOUSTON  
 ECONOMIC DEVELOPMENT DIVISION  
 FISCAL YEAR 2018 BUDGET PROFILE

Fund Summary  
 Fund Name: Memorial City Redevelopment Authority  
 TIRZ: 17  
 Fund Number: 7565/50

P R O F I L E	Base Year:	1999
	Base Year Taxable Value:	\$ 509,671,530
	Projected Taxable Value (TY2017):	\$ 3,444,922,599
	Current Taxable Value (TY2016):	\$ 3,375,327,369
	Acres:	984.98
	Administrator (Contact):	Scott Bean
Contact Number:	(713) 595-1213	

N A R R A T I V E	<b>Zone/Purpose:</b>
	Tax Increment Reinvestment Zone Number Seventeen, City of Houston, Texas was created to provide plans and programs needed to address blighted conditions in the Memorial City area associated with failing infrastructure, lack of utility capacity, increased traffic congestion and declining retail sales resulting from increased competition to older inner-city malls and shopping centers from suburban retail centers.
	Completed construction of Lumpkin Road Improvements project, including renovation and increased detention capacity at the Westview Detention Pond.
	Completed construction of Town and Country at Queensbury intersection improvements and signalization through a development agreement.
	Completed detailed design of Town & Country West Drainage and Mobility project and publicly bid the project.
	Completed preliminary design and commenced detailed design of W-140-01 Channel Improvements project.
	Commenced detailed design of Gessner Road reconstruction from Interstate 10 to Long Point Road, and Memorial Drive from Beltway 8 to Tallowood.
Completed a drainage analysis on the feasibility of a detention basin on the south side of Interstate 10 known as Detention Basin A.	

P R O J E C T  P L A N	Total Plan		Cumulative Expenses (to 6/30/16)	Variance
	<b>Capital Projects:</b>			
Roadway and Sidewalk Improvements	\$ 53,429,681	\$ 34,932,000	\$ 18,497,681	
Public Utility Improvements	120,856,453	33,126,448	87,730,005	
Parks and Recreational Facilities	11,889,119	326,966	11,562,153	
<b>Total Capital Projects</b>	<b>\$ 186,175,253</b>	<b>\$ 68,385,414</b>	<b>\$ 117,789,839</b>	
Affordable Housing	-	-	-	
School & Education/Cultural Facilities	-	-	-	
Financing Costs	25,000,000	23,881,693	1,118,307	
Administration Costs/ Professional Services	-	-	-	
Creation Costs	5,952,851	4,663,754	1,289,097	
<b>Total Project Plan</b>	<b>\$ 217,128,104</b>	<b>\$ 96,930,861</b>	<b>\$ 120,197,243</b>	

D E B T	Additional Financial Data	FY2017 Budget	FY2017 Estimate	FY2018 Budget
	<b>Debt Service</b>			
Principal	\$ 4,358,253	\$ 4,358,253	\$ 3,764,846	
Interest	\$ 2,870,000	\$ 2,870,000	\$ 3,100,000	
	\$ 1,488,253	\$ 1,488,253	\$ 664,846	
	<b>Balance as of 6/30/16</b>	<b>Projected Balance as of 6/30/17</b>	<b>Projected Balance as of 6/30/18</b>	
<b>Year End Outstanding (Principal)</b>				
Bond Debt	\$ 39,325,000	\$ 36,455,000	\$ 33,355,000	
Bank Loan	\$ -	\$ -	\$ -	
Line of Credit	\$ -	\$ -	\$ -	
Developer Agreement	\$ -	\$ -	\$ -	
Other	\$ -	\$ -	\$ -	

CITY OF HOUSTON  
 ECONOMIC DEVELOPMENT DIVISION  
 FISCAL YEAR 2018 BUDGET DETAIL

Fund Summary  
 Fund Name: Memorial City Redevelopment Authority  
 TIRZ: 17  
 Fund Number: 7565/50

TIRZ Budget Line Items	FY2017 Budget	FY2017 Estimate	FY2018 Budget
<b>RESOURCES</b>			
RESTRICTED Funds - Capital Projects	\$ -	\$ -	\$ -
RESTRICTED Funds - Affordable Housing	\$ -	\$ -	\$ -
RESTRICTED Funds - Bond Debt Service	\$ 4,366,399	\$ 4,366,399	\$ 4,205,676
UNRESTRICTED Funds	\$ 20,763,988	\$ 23,516,168	\$ 25,993,882
<b>Beginning Balance</b>	\$ 25,130,387	\$ 27,882,567	\$ 30,199,557
City tax revenue	\$ 15,073,959	\$ 15,731,173	\$ 16,599,074
County tax revenue	\$ -	\$ -	\$ -
ISD tax revenue	\$ -	\$ -	\$ -
ISD tax revenue - Pass Through	\$ -	\$ -	\$ -
Community College tax revenue	\$ -	\$ -	\$ -
<b>Incremental property tax revenue</b>	\$ 15,073,959	\$ 15,731,173	\$ 16,599,074
Miscellaneous revenue	\$ -	\$ -	\$ -
COH TIRZ interest	\$ -	\$ -	\$ -
Interest Income	\$ 36,969	\$ 36,969	\$ 36,969
<b>Other Interest Income</b>	\$ 36,969	\$ 36,969	\$ 36,969
	\$ -	\$ -	\$ -
	\$ -	\$ -	\$ 3,400,000
<b>Grant Proceeds</b>	\$ -	\$ -	\$ 3,400,000
	\$ -	\$ -	\$ -
<b>Proceeds from Bank Loan</b>	\$ -	\$ -	\$ -
	\$ -	\$ -	\$ -
Series 2018	\$ -	\$ -	\$ 73,300,000
<b>Contract Revenue Bond Proceeds</b>	\$ -	\$ -	\$ 73,300,000
<b>TOTAL AVAILABLE RESOURCES</b>	\$ 40,241,315	\$ 43,650,709	\$ 123,535,600

CITY OF HOUSTON  
 ECONOMIC DEVELOPMENT DIVISION  
 FISCAL YEAR 2018 BUDGET DETAIL

Fund Summary  
 Fund Name: Memorial City Redevelopment Authority  
 TIRZ: 17  
 Fund Number: 7565/50

TIRZ Budget Line Items	FY2017 Budget	FY2017 Estimate	FY2018 Budget
<b>EXPENDITURES</b>			
Accounting	\$ 10,500	\$ 10,800	\$ 10,800
Administration Salaries & Benefits	\$ 100,000	\$ 90,000	\$ 96,000
Auditor	\$ 19,500	\$ 20,000	\$ 20,000
Bond Services/Trustee/Financial Advisor	\$ 14,300	\$ 3,200	\$ 3,200
Insurance	\$ 3,500	\$ 1,290	\$ 1,290
Office Administration	\$ -	\$ -	\$ 3,000
<b>TIRZ Administration and Overhead</b>	<b>\$ 147,800</b>	<b>\$ 125,290</b>	<b>\$ 134,290</b>
Engineering Consultants	\$ 30,000	\$ 17,500	\$ 20,000
Legal	\$ 175,000	\$ 115,000	\$ 150,000
Construction Audit	\$ 10,000	\$ 7,000	\$ 10,000
Planning Consultants	\$ 50,000	\$ -	\$ -
<b>Program and Project Consultants</b>	<b>\$ 265,000</b>	<b>\$ 139,500</b>	<b>\$ 180,000</b>
<b>Management consulting services</b>	<b>\$ 412,800</b>	<b>\$ 264,790</b>	<b>\$ 314,290</b>
Capital Expenditures (See CIP Schedule)	\$ 16,710,000	\$ 2,150,024	\$ 12,042,100
<b>TIRZ Capital Expenditures</b>	<b>\$ 16,710,000</b>	<b>\$ 2,150,024</b>	<b>\$ 12,042,100</b>
T&C Way Partners, LLC	\$ -	\$ 880,332	\$ 1,649,593
MetroNational - Detention & Roadway Construction	\$ 1,119,241	\$ 1,086,092	\$ -
Town Center Partners, Ltd	\$ -	\$ 1,008,259	\$ -
<b>Developer / Project Reimbursements</b>	<b>\$ 1,119,241</b>	<b>\$ 2,974,683</b>	<b>\$ 1,649,593</b>
Bond Debt Service (Series 2008)			
Principal	\$ 470,000	\$ 470,000	\$ 490,000
Interest	\$ 311,722	\$ 311,722	\$ 57,405
Bond Debt Service (Series 2011)			
Principal	\$ 575,000	\$ 575,000	\$ 600,000
Interest	\$ 271,492	\$ 271,492	\$ 249,872
Bond Debt Service (Series 2011A)			
Principal	\$ 1,825,000	\$ 1,825,000	\$ 1,895,000
Interest	\$ 905,039	\$ 905,039	\$ 357,569
Bond Series (Series 2016)			
Principal	\$ 1,691,417	\$ -	\$ 115,000
Interest	\$ -	\$ -	\$ 431,330
Trustee Fee	\$ 9,500	\$ 9,500	\$ 9,500
Cost of Issuance			
Loan debt service			
Principal	\$ -	\$ -	\$ -
Interest	\$ -	\$ -	\$ -
Line of Credit			
Principal	\$ -	\$ -	\$ -
Interest	\$ -	\$ -	\$ -
Convenience Fee	\$ -	\$ -	\$ -
<b>System debt service</b>	<b>\$ 6,059,170</b>	<b>\$ 4,367,753</b>	<b>\$ 4,205,676</b>
<b>TOTAL PROJECT COSTS</b>	<b>\$ 24,301,211</b>	<b>\$ 9,757,250</b>	<b>\$ 18,211,659</b>

CITY OF HOUSTON  
 ECONOMIC DEVELOPMENT DIVISION  
 FISCAL YEAR 2018 BUDGET DETAIL

Fund Summary  
 Fund Name: Memorial City Redevelopment Authority  
 TIRZ: 17  
 Fund Number: 7565/50

TIRZ Budget Line Items	FY2017 Budget	FY2017 Estimate	FY2018 Budget
Payment/transfer to ISD - educational facilities	\$ -	\$ -	\$ -
Payment/transfer to ISD - educational facilities (Pass Through)	\$ -	\$ -	\$ -
Administration Fees:			
City	\$ 753,698	\$ 786,559	\$ 829,954
County	\$ -	\$ -	\$ -
ISD	\$ -	\$ -	\$ -
HCC	\$ -	\$ -	\$ -
Affordable Housing:			
City	\$ -	\$ -	\$ -
County	\$ -	\$ -	\$ -
ISD to City of Houston	\$ -	\$ -	\$ -
Municipal Services Charge	\$ 2,256,619	\$ 2,256,619	\$ 2,256,619
Municipal Services - Supplemental	\$ -	\$ 490,000	\$ -
<b>Total Transfers</b>	<b>\$ 3,010,317</b>	<b>\$ 3,533,178</b>	<b>\$ 3,086,573</b>
<b>Total Budget</b>	<b>\$ 27,311,528</b>	<b>\$ 13,290,428</b>	<b>\$ 21,298,232</b>
RESTRICTED Funds - Capital Projects	\$ -	\$ -	\$ -
RESTRICTED Funds - Affordable Housing	\$ -	\$ -	\$ -
RESTRICTED Funds - Bond Debt Service	\$ 9,432,913	\$ 4,366,399	\$ 11,196,999
UNRESTRICTED Funds	\$ 3,496,875	\$ 25,993,882	\$ 91,040,369
Ending Fund Balance	\$ 12,929,788	\$ 30,360,281	\$ 102,237,368
<b>Total Budget &amp; Ending Fund Balance</b>	<b>\$ 40,241,315</b>	<b>\$ 43,650,709</b>	<b>\$ 123,535,600</b>

Notes:

2016 - 2022 CAPITAL IMPROVEMENT PLAN  
TIRZ NO.17 - MEMORIAL CITY REDEVELOPMENT AUTHORITY

CITY OF HOUSTON - TIRZ PROGRAM  
Economic Development Division

Council District	Cap Imp No.	Project Description	2016		2017		2018		2019		2020		2021		2022		Cumulative Total
			2016	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016	2017	
G	T-1701	Gessner Widening Barryknoll to I-10	\$ 11,029,427	\$ -	358	-	-	-	-	-	-	-	-	-	-	-	11,029,427
A	T-1702	Bunker Hill Widening I-10 to Long Point	\$ 6,096,259	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	6,096,259
A	T-1703	Improvement to Lumpkin from I-10 to Northbrook	\$ 16,697,168	\$ -	609,085	-	-	-	-	-	-	-	-	-	-	-	17,306,253
G	T-1712	Bunker Hill South of IH 10 Mobility Improvements	\$ 1,857	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	1,857
G	T-1714	Freshwood Drive and Kingside Drainage Improvements	\$ 24,023	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	24,023
G	T-1715A	Barryknoll East Drainage Improvements	\$ 7,322,178	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	7,322,178
G	T-1715B	Barryknoll West Drainage Improvements	\$ 36,374	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	36,374
G	T-1716	Queensbury Drainage Improvements	\$ 545,088	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	545,088
G	T-1717	Town and Country West Drainage and Mobility Improvements	\$ 3,389,369	\$ -	439,390	-	-	-	-	-	-	-	-	-	-	-	3,828,759
G	T-1718	Kimberly near Beltway 8 Drainage Improvements	\$ 1,442,725	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	1,442,725
G	T-1718	Kingside East Bound at Gessner	\$ 869,167	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	869,167
G	T-1722	Town and Country Blvd. at Queensbury Signalization	\$ 7,902	\$ -	5,163	-	-	-	-	-	-	-	-	-	-	-	13,065
G	T-1724	Gessner at Barryknoll Intersection Improvements	\$ -	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	-
A,G	T-1725	Park and Green Space Improvements	\$ 150,568	\$ -	13,397	-	-	-	-	-	-	-	-	-	-	-	163,965
G	T-1726	West Bough Roadway Improvements	\$ 5,673	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	5,673
A	T-1727	N. Gessner Preliminary Engineering	\$ 18,546	\$ -	123	-	-	-	-	-	-	-	-	-	-	-	18,669
A	T-1728	Westview and Lumpkin enhanced sidewalk/bus	\$ -	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	-
A	T-1731A	Detention Basin and W-140	\$ 10,544,091	\$ -	10,284	-	-	-	-	-	-	-	-	-	-	-	10,554,375
A	T-1731B	Memorial Drive Drainage and Mobility	\$ -	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	-
A	T-1732A	N. Gessner Drainage and Mobility Improvement, I-10 to Longpoint	\$ 511,989	\$ -	339,445	-	-	-	-	-	-	-	-	-	-	-	851,434
A	T-1732B	N. Gessner Drainage Phase 2 - (combined with T - 1732A)	\$ 72,854	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	72,854
A	T-1733A	N. White Drainage and Mobility Improvement - Phase 1	\$ 81,041	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	81,041
A	T-1733B	N. White Drainage and Mobility Improvement - Phase 2	\$ 79,280	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	79,280
A	T-1734	W140 Channel Improvements with Bridge and Straws	\$ 1,274,207	\$ -	286,847	-	-	-	-	-	-	-	-	-	-	-	1,561,054
A	T-1734B	Bunker Hill Bridge and Straws (Combined with T-1734)	\$ -	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	-
G	T-1735	Detention Basin A	\$ -	\$ -	116,724	-	-	-	-	-	-	-	-	-	-	-	116,724
G	T-1735A	Detention Basin B	\$ -	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	-
G	T-1736A	Memorial Drive Drainage and Mobility Improvement Project - Phase 1	\$ 335,038	\$ -	131,016	-	-	-	-	-	-	-	-	-	-	-	466,054
G	T-1736B	Memorial Drive Drainage and Mobility Improvement Project - Phase 2**	\$ -	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	-
A,G	T-1739	Regional Drainage Solution Preparatory Engineering*	\$ -	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	-
A,G	T-1789	Concrete Panel Replacement Program	\$ -	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	-
			\$ 60,341,847	\$ -	2,160,024	\$ 12,043,100	\$ -	\$ 69,396,000	\$ -	\$ 29,636,000	\$ -	\$ 17,895,000	\$ -	\$ 35,000	\$ 35,000	\$ 175,000	\$ 182,588,971

\* NOTE: CIP T-1735 and CIP T-1735A reflects the Memorial City Redevelopment Authority's commitment to the acquisition, design and construction of detention basins to provide drainage solutions in the region.



Source of Funds	TIRZ 17 - MEMORIAL REDEVELOPMENT AUTHORITY											Grand Total (TODS)	EMF TIRZ Total	Grand Total (TODS)		
	Through 2017	2018	2019	2020	2021	2022	2023	2024	2025	2026	2027					
TIRZ Funds	60,341,847	2,133,876	12,042,100	45,500,000	29,035,000	10,735,000	2,785,000	100,097,100	162,572,823	-	-	-	-	-	-	-
City of Houston	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Grants	-	-	13,800,000	-	-	7,200,000	-	21,000,000	21,000,000	-	-	-	-	-	-	-
Other	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Planned Total</b>	<b>60,341,847</b>	<b>2,133,876</b>	<b>12,042,100</b>	<b>45,500,000</b>	<b>29,035,000</b>	<b>17,935,000</b>	<b>2,785,000</b>	<b>121,097,100</b>	<b>183,572,823</b>	<b>21,000,000</b>	<b>21,000,000</b>	<b>21,000,000</b>	<b>21,000,000</b>	<b>21,000,000</b>	<b>21,000,000</b>	<b>21,000,000</b>

<b>Project:</b>	<b>Frostwood Drive and Kingsride Drainage Improvements</b>			<b>City Council District</b>	<b>Key Map:</b>		<b>WBS.:</b>		<b>T-1714</b>
<b>Description:</b>	Storm sewer improvements on Frostwood Drive and Kingsride between IH-10 and Gessner. Improvements are intended to provide benefit to study area and adjacent neighborhood.			<b>Location:</b>	<b>Geo. Ref.:</b>				
<b>Justification:</b>	Drainage improvement needed to adequately convey storm sewer water to a regional detention basin			<b>Served:</b>	<b>Neighborhood:</b>		16		
				<b>Operating and Maintenance Costs: (\$ Thousands)</b>					
				2018	2019	2020	2021	2022	Total
Personnel									\$ -
Supplies									\$ -
Svcs. & Chgs.									\$ -
Capital Outlay									\$ -
<b>Total</b>					\$ -	\$ -	\$ -	\$ -	\$ -
FTEs									-

**Fiscal Year Planned Expenses**

Project Allocation	Projected Expenses thru 6/30/16	2017 Budget	2017 Estimate	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
<b>Phase</b>										
1 Planning	-	-	-	-	-	-	-	-	\$ -	\$ -
2 Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -
3 Design	23,643	-	-	400,000	400,000	400,000	8,000,000	-	\$ 800,000	\$ 823,643
4 Construction	-	-	-	-	-	-	8,000,000	-	\$ 8,000,000	\$ 8,000,000
5 Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6 Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7 Other	380	-	-	-	-	-	-	-	\$ -	\$ 380
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Other Sub-Total:</b>	380	-	-	-	-	-	-	-	\$ -	\$ 380

<b>Total Allocations</b>	\$ 24,023	\$ -	\$ -	\$ -	\$ 400,000	\$ 400,000	\$ 8,000,000	\$ -	\$ 8,800,000	\$ 8,824,023
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<b>Source of Funds</b>										
TIRZ Funds	24,023	-	-	-	400,000	400,000	8,000,000	-	\$ 8,800,000	\$ 8,824,023
City of Houston	-	-	-	-	-	-	-	-	\$ -	\$ -
Grants	-	-	-	-	-	-	-	-	\$ -	\$ -
Other	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Total Funds</b>	\$ 24,023	\$ -	\$ -	\$ -	\$ 400,000	\$ 400,000	\$ 8,000,000	\$ -	\$ 8,800,000	\$ 8,824,023

\*NOTE:

Project:	Town and Country West Drainage and Mobility Improvements	Key Map:	City Council District		WBS.:	T-1717	
			Location:	Geo. Ref.:			
			Served:	Neighborhood:			
			G	G			
				16			
Operating and Maintenance Costs: (\$ Thousands)							
Description:	Upgrade existing drainage system with large boxes. Extend existing 40' roadway west to intersect with Beltway 8 NB frontage road. Build a roundabout to eliminate the offset in N & S Town and Country Blvd. All public utilities will be replaced	2018	2019	2020	2021	2022	Total
	Personnel	-	-	-	-	-	\$ -
	Supplies	-	-	-	-	-	\$ -
	Svcs. & Chgs.	-	-	-	-	-	\$ -
	Capital Outlay	-	-	-	-	-	\$ -
	<b>Total</b>	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	FTEs						-
	<b>Justification:</b>	Drainage improvements to eliminate frequent street flooding/ponding w/ 8+ ac-ft detention. Improve traffic flow by extending road to BW 8 Frontage. Eliminate offset in Town and Country Blvd w/ roundabout. (Drainage - 57% of project cost)					

**Fiscal Year Planned Expenses**

Project Allocation	Projected Expenses thru 6/30/16	2017 Budget	2017 Estimate	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
<b>Phase</b>										
1 Planning	175,691	-	-	-	-	-	-	-	\$ -	\$ 175,691
2 Acquisition	2,100,000	-	-	-	-	-	-	-	\$ -	\$ 2,100,000
3 Design	1,121,502	-	439,360	-	710,000	-	-	-	\$ 710,000	\$ 2,270,862
4 Construction	-	3,500,000	-	3,520,000	5,480,000	-	-	-	\$ 9,000,000	\$ 9,000,000
5 Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6 Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7 Other	2,173	-	-	-	-	-	-	-	\$ -	\$ 2,173
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Other Sub-Total:</b>	2,173	-	-	-	-	-	-	-	\$ -	\$ 2,173
<b>Total Allocations</b>	\$ 3,399,366	\$ 3,500,000	\$ 439,360	\$ 3,520,000	\$ 6,190,000	\$ -	\$ -	\$ -	\$ 9,710,000	\$ 13,548,726
<b>Source of Funds</b>										
TIRZ Funds	3,399,366	3,500,000	439,360	3,520,000	6,190,000	-	-	-	\$ 9,710,000	\$ 13,548,726
City of Houston	-	-	-	-	-	-	-	-	\$ -	\$ -
Grants	-	-	-	-	-	-	-	-	\$ -	\$ -
Other	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Total Funds</b>	\$ 3,399,366	\$ 3,500,000	\$ 439,360	\$ 3,520,000	\$ 6,190,000	\$ -	\$ -	\$ -	\$ 9,710,000	\$ 13,548,726

\*NOTE:

<b>Project:</b>	<b>Park and Green Space Improvements</b>		<b>Key Map:</b>	<b>WBS: T-1725</b>	
<b>Description:</b>	Provide pedestrian friendly environment throughout the TIRZ. This includes pedestrian trails, bikeways, and public green space.		<b>Location:</b> A,G	<b>Geo. Ref.:</b>	
<b>Justification:</b>	Projects include funding for route studies, design, construction, and ROW acquisition.		<b>Served:</b> A,G	<b>Neighborhood:</b> 10, 16	
<b>Operating and Maintenance Costs: (\$ Thousands)</b>					
	2018	2019	2020	2021	2022
Personnel	-	-	-	-	-
Supplies	-	-	-	-	-
Svcs. & Chgs.	-	-	-	-	-
Capital Outlay	-	-	-	-	-
<b>Total</b>	\$ -	\$ -	\$ -	\$ -	\$ -
FTEs	-	-	-	-	-

**Fiscal Year Planned Expenses**

Project Allocation	Projected Expenses thru 6/30/16	2017 Budget	2017 Estimate	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
<b>Phase</b>										
1 Planning	-	-	-	-	-	-	-	-	\$ -	\$ -
2 Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -
3 Design	90,438	25,000	13,397	25,000	25,000	-	-	-	\$ 50,000	\$ 153,835
4 Construction	60,000	100,000	-	100,000	100,000	100,000	-	-	\$ 400,000	\$ 460,000
5 Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6 Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7 Other	158	-	-	-	-	-	-	-	\$ -	\$ 158
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Other Sub-Total:</b>	158	-	-	-	-	-	-	-	\$ -	\$ 158
<b>Total Allocations</b>	\$ 150,596	\$ 125,000	\$ 13,397	\$ 125,000	\$ 125,000	\$ 100,000	\$ 100,000	\$ -	\$ 450,000	\$ 613,993

Source of Funds	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
TIRZ Funds	150,596	125,000	125,000	100,000	100,000	\$ 450,000	\$ 613,993
City of Houston	-	-	-	-	-	\$ -	\$ -
Grants	-	-	-	-	-	\$ -	\$ -
Other	-	-	-	-	-	\$ -	\$ -
<b>Total Funds</b>	\$ 150,596	\$ 125,000	\$ 125,000	\$ 100,000	\$ 100,000	\$ 450,000	\$ 613,993

\*NOTE:

<b>Project:</b>	<b>N. Gessner Drainage and Mobility Improvement, I-10 to Longpoint</b>	<b>City Council District</b>	450W, 490A		<b>WBS.:</b>	T-1732A
		<b>Location:</b>	A		<b>Geo. Ref.:</b>	
		<b>Served:</b>	A		<b>Neighborhood:</b>	10
<b>Description:</b>	Reconstruct N. Gessner between IH-10 and Westview with new pavement, improved drainage, and access management mobility improvements. Project includes updated traffic signals at Westview.	<b>Operating and Maintenance Costs: (\$ Thousands)</b>				
		2018	2019	2020	2021	2022
<b>Justification:</b>	Documented issues with drainage, mobility, access management, and pavement condition.	Personnel	-	-	-	-
		Supplies	-	-	-	-
		Svcs. & Chgs.	-	-	-	-
		Capital Outlay	-	-	-	-
		<b>Total</b>	\$ -	\$ -	\$ -	\$ -
		FTEs	-	-	-	-

**Fiscal Year Planned Expenses**

Project Allocation	Projected Expenses thru 6/30/16	2017 Budget	2017 Estimate	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
<b>Phase</b>										
1 Planning	69,204	-	-	-	-	-	-	-	\$ -	\$ 69,204
2 Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -
3 Design	433,954	-	338,445	597,100	150,000	-	-	-	\$ 747,100	\$ 1,519,499
4 Construction	-	4,100,000	-	-	15,000,000	-	-	-	\$ 15,000,000	\$ 15,000,000
5 Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6 Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7 Other	8,831	-	-	-	-	-	-	-	\$ -	\$ 8,831
									\$ -	\$ -
									\$ -	\$ -
									\$ -	\$ -
<b>Other Sub-Total:</b>	8,831	-	-	-	-	-	-	-	\$ -	\$ 8,831
<b>Total Allocations</b>	\$ 511,989	\$ 4,100,000	\$ 338,445	\$ 597,100	\$ 15,150,000	\$ -	\$ -	\$ -	\$ 15,747,100	\$ 16,597,534

Source of Funds	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
TIRZ Funds	597,100	11,750,000	-	-	-	\$ 12,347,100	\$ 13,197,534
City of Houston	-	-	-	-	-	\$ -	\$ -
Grants	-	3,400,000	-	-	-	\$ 3,400,000	\$ 3,400,000
Other	-	-	-	-	-	\$ -	\$ -
<b>Total Funds</b>	\$ 597,100	\$ 15,150,000	\$ -	\$ -	\$ -	\$ 15,747,100	\$ 16,597,534

\*NOTE:

<b>Project:</b> N. Gessner Drainage Phase 2 - (combined with T - 1732A)		City Council District		Key Map:		450W		WBS.:		T-1732B		
		Location: A		Geo. Ref.:								
		Served: A		Neighborhood:		10						
<b>Description:</b> Reconstruct N. Gessner between Westview and Long Point with new pavement, improved drainage, and access management mobility improvements.		<b>Operating and Maintenance Costs: (\$ Thousands)</b>										
<b>Justification:</b> Documented issues with drainage, mobility, access management, and pavement condition.		2018		2019		2020		2021		2022		Total
Personnel		-		-		-		-		-		\$ -
Supplies		-		-		-		-		-		\$ -
Svcs. & Chgs.		-		-		-		-		-		\$ -
Capital Outlay		-		-		-		-		-		\$ -
<b>Total</b>		\$ -		\$ -		\$ -		\$ -		\$ -		\$ -
<b>FTEs</b>		-		-		-		-		-		-

**Fiscal Year Planned Expenses**

Project Allocation	Phase	Projected Expenses thru 6/30/16	2017 Budget	2017 Estimate	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
1	Planning	69,204	-	-	-	-	-	-	-	\$ -	\$ 69,204
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -
3	Design	3,450	-	-	-	-	-	-	-	\$ -	\$ 3,450
4	Construction	-	500,000	-	-	-	-	-	-	\$ -	\$ -
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7	Other	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Other Sub-Total:</b>		-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Total Allocations</b>		\$ 72,654	\$ 500,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 72,654

Source of Funds	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
<b>TIRZ Funds</b>							
City of Houston	-	-	-	-	-	\$ -	\$ -
Grants	-	-	-	-	-	\$ -	\$ -
Other	-	-	-	-	-	\$ -	\$ -
<b>Total Funds</b>	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
<b>Total Allocations</b>	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 72,654

\*NOTE:

Project:	W140 Channel Improvements with Bridge and Straws		City Council District		Key Map:		WBS.:		T-1734	
	Straws		Location:		Geo. Ref.:					
	Description:		Served:		Neighborhood:					
	W140-01 Channel from Gessner Drive to the Briar Branch Detention Basin to the east.		2018	2019	2020	2021	2022	Total		
<b>Justification:</b>	Increase capacity of W140-01 Channel to reduce flooding and street ponding in surrounding areas. Will provide approximately 14 acre feet of new detention capacity to the system.		Personnel	-	-	-	-	-	\$	
			Supplies	-	-	-	-	-	\$	
			Svcs. & Chgs.	-	-	-	-	-	\$	
			Capital Outlay	-	-	-	-	-	\$	
			<b>Total</b>	\$	\$	\$	\$	\$	\$	
			FTEs	-	-	-	-	-	-	
<b>Fiscal Year Planned Expenses</b>										
Project Allocation	Projected Expenses thru 6/30/16	2017 Budget	2017 Estimate	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
<b>Phase</b>										
1 Planning	-	-	-	-	-	-	-	-	\$	\$
2 Acquisition	-	-	-	-	-	-	-	-	\$	\$
3 Design	1,260,619	100,000	286,847	130,000	1,250,000	-	-	-	\$ 1,380,000	\$ 2,927,466
4 Construction	-	5,500,000	-	6,185,000	11,315,000	-	-	-	\$ 17,500,000	\$ 17,500,000
5 Equipment	-	-	-	-	-	-	-	-	\$	\$
6 Close-Out	-	-	-	-	-	-	-	-	\$	\$
7 Other	13,588	-	-	-	100,000	-	-	-	\$ 100,000	\$ 113,588
<b>Other Sub-Total:</b>	13,588	-	-	-	100,000	-	-	-	\$ 100,000	\$ 113,588
<b>Total Allocations</b>	\$ 1,274,207	\$ 5,600,000	\$ 286,847	\$ 6,315,000	\$ 12,665,000	\$ -	\$ -	\$ -	\$ 18,980,000	\$ 20,541,054
<b>Source of Funds</b>										
TIRZ Funds	1,274,207	5,600,000	286,847	6,315,000	12,665,000	-	-	-	\$ 18,980,000	\$ 20,541,054
City of Houston	-	-	-	-	-	-	-	-	\$	\$
Grants	-	-	-	-	-	-	-	-	\$	\$
Other	-	-	-	-	-	-	-	-	\$	\$
<b>Total Funds</b>	\$ 1,274,207	\$ 5,600,000	\$ 286,847	\$ 6,315,000	\$ 12,665,000	\$ -	\$ -	\$ -	\$ 18,980,000	\$ 20,541,054

\*NOTE:

<b>Project:</b> Bunker Hill Bridge and Straws (Combined with T-1734)		<b>City Council District:</b>		<b>Key Map:</b>		<b>WBS.:</b>		<b>T-1734B</b>	
<b>Description:</b> Improve infrastructure associated with W-140 Channel improvements.		<b>Location:</b> A		<b>Geo. Ref.:</b>					
<b>Justification:</b> Mitigate flooding and improve drainage in areas near W-140 Channel.		<b>Served:</b> A		<b>Neighborhood:</b>					
		<b>Operating and Maintenance Costs: (\$ Thousands)</b>							
		2018	2019	2020	2021	2022	Total		
Personnel		-	-	-	-	-	-		
Supplies		-	-	-	-	-	-		
Svcs. & Chgs.		-	-	-	-	-	-		
Capital Outlay		-	-	-	-	-	-		
<b>Total</b>		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		
FTEs		-	-	-	-	-	-		

**Fiscal Year Planned Expenses**

Project Allocation	Projected Expenses thru 6/30/16	2017 Budget	2017 Estimate	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
<b>Phase</b>										
1 Planning	-	-	-	-	-	-	-	-	\$ -	\$ -
2 Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -
3 Design	-	100,000	-	-	-	-	-	-	\$ -	\$ -
4 Construction	-	750,000	-	-	-	-	-	-	\$ -	\$ -
5 Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6 Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7 Other	-	-	-	-	-	-	-	-	\$ -	\$ -
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	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Other Sub-Total:</b>	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Total Allocations</b>	\$ -	\$ 850,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

Source of Funds	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
TIRZ Funds	-	-	-	-	-	\$ -	\$ -
City of Houston	-	-	-	-	-	\$ -	\$ -
Grants	-	-	-	-	-	\$ -	\$ -
Other	-	-	-	-	-	\$ -	\$ -
<b>Total Funds</b>	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

\*NOTE:



Project:	Detention Basin A	City Council District			Key Map:			WBS.:												
		Location:		Geo. Ref.:	Served:		Geo. Ref.:	Neighborhood:												
		2018	2019	2020	2021	2022	Total													
<b>Description:</b>	Detention Basin A. Project may involve multiple phases.	Personnel	-	-	-	-	-	-	-	-	-	-								
<b>Justification:</b>	Storm water storage needed for Regional Drainage Study recommendations specific to 100-year flood event. Mitigate flooding in surrounding residential and commercial areas.	Supplies	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
		Sucs. & Chgs.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
		Capital Outlay	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
		<b>Total</b>	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
		FTEs																		
<b>Fiscal Year Planned Expenses</b>																				
Project Allocation	Phase	Projected Expenses thru 6/30/16	2017 Budget	2017 Estimate	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)									
1	Planning	-	1,000,000	116,724	1,000,000	-	-	-	-	1,000,000	\$ 1,116,724									
2	Acquisition	-	-	-	6,250,000	-	-	-	-	6,250,000	\$ 6,250,000									
3	Design	-	-	-	-	-	-	-	-	-	\$ -									
4	Construction	-	-	-	-	28,000,000	-	-	-	28,000,000	\$ 28,000,000									
5	Equipment	-	-	-	-	-	-	-	-	-	\$ -									
6	Close-Out	-	-	-	-	-	-	-	-	-	\$ -									
7	Other	-	-	-	-	-	-	-	-	-	\$ -									
<b>Other Sub-Total:</b>		-	-	-	-	-	-	-	-	-	\$ -									
<b>Total Allocations</b>		\$ -	\$ 1,000,000	\$ 116,724	\$ 1,000,000	\$ 6,250,000	\$ 28,000,000	\$ -	\$ -	\$ 35,250,000	\$ 35,366,724									
<b>Source of Funds</b>																				
TIRZ Funds	-	1,000,000	116,724	1,000,000	6,250,000	28,000,000	-	-	-	35,250,000	\$ 35,366,724									
City of Houston	-	-	-	-	-	-	-	-	-	-	\$ -									
Grants	-	-	-	-	-	-	-	-	-	-	\$ -									
Other	-	-	-	-	-	-	-	-	-	-	\$ -									
<b>Total Funds</b>	\$ -	\$ 1,000,000	\$ 116,724	\$ 1,000,000	\$ 6,250,000	\$ 28,000,000	\$ -	\$ -	\$ -	\$ 35,250,000	\$ 35,366,724									

NOTE: CIP T-1735 reflects the Memorial City Redevelopment Authority's commitment to the acquisition, design and construction of detention basins to provide drainage solutions in the region.

<b>Project:</b> Detention Basin B	<b>City Council District:</b> G	<b>Key Map:</b> G	<b>WBS.:</b> T-1735A		
<b>Description:</b> Detention Basin B. Project may involve multiple phases.	<b>Location:</b> G	<b>Geo. Ref.:</b> G			
<b>Justification:</b> Storm water storage needed for Regional Drainage Study recommendations specific to 100-year flood event. Mitigate flooding in surrounding residential and commercial areas.	<b>Served:</b> G	<b>Neighborhood:</b> G			
	<b>Operating and Maintenance Costs: (\$ Thousands)</b>				
	2018	2019	2020	2021	2022
Personnel	-	-	-	-	-
Supplies	-	-	-	-	-
Svcs. & Chgs.	-	-	-	-	-
Capital Outlay	-	-	-	-	-
<b>Total</b>	\$ -	\$ -	\$ -	\$ -	\$ -
FTEs	-	-	-	-	-

**Fiscal Year Planned Expenses**

Project Allocation	Projected Expenses thru 6/30/16	2017 Budget	2017 Estimate	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
<b>Phase</b>										
1 Planning	-	-	-	-	-	-	-	750,000	\$ 750,000	\$ 750,000
2 Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -
3 Design	-	-	-	-	-	-	-	-	\$ -	\$ -
4 Construction	-	-	-	-	-	-	-	-	\$ -	\$ -
5 Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6 Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7 Other	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Other Sub-Total:</b>	-	-	-	-	-	-	-	-	\$ -	\$ -

<b>Total Allocations</b>	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 750,000	\$ 750,000
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Source of Funds	2018	2019	2020	2021	2022	FY18 - FY22 Total
TIRZ Funds	-	-	-	-	-	-
City of Houston	-	-	-	-	750,000	\$ 750,000
Grants	-	-	-	-	-	\$ -
Other	-	-	-	-	-	\$ -
<b>Total Funds</b>	\$ -	\$ -	\$ -	\$ -	\$ 750,000	\$ 750,000

NOTE: CIP T-1735A reflects the Memorial City Redevelopment Authority's commitment to the acquisition, design and construction of detention basins to provide drainage solutions in the region.

<b>Project:</b>	<b>Memorial Drive Drainage and Mobility Improvement Project - Phase 1</b>	<b>City Council District</b>	<b>Key Map:</b>	<b>WBS.:</b>	<b>T-1738A</b>		
		<b>Location:</b>	<b>Geo. Ref.:</b>				
		<b>Served:</b>	<b>Neighborhood:</b>				
<b>Description:</b>	The installation of dual 10'x10' concrete boxes to reduce overland flows to neighboring areas. The rdwy will be improved to curb and gutter w/ raised medians to improve mobility and access management. Wider sidewalks added to promote pedestrian friendly envit	2018	2019	2020	2021	2022	Total
<b>Justification:</b>	Improve Safety, mobility & drainage. Improve rdwy to meet current standards. Drainage improvements to convey storm water to reduce frequent street flooding. Provide 10+ ac-ft detention. Add sidewalks & shared use path. (Drainage - 60% of project cost)	Personnel					\$
		Supplies					\$
		Svcs. & Chgs.					\$
		Capital Outlay					\$
		<b>Total</b>	\$	\$	\$	\$	\$
		FTEs					

**Fiscal Year Planned Expenses**

Project Allocation	Projected Expenses thru 6/30/16	2017 Budget	2017 Estimate	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
<b>Phase</b>										
1 Planning	119,491	-	-	-	-	-	-	-	\$	\$ 119,491
2 Acquisition	-	-	-	-	-	-	-	-	\$	\$
3 Design	210,136	1,000,000	131,018	400,000	485,000	-	-	-	\$ 885,000	\$ 1,226,154
4 Construction	-	-	-	-	17,500,000	-	-	-	\$ 17,500,000	\$ 17,500,000
5 Equipment	-	-	-	-	-	-	-	-	\$	\$
6 Close-Out	-	-	-	-	-	-	-	-	\$	\$
7 Other	5,411	-	-	-	-	-	-	-	\$	\$ 5,411
	-	-	-	-	-	-	-	-	\$	\$
	-	-	-	-	-	-	-	-	\$	\$
<b>Other Sub-Total:</b>	5,411	-	-	-	-	-	-	-	\$	\$ 5,411
<b>Total Allocations</b>	\$ 335,038	\$ 1,000,000	\$ 131,018	\$ 400,000	\$ 17,985,000	\$	\$	\$	\$ 18,385,000	\$ 18,851,056

Source of Funds	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
TIRZ Funds							
City of Houston	400,000	7,585,000	-	-	-	\$ 7,985,000	\$ 8,451,056
Grants	-	-	-	-	-	\$	\$
Other	-	10,400,000	-	-	-	\$ 10,400,000	\$ 10,400,000
<b>Total Funds</b>	\$ 400,000	\$ 17,985,000	\$	\$	\$	\$ 18,385,000	\$ 18,851,056

<b>Project:</b>	<b>Memorial Drive Drainage and Mobility Improvement Project - Phase 2**</b>	<b>City Council District</b>	<b>Key Map:</b>	<b>WBS.:</b>	<b>T-1738B</b>
<b>Description:</b>	Flooding and drainage improvements based on recommendations of the Regional Drainage Study to address flooding on the W153-00 and improve mobility and pedestrian safety on Memorial Drive within the boundaries of the TIRZ.	<b>Location:</b> <b>Served:</b>	<b>Geo. Ref.:</b> <b>Neighborhood:</b>		
		G	G	16	
<b>Justification:</b>	Project will improve storm water drainage system and reconstruct Memorial Drive (Tallowood to Bunker Hill City Limits).	<b>Operating and Maintenance Costs: (\$ Thousands)</b>			
		2018	2019	2020	2021
		Personnel	-	-	-
		Supplies	-	-	-
		Svcs. & Chgs.	-	-	-
		Capital Outlay	-	-	-
		<b>Total</b>	\$ -	\$ -	\$ -
		<b>FTEs</b>	-	-	-

**Fiscal Year Planned Expenses**

<b>Project Allocation</b>	<b>Projected Expenses thru 6/30/16</b>	<b>2017 Budget</b>	<b>2017 Estimate</b>	<b>2018</b>	<b>2019</b>	<b>2020</b>	<b>2021</b>	<b>2022</b>	<b>FY18 - FY22 Total</b>	<b>Cumulative Total (To Date)</b>
<b>Phase</b>										
1 Planning	-	-	-	50,000	-	-	-	-	\$ 50,000	\$ 50,000
2 Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -
3 Design	-	-	-	-	500,000	500,000	-	-	\$ 1,000,000	\$ 1,000,000
4 Construction	-	-	-	-	-	-	9,000,000	-	\$ 9,000,000	\$ 9,000,000
5 Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6 Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7 Other	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Other Sub-Total:</b>	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Total Allocations</b>	\$ -	\$ -	\$ -	\$ 50,000	\$ 500,000	\$ 500,000	\$ 9,000,000	\$ -	\$ 10,050,000	\$ 10,050,000
<b>Source of Funds</b>										
TIRZ Funds	-	-	-	50,000	500,000	500,000	1,800,000	-	\$ 2,850,000	\$ 2,850,000
City of Houston	-	-	-	-	-	-	-	-	\$ -	\$ -
Grants	-	-	-	-	-	-	7,200,000	-	\$ 7,200,000	\$ 7,200,000
Other	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Total Funds</b>	\$ -	\$ -	\$ -	\$ 50,000	\$ 500,000	\$ 500,000	\$ 9,000,000	\$ -	\$ 10,050,000	\$ 10,050,000

NOTE:

<b>Project:</b> Concrete Panel Replacement Program		<b>City Council District</b>		<b>Key Map:</b>		<b>WBS.:</b>		<b>T-1799</b>	
		<b>Location:</b> A,G		<b>Geo. Ref.:</b>					
		<b>Served:</b> A,G		<b>Neighborhood:</b>					
<b>Description:</b> Street maintenance program		<b>Operating and Maintenance Costs: (\$ Thousands)</b>							
		2018	2019	2020	2021	2022	Total		
<b>Justification:</b> Mobility improvements to extend life of roads.		Personnel	-	-	-	-	-	\$	
		Supplies	-	-	-	-	-	\$	
		Svcs. & Chgs.	-	-	-	-	-	\$	
		Capital Outlay	-	-	-	-	-	\$	
		<b>Total</b>	\$	\$	\$	\$	\$	\$	
		FTEs	-	-	-	-	-	-	

**Fiscal Year Planned Expenses**

Project Allocation	Phase	2017 Estimate	2017 Budget	Projected Expenses thru 6/30/16	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
1	Planning	-	-	-	-	-	-	-	-	\$	\$
2	Acquisition	-	-	-	-	-	-	-	-	\$	\$
3	Design	-	-	-	-	-	-	-	-	\$	\$
4	Construction	-	-	-	-	-	-	-	-	\$	\$
5	Equipment	-	-	-	-	-	-	-	-	\$	\$
6	Close-Out	-	-	-	-	-	-	-	-	\$	\$
7	Other	-	-	-	35,000	35,000	35,000	35,000	35,000	\$ 175,000	\$ 175,000
<b>Other Sub-Total:</b>		-	-	-	35,000	35,000	35,000	35,000	35,000	\$ 175,000	\$ 175,000
<b>Total Allocations</b>		\$	\$	\$	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 175,000	\$ 175,000

Source of Funds	2018	2019	2020	2021	2022	FY18 - FY22 Total	Cumulative Total (To Date)
TIRZ Funds	-	-	-	-	-	-	-
City of Houston	35,000	35,000	35,000	35,000	35,000	\$ 175,000	\$ 175,000
Grants	-	-	-	-	-	-	-
Other	-	-	-	-	-	-	-
<b>Total Funds</b>	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 175,000	\$ 175,000

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

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AGENDA MEMORANDUM

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

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8. CIP Committee.
  - a. Project update report from LAN
    - i. Proposal for preliminary engineering analysis of Memorial Drive from Tallowood to the city limits for inclusion in the TIP application
  - b. Project update report from Klotz Associates
  - c. Project update report from Goodman Corporation
  - d. Project update report from SWA



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

**August 2017**

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

No updates

**Memorial Drive Improvements- (BW 8 Frontage Road to Tallowood Rd)**  
**Project Number: 120-11972-000**

**Ongoing Activities:**

Item	Description
1	No updates

**Items Affecting Schedule:**

Item	Description
1	The Execution of the Advanced Funding Agreement (AFA)

**Memorial Drive Improvements – Tallowood Rd to City of Houston/City of Bunker Hill Village boundary**  
**Project Number: 120-11972-000**

**Ongoing Activities:**

Item	Description
1	Council approved Annexation limits
2	Provide Goodman Corp with necessary preliminary engineering work for TIP application

**Town & Country Reconstruction**  
**Project Number: 120-11972-0004**

**Ongoing Activities:**

Item	Description
1	Received letter from City to conclude the ROW swap, subject to property owner providing an acceptance letter and City Council approval.
2	Pre-Con meeting to be scheduled first week of September

**Items Affecting Schedule:**

Item	Description
1	Joint Referral Committee Process (JRC)

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August 24, 2017

Ms. Ann Givens, Chair of the Board  
Memorial City Redevelopment Authority / TIRZ 17  
9610 Long Point Road, Suite 150  
Houston, TX 77055

**Re: Memorial Drive from Tallowood Road to City of Houston/City of Bunker Hill Village limits – Planning Analysis (T-1738B)**

Dear Mr. Givens,

Lockwood, Andrews and Newnam, Inc. (LAN) is pleased to submit this proposal for planning level services consisting of the following items for inclusion in the next Transportation Improvement Program (TIP) application for the H-GAC:

- Conceptual roadway alignment design (10% alignment)
- Conceptual Proposed Drainage Conditions
- Conceptual Typical Sections
- Opinion of Probable Construction Cost

We propose to perform the planning services for a Lump Sum amount of \$34,000. A detailed Scope of Services can be found in Exhibit "A". Exhibit "B" provides a detailed breakdown estimate of the fees for the basic engineering services and expenses.

We are prepared to begin this work immediately. Please feel free to contact me at (713) 266-6900 if you have any questions or need additional information.

Sincerely,

Muhammad Ali, P.E.  
Senior Associate

MA:rg

Accepted for  
Memorial City Redevelopment Authority

\_\_\_\_\_  
Signature Date

\_\_\_\_\_  
Print

Accepted for City of Houston

\_\_\_\_\_  
Signature Date

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Print

Attachments: Exhibit A – Scope of Services, Exhibit B – Fee Schedule

## Exhibit A

### TIRZ 17/Memorial City Redevelopment Authority Memorial Drive Mobility and Drainage Improvements (T-1738B) From Tallowood Rd to City of Houston/City of Bunker Hill Village limits Planning Analysis – Scope of Services

This proposal is for providing preliminary engineering services for the following items for inclusion in the next Transportation Improvement Program (TIP) application for the H-GAC:

- Conceptual roadway alignment design (10% alignment)
- Conceptual Proposed Drainage Conditions
- Conceptual Typical Sections
- Opinion of Probable Construction Cost

The details of the scope are as follows:

#### Basic Services

1. Data Collection:
  - a) Obtain available record drawings, aerial photographs and pertinent project information from City's GIMS
  - b) Field visit will be performed to assist in confirming the aerial information and drainage area boundary determination, and to verify the available data collected for the existing storm sewer system.
  - c) Field visit will also confirm existing geometry, sidewalks, trees, driveways, wheel chair ramps, striping, pavement type/condition, and any other critical feature of potential impact to study findings.
2. Drainage Analysis:
  - a) Existing Conditions

The 2D model prepared as part of the Regional Drainage Study will be revised to provide additional detail to the storm sewer systems within the Memorial Drive project corridors. Additional information is expected to be obtained from record drawings and field visits. LAN will analyze the region for the 2-, 10-, and 100-year, 24-hour storm events.
  - b) Proposed Conditions
    - The existing conditions model will be evaluated to identify the core problem areas and the infrastructure deficiencies that cause the problems. A conceptual improvement alternative will be developed to address the identified deficiencies and evaluate the potential benefit.
    - Identified improvement alternative will be modeled in the dynamic 2D hydraulic model for the project area. Model development for the proposed alternative will build upon the existing conditions modeling effort.
3. Preliminary Roadway Corridor:

Preliminary roadway alignment will be developed using current aerial photography. Alignment shall depict future roadway alignment, sidewalks, driveways, and bicycle facilities. (Bicycle alignment will also be coordinated with City's Houston Bike Plan)

4. Proposed typical sections:

Existing horizontal dimensions, proposed pavement structure makeup and thickness, right-of-way and easements, sidewalks will be shown for each of the identified alternatives and for the existing conditions.

5. Private and Public Utilities Assessment:

Develop corridor maps documenting existing private and public utilities such as storm, water and wastewater infrastructure, existing underground electrical and communication service lines, and locations of existing overhead power and communication lines and poles. Infrastructure that is visibly damaged, nearing the end of useful lifespan, or undersized per current City requirements will be identified.

- a) Collect all available digital public utility information from City of Houston, TxDOT, and Harris County Flood Control for the purposes of documenting within GIS.
- b) Collect available digital data through requests from CenterPoint Energy and ATT
- c) Field collect visible above ground utility locations with a GIS GPS data collector. Visible attributes such as photos, potential utility type, and location will be collected. Subsurface measurements will not be collected.

6. Opinion of Probable Construction Cost:

Develop an Opinion of Probable Construction Cost (OPCC) that will include the necessary level of detail for the TIP application. The estimates shall include all major project items such as inlet counts, storm sewer linear footages, major utility relocations and proposed pavement or concrete replacement with a contingency. Unit costs from recent comparable projects will be used.

7. General Project Management/Project Controls

Project management activities are ongoing throughout the period of the contract and include items such as internal project management, kickoff meeting, monthly progress reports, invoices, and coordination with client and agencies.

8. Quality Assurance/Quality Control:

A thorough Quality Assurance/Quality Control (QA/QC) Plan will be implemented to initially ensure overall project constructability, cost estimate accuracy, and design conformance with industry standards and client-specific requirements and preferences are met. This effort is in accordance with LAN's standard QA/QC procedures.

**Exhibit B**  
**Memorial Drive - from Fallowood Drive to City of Houston/City of Bunker Hill City limits (T-1738B)**  
**Feasibility Study - LEVEL OF EFFORT**

DESCRIPTION OF WORK TASKS	Sr. PROJ MGR	PROJ MGR	PROJECT ENGINEER	GRAD ENGINEER	CADD TECH	ADMIN ASST	TOTAL HOURS	LABOR COSTS
<b>A. Feasibility Study - Basic Services</b>								
1 Data Collection			2	4	8		14	\$1,620.00
2 Drainage Analysis								
a. Existing Conditions		2	4	8			14	\$1,920.00
b. Proposed Conditions	1	2	12	60			75	\$9,590.00
3 Preliminary Roadway Corridor	2	4	12	24	40		82	\$10,060.00
4 Proposed Typical Sections		1	4	8	12		25	\$3,000.00
5 Private/Public Utilities Assessment		1	4	8	16		29	\$3,420.00
6 Opinion of Probable Construction Cost		1	6	12			19	\$2,520.00
7 Project Management/Coordination/Projects Control	2	4				2	8	\$1,370.00
8 Quality Assurance/Quality Control	1	4					5	\$950.00
<b>Total</b>	<b>6</b>	<b>19</b>	<b>44</b>	<b>124</b>	<b>76</b>	<b>2</b>	<b>271</b>	<b>\$34,450.00</b>
<b>TOTAL HOURS</b>								
Contract Labor Rate	\$230.00	\$180.00	\$150.00	\$120.00	\$105.00	\$95.00		
<b>TOTAL LABOR COSTS BASIC ENGINEERING SERVICES</b>	<b>\$1,380.00</b>	<b>\$3,420.00</b>	<b>\$6,600.00</b>	<b>\$14,880.00</b>	<b>\$7,980.00</b>	<b>\$190.00</b>		<b>\$34,450.00</b>

FEASIBILITY STUDY TOTAL	
I. Basic Services	\$34,450.00
III. Reimbursables	\$550.00
<b>PROJECT TOTAL</b>	<b>\$35,000.00</b>

**GRAND TOTAL \$35,000.00**

REIMBURSABLE EXPENSES	QUANTITY	UNIT	COST	TOTAL
1 Printing and Reproduction	1	LS	\$450.00	\$450.00
2 Mileage	200	MILE	\$0.55	\$110.00
<b>TOTAL REIMBURSABLE EXPENSES</b>				<b>\$550.00</b>



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# Monthly Progress Report

**Project: Memorial City Redevelopment Authority / TIRZ 17**

**N. Gessner Drainage and Mobility Improvements – IH10 to Long Point**

**CIP No: T-1732A & T-1732B**

**Period: Through August 29, 2017**

**RPS Klotz Assoc. Project No: 1111.004.000**

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## Activities Completed this Period

1. Ph I PER Update – Authorization received dated 12-16-16.
  - a. Completed review of previous draft PERs for update.
  - b. Submitted updated draft PER to CoH for review and approval, 6-23-17.
    - 1.) Received CoH comments on 7-27-17.
    - 2.) Received CoH Wastewater Ops comments on 8-9-17.
2. Ph II Final Design - Authorization received dated 11/14-14 & 12-16-16.
  - a. Basic and Additional Services
    - 1.) Updated N. Gessner SWMM model to incorporate A&B as one project and Updated draft Drainage Impact Report for CoH review and approval.
    - 2.) Continue development of design plans as one construction project.
    - 3.) Continue ESA II study, FC 120 Categorical Exclusion.
    - 4.) Continue coordination with SWA for streetscape design.
    - 5.) Received draft Geotechnical Investigation Report, 4-11-17.
      - i. Submitted to CoH for Review on 6-23-17
      - ii. CoH comments received on 7-21-17.
      - iii. Comments submitted to Subconsultant on 7-24-17. Pending updates for final submittal to CoH.
    - 6.) Received updated Survey, 6-14-17.
      - i. Pending updates to survey
    - 7.) Performed estimate of Overhead power line relocation cost on 8-14-2017.
    - 8.) Continue to address CoH Drainage Model comments received during the meeting on 7-13-17. Pending receipt of additional comments from the City.
  - b. Meetings
    - 1.) Attended meeting with TIRZ 17 to review Drainage Improvements and Overhead powerline relocations on 8-15-17.
    - 2.) Project meetings with SWA as required.
    - 3.) Additional Project Team Meetings as required.
    - 4.) Project Review Meetings with CoH as required.
    - 5.) Progress Mtgs. with TIRZ Executive Director as requested.
    - 6.) Attended and provided update at TIRZ Board & CIP Committee Meetings.

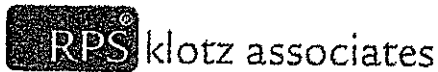


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### **Activities Planned for Next Period**

1. Ph I PER Update
  - a. Review and address Updated PER CoH review comments.
  - b. Prepare for CoH Technical Review Committee Meeting for TRC approval.
  
2. Ph II Final Design.
  - a. Basic and Additional Services
    - 1.) Submit proposal to obtain a Fault Study for the existing Fault Line along the project limits.
    - 2.) Submit Final Geotech Report to CoH for review and approval.
    - 3.) Complete development of draft design plans as one construction project
    - 4.) Continue tasks for ESA II and FC 120 Categorical Exclusion.
    - 5.) Continue coordination with SWA for streetscape design.
  - b. Meetings
    - 1.) Project Team Meetings and Additional meetings with TIRZ as required.
    - 2.) Provide project update at TIRZ CIP Committee and Board Meetings.
    - 3.) Project Team Meeting with SWA.

**Issues and Information we are waiting to receive** – Final approval/execution of AFA for TxDOT Grant for project.



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# 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 August 29, 2017

RPS Klotz Assoc. Project No: 1111.002.000 / 006314

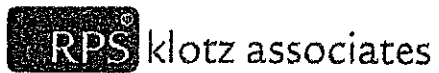
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## Activities This Period

1. Ph II Final Design - Authorization received dated 03/07/14, 09/06/16
  - a. Basic and Additional Services
    - 1.) Geotechnical Investigation and ESA 1 for 'Straws' complete.
    - 2.) Continue development of 'Straws' plans and incorporating into Briar Branch plans and documents for one construction project.
    - 3.) Updated Drainage Impact Study draft report submitted to HCFCD for review and approval. Initial HCFCD comments received dated 03-30-17. Responses to comments complete and resubmitted to HCFCD for review and approval. Additional comments received 07-13-17. Responses to additional comments complete and resubmitted to HCFCD for review and approval.
    - 4.) Updated Drainage Impact Study draft report submitted to the City of Houston for review and approval.
    - 5.) Updated model information submitted to the City of Houston for concurrent review. Initial COH comments received dated 06-21-17. Meeting held 07-13-17 to resolve comments. Responses to comments complete and resubmitted to COH for review and approval.
  - b. Meetings
    - 1.) Project Team Meetings as required.
    - 2.) Additional meetings with TIRZ, SWA and CoH as required.
    - 3.) Attended and provided project updates at TIRZ Board Meeting and TIRZ Board CIP Committee Meeting as requested.

## Activities Planned for Next Period

1. Ph II Final Design.
  - a. Basic and Additional Services
    - 1.) Continue development of plans and documents for one construction package
    - 2.) Updated Plans will be submitted to HCFCD and CoH upon approval of Drainage Impact Report by HCFCD & CoH.
    - 3.) Respond to comments and questions from HCFCD, CoH and TIRZ.



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**b. Meetings**

- 1.) Project Team Meetings as required.
- 2.) Additional meetings with TIRZ and SWA as required.
- 3.) Coordination meetings with HCFCD and CoH as required.
- 4.) Attend and provide project update at TIRZ Board Meeting.

**Issues and Information we are waiting to receive - None**





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# PROGRESS REPORT

**To:** Scott Bean, Memorial City Redevelopment Authority Executive Director  
Karen Glynn, P.E., City of Bunker Hill Administrator  
**From:** Donnie Arbeau, Greg Goodman  
**Date:** September 1, 2017  
**Re:** Pursuit of Funding for Memorial Drive Related Projects (BUN100) – August 2017

Task	Previous % Complete	Current % Complete
<b>1 – Completion of Project Planning Documentation in Support of a Full Grant Application</b>	0%	5%

Comment: Initially, TGC met with project partners, staff, and support agencies for the project. This meeting provided the framework for the development process for the overall project. TGC has continued to coordinate with the entire project team on the joint funding pursuit by the City of Bunker Hill and Memorial City Redevelopment Authority for the redevelopment project along Memorial Drive and Gessner.

In July and August, TGC worked to gather information from project partners (and project engineers) regarding initial design plans and cost estimates for the project. As part of that effort, TGC reviewed preliminary schematics for the Bunker Hill (RPS) section of Memorial / Gessner improvement for compliance with TxDOT design standards. Work on that initial review is complete and follow-up activities are on-going. TGC has also held discussions with LAN concerning the MCRA portion of the project (Memorial Drive) to help expedite that process for a preliminary design and a cost estimate.

TGC has also developed a draft Inter-local Agreement to outline project partner roles for the joint pursuit of funding in the 2019-2022 Houston-Galveston Area Council (H-GAC) Transportation Improvement Program (TIP) Call for Projects. The ILA has been forwarded to the project partners for their review, feedback, and finalization. The ILA will be included with the pending TIP application submission to H-GAC.

<b>2 – Project Support, Pursuit of Funding, and Grant Application Preparation</b>	0%	0%
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Comment: TGC staff continues to monitor H-GAC for developments regarding the next discretionary Call-for-Projects. Understanding H-GAC's vision, goals, development framework, ranking criteria, and cost/benefits, are key to submit competitive and fundable projects.

The anticipated timeline for kick-off of the next discretionary opportunity has not been changed from the proposed timeline of Fall 2017. We will continue to monitor and provide updates as they become available.



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# PROGRESS REPORT

**To:** Scott Bean, Executive Director  
**From:** Jim Webb  
**Date:** September 1, 2017  
**Re:** TIP Project Assistance and Oversight (iMCT101) – August 2017

Task	Previous % Complete	Current % Complete
<b>1 – Program Management, Oversight, and Intergovernmental Coordination for Memorial Drive</b>	34%	40%
Comments:		
<ul style="list-style-type: none"> <li>• Respond to request for information from City of Houston Economic Development Department.</li> <li>• Complete quarterly TIP reporting process.</li> <li>• Coordinate with TxDOT in initiation of AFA.</li> </ul>		
<b>2 – Program Management, Oversight, and Intergovernmental Coordination for North Gessner</b>	45%	48%
Comments:		
<ul style="list-style-type: none"> <li>• Complete quarterly TIP reporting process.</li> <li>• Coordination with RPS regarding new Project Manager.</li> <li>• Coordination with TxDOT and MCRA Board Chair regarding DocuSign process for AFA.</li> <li>• Affirm completion of executed AFA with MCRA Administrator and Board Chair.</li> <li>• Coordinate initial payment between TxDOT and MCRA.</li> </ul>		



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# PROGRESS REPORT

**To:** Scott Bean, Executive Director  
**From:** Stephanie Kirschner  
**Date:** September 1, 2017  
**Re:** Environmental Studies for Categorical Exclusion Memorial Drive (Beltway 8 to Tallowood Road) (MCT102) – August 2017

Task	Previous % Complete	Current % Complete
<b>1 – Purpose and Need</b> Comment: No activity.	0%	0%
<b>2 – Alternative Analysis</b> Comment: No activity.	15%	15%
<b>3.1 – Socioeconomic Analysis</b> Comment: No activity.	15%	15%
<b>3.2 – Water Quality Conditions</b> Comment: No activity.	0%	0%
<b>3.3 – Plant Communities and Wildlife Habitat</b> Comment: No activity.	45%	45%
<b>3.4 – Waters and Wetlands Identification</b> Comment: No activity.	10%	10%
<b>3.5 – Air Quality Assessment</b> Comment: No activity.	0%	0%
<b>3.6 – Floodplains Assessment</b> Comment: No activity.	10%	10%
<b>3.7 – Cultural Resource Identification</b> Comment: No activity.	15%	15%
<b>3.7a – Historical Resource Analysis</b>	0%	0%

Comment: No activity.

<b>3.8 – Hazardous Materials</b>	<b>50%</b>	<b>50%</b>
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Comment: No activity.

<b>3.9 – Historical Resource Identification</b>	<b>5%</b>	<b>5%</b>
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Comment: No activity.

<b>3.9A – Indirect Impacts Assessment</b>	<b>0%</b>	<b>0%</b>
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Comment: No activity.

<b>3.10 – Cumulative Impacts Assessment</b>	<b>0%</b>	<b>0%</b>
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Comment: No activity.

<b>4 – Draft and Final EA</b>	<b>0%</b>	<b>0%</b>
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Comment: Pending completion of Advance Funding Agreement prior to completing additional task work.

**SWA Houston**

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Tom Fox  
David R Gal  
Cinda Gilliland  
Ying-Yu Hung  
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Ross Nadeau  
Sean O'Malley  
Timothy Peterson  
Lawrence Reed  
R Joseph Runco  
Kevin Shanley  
Elizabeth Shreeve  
David P Thompson  
James Vick  
John L Wong  
Xiao Zheng

**PROJECT STATUS REPORT BY SWA**

SCOPE: LANDSCAPE ARCHITECTURE FOR MEMORIAL CITY  
REDEVELOPMENT AUTHORITY  
PROJECTS: TIRZ #17 CIP  
DATE: 29 August 2017

**CURRENT PROJECTS STATUS**

1. W-140 BRIAR BRANCH DRAINAGE IMPRVTS (SWA WO#05 / #08)
  - SWA is responding to RPS on design issues, as requested. SWA will coordinate construction phase services for the grading and minimal landscape work as construction begins.
2. N. GESSNER DRAINAGE AND MOBILITY IMPRVTS – PH 1 (T-1732A) (SWA WO#12)
  - SWA is coordinating the design of the streetscape with RPS as well as the partnering management districts that will be maintaining the improvements (Memorial Management and Spring Branch Management Districts).
3. MEMORIAL DRIVE DRAINAGE AND MOBILITY IMPROVEMENTS - (T1731B)(SWA WO#13)
  - SWA is coordinating the start date for design with LAN pending completion of the AFA.
4. ON-CALL (SWA WO#15)
  - SWA is working with stakeholders (TIRZ 20, City of Houston, TxDOT, Memorial Management District, H-GAC) on the Beltway 8 Pathway connecting Buffalo Bayou and Memorial Drive.
5. TOWN & COUNTRY WEST DRAINAGE AND MOBILITY IMPRVTS (T-1717) (SWA WO#16)
  - SWA is conducting construction phase services in cooperation with LAN on the project for the streetscape improvements.

**NEW PROPOSED PROJECTS STATUS**

NO NEW APPROVED // PROPOSED PROJECTS TO REPORT



END OF REPORT