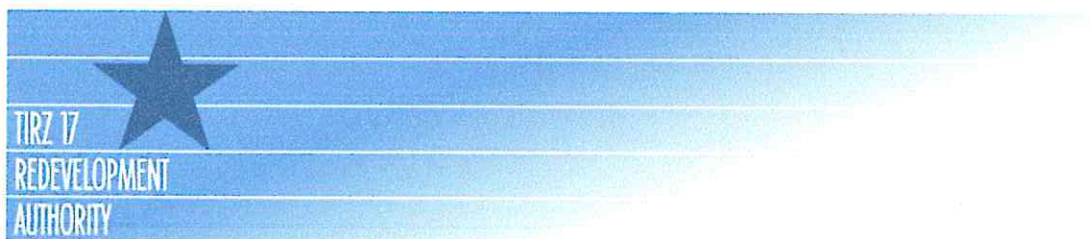


MEMORIAL CITY  
REDEVELOPMENT AUTHORITY,  
TIRZ No. 17,  
City of Houston



Agenda and Agenda Materials  
Meeting of the Board of Directors

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October 31, 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, October 31, 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 September 26, 2017, regular meeting.
4. Receive financial and bookkeeper's report, including payment of invoices, review of investments and project cash flow reports.
5. Combined November and December meeting date.
6. Approve FY2017 Annual Financial Report and Audit.
7. CIP Committee.
  - a. Project Update Report from LAN, including:
    - i. Pay Estimate No. 1 from SER Construction Partners, T&C Reconstruction and Drainage Improvement, in the amount of \$346,646.14
    - ii. Proposal for general engineering consulting services.
    - iii. SER Right of Entry Agreement for T&C Reconstruction
    - iv. Project Cost Sharing Agreement with Trammel Crow for stamped concrete
  - b. Project Update Report from Klotz Associates
  - c. Project Update Report from Goodman Corporation
  - d. Project Update Report from SWA
8. Convene in Executive Session pursuant to Section 551.071, Texas Government Code, to conduct a private consultation with attorney, with regard to pending or contemplated litigation; and Convene in Executive Session pursuant to Section 551.072, Texas Government Code, to deliberate the purchase, exchange, lease or value of real property.
9. Reconvene in Open Session and authorize appropriate actions regarding private consultation with attorney; and reconvene in Open Session and authorize appropriate actions with regard to pending or contemplated litigation and regarding the purchase, exchange, lease or value of real property.
10. Adjournment.



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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 September 26, 2017 regular meeting.

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

**September 26, 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, September 26, 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 Freels, 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 Jennifer Curley, COH - Economic Development Dept.; Ben Gillis, Memorial Management District; Council Member Greg Travis, District G; Jack Valinski, COH; Laurie Rosenbaum and Karen Glynn; City of Bunker Hill; Muhammad Ali and Derek St. John, both of LAN; Bart Standley and Natalie Weiershausen, both of RPS; Dr. Carlos Medina, HCC; Emily Anderson, Half Associates; Robert Benz; Jim Shroff; John Jackson; Cara Cullen; Virginia Gregory; David Tresch; Kelly Landwermyer; Ed Browne; Lois Myers; Arlis Brodie; and Donna Freedman. Chair Givens called the meeting to order at 8:01 a.m.

**RECEIVE PUBLIC COMMENTS.**

John Jackson stated Frostwood is supportive of the subsurface detention at the sport fields; and Frostwood continues to work with our neighbors around us to support the TIRZ and the City's plan on flooding. Ed Browne stated most people did not do too badly in this storm and commented on the homes north of IH-10 flooding and the flooding of homes along the bayou and flooding caused by the release of water from the reservoir. He stated the flood plains will be changing after this storm. He requested the TIRZ to please use its money for drainage instead of improvements. Kelly Landwermyer, stated he recognizes the benefit of new development in the area and is grateful of improvements; however, improvements should not come at the price of flooding. He stated Frostwood applauds the TIRZs efforts for drainage. Lois Myers commented on flooding in area neighborhoods. She commented on detention laws and detention ponds. Donna Freedman commented on the flooding of the Memorial neighborhoods, stating it was devastating. She commented on the conditions at George R. Brown.

**APPROVE MINUTES OF THE JUNE 27, 2017, REGULAR MEETING AND MINUTES OF THE JULY 14, 2017, SPECIAL MEETING.**

Upon a motion duly made by Director Rickel, and being seconded by Director Durham, the Board voted unanimously to approve the Minutes of the June 27, 2017, regular meeting and the Minutes of the July 14, 2017, special meeting, as presented.

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

Ms. Lofton presented the Bookkeeper's Report and went over invoices, included in the Board agenda materials. Upon a motion duly made by Director Rickel, and being seconded by Director Airola, the Board voted unanimously to accept the Bookkeeper's Report and approved payment of invoices, and requested to defer the payment of the SAL Esparza invoices until clarification is provided on the billing amounts.

**AGREED-UPON PROCEDURES REPORT FOR T&C WAY PARTNERS, LLC.; AUTHORIZE APPROPRIATE ACTION.**

It was noted Director Freels is not present at the meeting and will not be participating in the discussion regarding this agenda item. Ms. Holoubek reviewed the Agreed-Upon Procedures Report for T&C Way Partners LLC, included in the Board agenda materials. Upon a motion duly made by Director Hodges, and being seconded by Director Airola, the Board voted unanimously to approve the Agreed-Upon Procedures Report for T&C Way Partners, LLC; authorized the developer disbursement to T&C Way Partners LLC in the amount of \$1,649,592.51; and acknowledged the Receipt from T&C Way Partners for said payment.

**FY2018 BUDGET.**

Mr. Bean reviewed the proposed FY2018 Budget, included in the Board agenda materials. He reported the CIP Committee has reviewed and is recommending for approval. Upon a motion duly made by Director Rickel, and being seconded by Director Durham, the Board voted unanimously to approve the FY2018 Budget, as presented.

**CIP COMMITTEE.**

**a. Project Update Report from LAN.**

Mr. Ali presented the LAN engineer's report, included in the Board agenda materials, and answered questions.

**i. Proposal for preliminary engineering analysis of Memorial Drive from Tallowood to City Limits for inclusion in TIP application.**

Mr. Ali reviewed the LAN proposal for preliminary engineering analysis of Memorial Drive from Tallowood to City Limits for inclusion in TIP application, included in the Board agenda materials. Upon a motion duly made by Director Rickel, and being seconded by Director Heins, the Board voted unanimously to approve the proposal from LAN for preliminary engineering analysis of Memorial Drive from Tallowood to City Limits for inclusion in TIP application in the amount of \$34,000.00, as presented.

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

Mr. Standley provided an update on Briar Branch and N. Gessner projects, and answered questions. Copies of the progress reports are included in the Board agenda materials.

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

The Goodman Corporation progress report is included in the Board agenda materials for review.

**d. Project Update Report from SWA.**

The SWA progress report is included in the Board agenda materials for review.

**REPORT FROM LAN ON HURRICANE HARVEY.**

LAN provided a PowerPoint presentation "Analysis on Hurricane Harvey and Impacts in the Area." The presentation included an assessment of Harvey; observations of W140, W151 and W153; TIRZ impacts; County impacts; record event countywide; magnitude of event; and event comparison to other rain events. A copy of the presentation is on the TIRZ website under the Meetings tab for September 26, 2017.

**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 9:05 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 9:23 a.m.

Upon a motion duly made by Director Rickel, and being seconded by Director Airola, the Board voted unanimously to authorize execution of a proposal letter for purchase of real estate.

**ADJOURNMENT**

There being no further business to come before the Board, Chair Givens adjourned the meeting at 9:24 a.m.

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Secretary

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

September 30, 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	26,826,291.21	0.00	326,902.83	27,153,194.04
Revenue	18,141.91	0.00	278.81	18,420.72
Expenditures	1,865,200.23	0.00	100.00	1,865,300.23
Ending Balance	24,979,232.89	0.00	327,081.64	25,306,314.53

### 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>

September 30, 2017



## General Operating Fund

**BEGINNING BALANCE:** **26,826,291.21**

**REVENUE:**

Checking Interest - Wells Fargo	204.70	
Texpool Interest	717.66	
Wells Fargo/TexSTAR (Surplus Funds) Interest	16,973.25	
Texas Exchange CD Interest	246.30	
Voided Check(s)            2751	0.00	
<b>Total Revenue:</b>		<b>18,141.91</b>

**DISBURSEMENTS:**

Checks Presented At Last Meeting	207,571.42	
Checks Written at/after Last Meeting	8,036.30	
2745 SWA Group		
T&C Way Partners Wire	1,649,592.51	
<b>Total Expenditures</b>		<b>1,865,200.23</b>

**Ending Balance:** **24,979,232.89**

**Location of Assets:**

Institution	Investment Number	Interest Rate	
Wells Fargo Checking	*5490	0.1500	3,963,786.32
TexPool	*0001	1.0151	860,852.72
Wells Fargo/TexSTAR	TexSTAR Surplus Funds	1.0384	19,904,593.85
Texas Exchange Bank CD	*3601	1.4700	250,000.00
<b>Total</b>			<b>24,979,232.89</b>

Certificate of Deposit

CD \*3601

Term: 12 Months

Matures: 09/28/2018

**Memorial City Redevelopment Authority**  
**Checks Presented**  
**October 31, 2017**

Num	Name	Description	Amount
2746	Allen Boone Humphries Robinson LLP	Legal Fee	-2,909.27
2747	Blank Rome LLP	Legal Services	-12,638.18
2748	Cobb Fendley & Associates, Inc.	Construction Management	-625.00
2749	Equi-Tax, Inc	Tax Assessor Fee	-400.00
2750	eSiteful, Inc.	Website Hosting	-132.55
2751	Void	Void	0.00
2752	ETI Bookkeeping Services	Bookkeeping Fee	-924.15
2753	Hawes Hill & Associates	Professional Consultant	-8,000.00
2754	Klotz Associates Inc	Engineering Consultant	-19,587.66
2755	Lockwood, Andrews & Newman, Inc.	Engineering Fee	-42,396.01
2756	McGrath & Co., PLLC	Auditor	-9,000.00
2757	SER Construction Partners, LLC	Pay Estimate No. 1	-346,646.14
2758	SWA Group	Engineering Consultant	-3,728.40
2759	The Goodman Corporation Inc	Contract Services	-24,203.51
2760	TML Intergovernmental Risk Pool	Insurance	-961.38
<b>Total</b>			<b>-472,152.25</b>

## Debt Service Fund

<b>BEGINNING BALANCE</b>		<b>326,902.83</b>
<b>REVENUE</b>		
TexPool DSF Interest	7.35	
Wells Fargo/TexSTAR (2008 DSF) Interest	263.33	
Wells Fargo/TexSTAR (2008 Pled Rev) Interest	8.13	
<b>Total Revenue</b>		<b>278.81</b>
<b>EXPENDITURES</b>		
2016 Debt Service Interest Payment	0.00	
2016 Debt Service Principal Payment	0.00	
Trustee Fee	100.00	
<b>Total Expenditures</b>		<b>100.00</b>
<b>ENDING BALANCE</b>		<b>327,081.64</b>

**Location of Assets:**

Institution	Investment Number	Interest Rate	Current Balance
Wells Fargo *4601	TexSTAR 2008 DSF	1.0384	308,808.65
Wells Fargo *4600	TexSTAR 2008 Pledged Rev	1.0384	9,548.32
TexPool	*0004	1.0151	8,724.67
		<b>Total</b>	<b>327,081.64</b>

Memorial City Redevelopment Authority  
Investment Report  
September 30, 2017

**SCHEDULE OF INVESTMENTS**

**Investment Pools**

Fund	Location Of Assets	Interest Rate	Beginning Balance		Market	N.A.V.	Book	Interest Earned	Deposits or (Withdrawals)	Market	Ending Balance	
			Market	N.A.V.							Market	N.A.V.
GOF	TexPool	1.0151	860,160.86	1.00003	860,135.06	860,135.06	717.66	(0.00)	860,878.55	1.00003	860,852.72	
DSF	TexPool	1.0151	8,817.58	1.00003	8,817.32	8,817.32	7.35	(100.00)	8,724.93	1.00003	8,724.67	
GOF	Wells Fargo/ TexStar	1.0384	19,887,899.03	1.000014	19,887,620.60	19,887,620.60	16,973.25	0.00	19,905,151.18	1.000028	19,904,593.85	
DSF	Wells Fargo/ TexStar DSF	1.0384	308,549.64	1.000014	308,545.32	308,545.32	263.33	0.00	308,817.30	1.000028	308,808.65	
DSF	Wells Fargo/ TexStar PI Rev	1.0151	9,540.32	1.000014	9,540.19	9,540.19	8.13	(0.00)	9,548.59	1.000028	9,548.32	

**Certificates of Deposit**

Fund	Location Of Assets	Interest Rate	Purchase Value	Term	Maturity Date	Beginning Balance	Deposits or (Withdrawals)	Interest Earned	Ending Balance
GOF	TX Exch *3601	1.4700	245,000.00	12 Months	9/28/2018	250,000.00	(246.30)	246.30	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	5,828,535.55	204.70	(1,864,953.93)	3,963,786.32

**Collateral Pledged In Addition to FDIC**

Depository Institution	Total Funds On Deposit	Custodial Institution	Securities Pledged	Collateral Description	Par Value	Market Value
Wells Fargo	3,963,786.32	BNYM	6,130,110	WU2246	4,037,234	4,081,953

**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**  
**September 2017**

		September			Year To Date (3 Months)			Annual
		Actual	Budget	Variance	Actual	Budget	Variance	Budget
<b>Ordinary Income/Expense</b>								
<b>Income</b>								
<b>1000 · Income</b>								
	8223 · Interest Income	18,421	3,081	15,340	58,038	9,242	48,796	36,969
	8930 · Bond Proceeds	0	0	0	0	0	0	73,300,000
	<b>Total 1000 · Income</b>	<b>18,421</b>	<b>3,081</b>	<b>15,340</b>	<b>58,038</b>	<b>9,242</b>	<b>48,796</b>	<b>73,336,969</b>
	6-4320 · Increment Collections	0	0	0	15,731,173	16,599,074	-867,901	16,599,074
	6-4350 · Grants	0	0	0	0	0	0	3,400,000
	<b>Total Income</b>	<b>18,421</b>	<b>3,081</b>	<b>15,340</b>	<b>15,789,211</b>	<b>16,608,316</b>	<b>-819,105</b>	<b>93,336,043</b>
<b>Expense</b>								
<b>3335 · Management Consulting Services</b>								
	6320 · Legal	1,969	12,500	-10,531	6,197	37,500	-31,303	150,000
	6322 · Eng Consultant/General Prof.Svc	9,775	1,667	8,108	13,005	5,000	8,005	20,000
	6323 · Legal Litigation	12,843	0	12,843	14,301	0	14,301	0
	6337 · Construction Audit	0	0	0	0	0	0	10,000
	6343 · Other	133	0	133	1,333	0	1,333	0
	<b>Total 3335 · Management Consulting Services</b>	<b>24,720</b>	<b>14,167</b>	<b>10,553</b>	<b>34,836</b>	<b>42,500</b>	<b>-7,664</b>	<b>180,000</b>
<b>5650 · Transfers</b>								
	6420 · COH Administration Fee	0	0	0	786,559	829,954	-43,395	829,954
	6430 · Municipal Services	0	0	0	0	0	0	2,256,619
	<b>Total 5650 · Transfers</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>786,559</b>	<b>829,954</b>	<b>-43,395</b>	<b>3,086,573</b>
<b>5706 · Debt Service</b>								
	5707 · Principal	0	0	0	3,100,000	3,100,000	0	3,100,000
	5708 · Interest	0	0	0	577,991	548,088	29,903	1,096,176
	5710c · Trustee Fee	100	100	0	850	850	0	9,500
	<b>Total 5706 · Debt Service</b>	<b>100</b>	<b>100</b>	<b>0</b>	<b>3,678,841</b>	<b>3,648,938</b>	<b>29,903</b>	<b>4,205,676</b>
<b>6300 · Administration &amp; Overhead</b>								
	6300a · FDIC Assessment Fee	0			0			
	6321 · Auditor	9,000	10,000	-1,000	17,000	10,000	7,000	20,000
	6333 · Bookkeeping/Accounting	900	900	0	2,992	2,700	292	10,800
	6340 · Administration Salaries/Benefit	8,000	8,000	0	32,000	24,000	8,000	96,000
	6344 · Bond Svcs/Trustee/FA	400	0	400	1,200	1,200	0	3,200
	6350 · Office Expense	0	250	-250	0	750	-750	3,000
	6351 · Office Lease	0	0	0	0	0	0	0
	6353 · Insurance	961	1,290	-329	961	1,290	-329	1,290
	<b>Total 6300 · Administration &amp; Overhead</b>	<b>19,261</b>	<b>20,440</b>	<b>-1,179</b>	<b>54,153</b>	<b>39,940</b>	<b>14,213</b>	<b>134,290</b>
<b>7000 · Capital Expenditure</b>								
	1701 · Gessner Widening	0	0	0	613	0	613	0
	1709 · Lumpkin I-10 Westview	0	0	0	1,301	0	1,301	0

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

	September			Year To Date (3 Months)			Annual
	Actual	Budget	Variance	Actual	Budget	Variance	Budget
1717 · Town & Country W. Drain/Mobil	384,188	293,333	90,855	414,876	880,000	-465,124	3,520,000
1722 · Town & Country Biv Signalizatr	0	0	0	613	0	613	0
1725 · Parks & Green Space Improv.	0	10,417	-10,417	1,933	31,250	-29,317	125,000
1731A · Detention Basin & W-140 Bridge	490	0	490	2,456	0	2,456	0
1732A · N Gessner Drainage & Mobility	37,611	49,758	-12,147	95,276	149,275	-53,999	597,100
1734 · W140 Channel Improvements	16,736	526,250	-509,514	33,444	1,578,750	-1,545,306	6,315,000
1735A · Detention Basin A	123	83,333	-83,210	2,083	250,000	-247,917	1,000,000
1738 · T&C Way Partners, LLC	1,649,593	1,649,593	0	1,649,593	1,649,593	0	1,649,593
1738A · Memorial Dr Drain & Mobility 1	3,000	33,333	-30,333	4,875	100,000	-95,125	400,000
1738B · Memorial Dr Drain & Mobility 2	0	4,167	-4,167	0	12,500	-12,500	50,000
1799 · Concrete Panel Replace Program	0	2,917	-2,917	0	8,750	-8,750	35,000
<b>Total 7000 · Capital Expenditure</b>	<b>2,091,741</b>	<b>2,653,101</b>	<b>-561,360</b>	<b>2,207,063</b>	<b>4,660,118</b>	<b>-2,453,055</b>	<b>13,691,693</b>
<b>Total Expense</b>	<b>2,135,822</b>	<b>2,687,808</b>	<b>-551,986</b>	<b>6,761,452</b>	<b>9,221,450</b>	<b>-2,459,998</b>	<b>21,298,232</b>
<b>Net Income</b>	<b>-2,117,401</b>	<b>-2,684,727</b>	<b>567,326</b>	<b>9,027,759</b>	<b>7,386,866</b>	<b>1,640,893</b>	<b>72,037,811</b>

**ALLEN BOONE HUMPHRIES ROBINSON LLP**

To contact the ABHR Billing Department, please call 713-960-6400 or email at [billing@abhr.com](mailto:billing@abhr.com)

October 18, 2017

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Client/Matter: MEM001-01  
 Statement Number: 91172  
 Billing Attorney: Jessica Holoubek

**REMITTANCE PAGE**

Fees for services posted through October 13, 2017 1,957.50  
 Expenses and Other Items posted through October 13, 2017 11.77  
**Total Amount Due: \$1,969.27**

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

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

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

Code # 6320  
 10/24/2017



**ABHR**

ALLEN BOONE HUMPHRIES ROBINSON LLP

October 18, 2017

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Ms. Michelle Lofton Client/Matter: MEM001-01  
 ETT Bookkeeping Services Statement Number: 91172  
 17111 Rolling Creek Drive, Suite 108 Billing Attorney: Jessica Holoubek  
 Houston, TX 77090

General

**Professional Fees**

Fees for services posted through October 13, 2017, as follows:

Date	Professional	Hours
<b>General</b>		
08/23/17	Jessica Holoubek	Exchange of emails with Linda Clayton to answer questions from auditor; review Board of Directors meeting agenda. 0.60
08/31/17	Liz Kahla	Review, sort, and add documents into district records in accordance with Records Management Act and District's Records Management Policy. 0.25
09/12/17	Jessica Holoubek	Exchange of emails with Authority auditor. 0.25
09/21/17	Holly Huston	Update District files in accordance with the Records Management Act and in accordance with the Authority's Records Management Policy. 0.25
08/22/17	Kelsie Wade	Review, sort, and add documents into district records in accordance with Records Management Act and Authority's Records Management Policy. 0.25
09/26/17	Jessica Holoubek	Travel to, attend and follow up from Board of Directors meeting. 3.00
		<b>Total Task Hours: 4.50</b>
		<b>Total Task Amount: \$1,957.50</b>
		<b>Total Fees: \$1,957.50</b>

**Expenses and Other Items**

Expenses and Other Items posted through October 13, 2017, as follows:

09/26/17	JBH	Mileage expense.	11.77
			<b>Total Expenses and Other Items: 11.77</b>

**TASK FEE BREAKDOWN**

	Hours	Amount
Allen Boone Humphries Robinson LLP		October 18, 2017

Memorial City Redevelopment Authority  
 MEM001-01

Statement Number: Page: 2  
 91172

General 4.50 1,957.50

Total Fees: \$ 1,957.50  
 Total Expenses and Other Items: \$ 11.77  
**Total Amount Due: \$ 1,969.27**

**ALLEN BOONE HUMPHRIES ROBINSON LLP**

To contact the ABHR Billing Department, please call 713-960-6400 or email at [billing@abhr.com](mailto:billing@abhr.com)

October 18, 2017

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Litigation Client/Matter: MEM001-21  
 Statement Number: 91174  
 Billing Attorney: Jessica Holoubek

**REMITTANCE PAGE**

Fees for services posted through October 13, 2017 205.00  
 Expenses and Other Items posted through October 13, 2017 0.00  
**Total Amount Due: \$205.00**

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

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

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

Code # 6320  
 10/24/2017



**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)

October 18, 2017

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Client/Matter: MEM001-03  
 Statement Number: 91173  
 Billing Attorney: Jessica Holoubek

**REMITTANCE PAGE**

Fees for services posted through October 13, 2017 735.00  
 Expenses and Other Items posted through October 13, 2017 0.00  
**Total Amount Due: 735.00**

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

Allen Boone Humphries Robinson LLP  
 PO Box 4348  
 Department 30  
 Houston, TX 77210-4348

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

*Code: VARIOUS  
 see detail  
 10/24/2017  
 SP*

**ABHR**

ALLEN BOONE HUMPHRIES ROBINSON LLP

October 18, 2017

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Ms. Michelle Lofton Client/Matter: MEM001-03  
 ETI Bookkeeping Services Statement Number: 91173  
 17111 Rolling Creek Drive, Suite 108 Billing Attorney: Jessica Holoubek  
 Houston, TX 77098

Projects

Professional Fees

Fees for services posted through October 13, 2017, as follows:

Date	Professional	Hours
<b>Memorial near Bwy 8 Drainage - 1731</b>		
09/18/17	Jessica Holoubek	Work on interlocal agreement with Bunker Hill; follow up with Jim Webb regarding the same.
		Total Task Hours: 1.00
		Total Task Amount: \$490.00
<b>SBMSA detention 1735</b>		
08/23/17	Jessica Holoubek	Work on proposal letter to SBMSD.
		Total Task Hours: 0.25
		Total Task Amount: \$122.50
<b>Town &amp; Country W. Drain/Mobil - 1717 1717</b>		
09/11/17	Jessica Holoubek	Exchange of emails with Trevor Janock, Midway Companies, regarding reimbursement and follow up with bookkeeper for the Authority.
		Total Task Hours: 0.25
		Total Task Amount: \$122.50
		Total Fees: 735.00

**TASK FEE BREAKDOWN**

	Hours	Amount
Memorial near Bwy 8 Drainage - 1713	1.00	490.00 - 1731
SBMSA detention	0.25	122.50 - 1735
Town & Country W. Drain/Mobil - 1717	0.25	122.50 - 1717

Allen Boone Humphries Robinson LLP

October 18, 2017

Memorial City Redevelopment Authority  
 MEM001-03

Statement Number: 91173 Page: 2

Total Fees:	\$	735.00
Total Expenses and Other Items:	\$	0.00
<b>Total Amount Due:</b>	<b>\$</b>	<b>735.00</b>

**BLANK ROME LLP**  
 COUNSELORS AT LAW

717 TEXAS AVENUE  
 SUITE 1400  
 HOUSTON, TEXAS 77002  
 (713) 228-6801 FAX: (713) 228-6805  
 FEDERAL TAX ID. NO. 23-1311874

MEMORIAL CITY REDEVELOPMENT AUTHORITY AND  
 REINVESTMENT ZONE NUMBER 17, CITY OF HOUSTON, TEXAS  
 SCOTT BEAN  
 HAWES HILL CALDERON LLP  
 P.O. BOX 22167  
 HOUSTON, TX 77221

INVOICE DATE: OCTOBER 01, 2017  
 MATTER NO: 146310-00601 02752  
 INVOICE NO: 1691498

REGARDING: MEMORIAL CITY REDEVELOPMENT AUTHORITY AND  
 REINVESTMENT ZONE NUMBER 17, CITY OF HOUSTON, TEXAS  
 CIVIL ACTION NO. 4:16-CV-01458; 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 09/30/17	\$	12,026.50
FOR DISBURSEMENTS ADVANCED THROUGH 09/30/17		611.68
<b>CURRENT INVOICE TOTAL</b>	<b>\$</b>	<b>12,638.18</b>
TRUST ACCOUNT: RETAINER TRUST - CITIZENS		
BALANCE FROM PREVIOUS STATEMENT		2,409.50
PLUS TOTAL DEPOSITS		0.00
DISBURSEMENT(S):		
LESS TRUST APPLIED	0.00	
LESS TOTAL DISBURSEMENTS	0.00	0.00
<b>CURRENT BALANCE IN RETAINER ACCOUNT</b>		<b>2,409.50</b>

ACH / WIRE

MAIL

BANK NAME:	RBS Citizens Bank	Blank Rome LLP
ADDRESS:	Philadelphia, PA	Attn: Finance Department
ACCOUNT TITLE:	Blank Rome LLP	C/O Logan Square
ACCOUNT NUMBER:	6218669326	130 North 18th Street
ABA NUMBER:	036076130 (Domestic)	Philadelphia, PA 19103-6998
SWIFT CODE:	CTZIUS33 (International)	

*Code # 6323  
 10/12/2017  
 SP*



Invoice



13430 Northwest Freeway, Suite 1100  
Houston, Texas 77040  
713.462.3242

September 27, 2017  
Invoice No: 261338

Scott Bean  
Executive Director  
Memorial City Redevelopment Authority/TIRZ 17

Project 1611-032-01 Geszner at Long Point Intersection Paver  
Invoice for period ending September 30, 2017

Task	Fee	Total Fee	Total this Task	Total this Invoice
03 Construction Management	2,500.00			
Percent Complete	25.00	Total Earned 625.00		
		Previous Fee Billing 0.00		
		Current Fee Billing 625.00		
		Total Fee 625.00		
			Total this Task \$625.00	
				Total this Invoice \$625.00

Code # 1732-A  
10/12/2017

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

Equi-Tax Inc.

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

Invoice

DATE	INVOICE #
10/1/2017	51577

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  
http://etiaccounting.com  
and to Scott Bean sbean@hbclp.com and Linda Clayton  
lclayton@hbclp.com at Hawes Hill

Total \$400.00

Code # 6333  
10/12/2017

ESITEFUL CORPORATION  
14090 FM 2820 Rd, Ste G384  
Tomball, TX 77377 US  
(832) 698-1944  
les.lee@esiteful.com  
http://www.esiteful.com



12777 Jones Road, Suite 175  
Houston, TX 77070  
832-604-7083

INVOICE # 5945  
DATE 09/01/2017  
DUE DATE 09/01/2017  
TERMS Due on receipt

INVOICE

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

ACTIVITY	QTY	RATE	AMOUNT
Quarterly Hosting for 3 email exchanges (October - December 2017)	1	107.55	107.55
Domain Name Renewal	1	25.00	25.00

BALANCE DUE \$132.55

Code # 6343  
10/12/2017

ETI Bookkeeping Services  
PO BOX 73109  
Houston, TX 77273

Invoice

Date	Invoice #
10/1/2017	8061

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

Description	Qty	Rate	Amount
Bookkeeping		900.00	900.00
Coasters		24.15	24.15

Total \$924.15

Payments/Credits \$0.00

Balance Due \$924.15

Code # 6333  
10/12/2017



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

October 16, 2017  
Project No: 006314  
Invoice No: 917092

Legacy Project No: 1111.002.000

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

For Final Design Services rendered from September 2, 2017 to September 28, 2017:

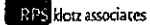
Description	Contract Amount	Percent Complete	Billed to Date	Previously Invoiced	Current Invoice
Basic Services (LS)	919,543.74	94.69	\$70,715.97	\$33,980.27	16,735.70
Additional Services (T&M)	191,506.26	58.99	111,233.99	111,233.99	0.00
Total Fee	1,111,050.00		981,969.97	965,234.27	16,735.70
					16,735.70
					\$14,335.70
					0.00

Receipt	Current	Previous	To-Date
Total Billings	16,735.70	965,234.28	981,969.98
Contract Amount			1,111,050.00
Balance			129,335.02
		Total Due This Invoice:	\$16,735.70

Code #1734  
10/24/2017

Ramit Payment:  
1160 N Dairy Ashford, Suite 500, Houston, Texas, 77079  
T: (281) 589-7257 F: (281) 589-7309

Memorial City Redevelopment Authority / TIRZ 17



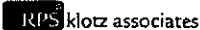
Briar Branch (W140-01-00) Channel Improvements &  
Briar Branch "Straws" and Bunker Hill Bridge  
TIRZ 17 CIP No. T-1734A & T-1734B  
Master Agreement (07-30-13)  
Klotz Assoc. Job No. 1111.002.000

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

Professional Services Summary  
Through 09/30/17  
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	94.69%	\$70,715.97	\$33,980.27	\$16,735.70
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		\$70,715.97	\$33,980.27	\$16,735.70
<b>Additional Engineering Services / SubContracted Services / Reimbursable Expenses</b>						
I. Additional Engineering Services	\$81,465.00					
1. T&P's - Traffic Control Plans		\$38,730.00	65.19%	\$21,372.10	\$21,372.10	\$0.00
2. SW3P - Stormwater Pollution Prevention Plans		\$17,026.90	72.53%	\$12,345.00	\$12,345.00	\$0.00
3. Signing & Striping Plans		\$20,010.00	0.00%	\$0.00	\$0.00	\$0.00
3. ESA 1 (Straws) - RPS Klotz		\$5,708.00	91.70%	\$5,226.80	\$5,226.80	\$0.00
II. SubContracted Services	\$77,924.10					
1. Add'l Topog. Survey		\$20,502.90	100.00%	\$20,502.90	\$20,502.90	\$0.00
2. Tree Protection Plan		\$10,800.00	42.99%	\$4,642.82	\$4,642.82	\$0.00
3. Geotech (Straws)		\$37,621.20	100.00%	\$37,621.20	\$37,621.20	\$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	\$110,788.24	\$0.00
Total Professional Services Fees	\$1,111,050.00	\$1,111,050.00		\$81,504.21	\$84,768.51	\$16,735.70

Total Fees Earned this Period \$16,735.70



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 (W140-01-00) Channel Improvements &  
Briar Branch "Straws" and Bunker Hill Bridge

CIP No: T-1734A & T-1734B  
Period: Through September 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 HCPCD for review and approval. Initial HCPCD comments received dated 03-30-17. Responses to comments complete and resubmitted to HCPCD for review and approval. Additional comments received 07-13-17. Responses to additional comments complete and resubmitted to HCPCD for review and approval.
    - 4.) Updated Drainage Impact Study draft report submitted to the City of Houston for review and approval. COH approval granted 09-22-17.
    - 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. COH approval granted 09-22-17.
  - 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 HCPCD and CoH upon approval of Drainage Impact Report by HCPCD & CoH.



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- 3.) Respond to comments and questions from HCPCD, CoH and TIRZ.
- b. Meetings
  - 1.) Project Team Meetings as required.
  - 2.) Additional meetings with TIRZ and SWA as required.
  - 3.) Coordination meetings with HCPCD and CoH as required.
  - 4.) Attend and provide project update at TIRZ Board Meeting.

Issues and Information we are waiting to update - None



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

October 16, 2017  
Project No: 005602  
Invoice No: 917086

Legacy Project No: 1111.004.000

TRIZ 17 North Gessner Drainage and Mobility Improvements North Gessner Road Reconstruction from I10 to north of Westview - Phase 2 Detailed Design  
TRIZ 17 CIP No: T-1732A

For Professional Services rendered from September 2, 2017 to September 30, 2017:

Description	Contract Amount	Percent Complete	Billed to Date	Previously Invoiced	Current Invoice
Full Final Design T-1732A & B (TxDOT)	460,700.00	2.22	10,227.54	10,227.54	0.00
Full Final Design T-1732B (COH)	127,415.00	97.47	124,210.89	124,210.89	0.00
Full Final Design T-1732A (COH)	474,170.00	98.43	466,829.37	466,829.37	0.00
Full PER Update	107,850.00	95.23	102,705.56	100,020.09	2,685.47
Additional Services	214,047.96	54.809	116,518.54	116,492.03	166.49
Sub-Contracted Engineering Svc (NIA)	20,000.00	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>1,427,842.96</b>		<b>828,622.90</b>	<b>817,770.94</b>	<b>2,851.96</b>

Receipts	Current	Previous	To-Date
Total Billings	2,851.96	817,770.93	820,622.89
Contract Amount			1,427,842.96
Balance			606,420.07
<b>Total Due This Invoice:</b>			<b>2,851.96</b>

Remit Payment:  
1160 N Dairy Ashford, Suite 500, Houston, Texas, 77079  
T: (281) 559-7257 F: (281) 559-7333

*04/16/17 1732A-B*  
*10/16/17 12017*  
*SP*

Memorial City Redevelopment Authority / TRIZ 17

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



1160 Dairy Ashford, Suite 500, Houston, Texas 77079  
T: 281 559 7257 W: rpsgrp.com

Professional Services Summary  
Through 09/30/17  
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 Update	\$107,850.00	\$107,850.00	95.2300%	\$102,705.56	\$100,820.09	\$2,685.47
II. Phase II - Final Design						
1. T-1732A (COH)	\$474,170.00	\$474,170.00	98.43%	\$466,829.37	\$466,829.37	\$0.00
2. T-1732B (COH)	\$127,415.00	\$127,415.00	97.47%	\$124,210.89	\$124,210.89	\$0.00
3. T-1732A & B (TxDOT)	\$460,700.00	\$460,700.00	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>\$1,170,135.00</b>	<b>\$1,170,135.00</b>		<b>\$703,964.36</b>	<b>\$701,278.89</b>	<b>\$2,685.47</b>
<b>Additional Equipment Services / Sub-Contracted Services / Reimbursable Expenses</b>						
I. Additional Engineering Services	\$140,701.00					
1. T.C.P.s - Traffic Control Plans		\$23,280.00	75.17%	\$17,693.50	\$17,499.50	\$0.00
2. Traffic Signals - 4 Temp. Wds & 1 New (Gessner & Westview)		\$68,010.00	49.65%	\$33,788.87	\$33,766.87	\$0.00
3. SWQP - Stormwater Pollution Prevention Plans		\$11,100.00	80.32%	\$10,825.00	\$10,025.00	\$0.00
4. Ph 2 ESA		\$47,371.00	74.66%	\$35,385.19	\$35,199.58	\$185.60
II. Sub-Contracted Services						
1. Updated Geotechnical Invest. (Aviles)	\$22,224.24	\$22,224.24	90.60%	\$10,191.82	\$20,001.82	\$0.00
2. Updated Survey (Kivo)	\$28,973.00	\$28,973.00	0.00%	\$0.00	\$0.00	\$0.00
3. Street Light Plans (band)	\$8,178.52	\$9,178.82	0.00%	\$0.00	\$0.00	\$0.00
4. Tree Protection Plans (Kowh)	\$5,850.80	\$5,850.80	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
III. Reimbursable Expenses	\$22,800.00	\$22,800.00	0.00%	\$0.00	\$0.00	\$0.00
<b>SubTotal Additional Services</b>	<b>\$250,877.00</b>	<b>\$230,887.86</b>		<b>\$116,668.54</b>	<b>\$116,482.53</b>	<b>\$166.50</b>
<b>Total Professional Services Fees</b>	<b>\$1,427,842.96</b>	<b>\$1,407,842.86</b>		<b>\$820,632.90</b>	<b>\$817,770.94</b>	<b>\$2,851.96</b>
<b>Total Fees Earned this Period</b>						<b>\$2,851.96</b>

Additional Services Detail  
Through 09/30/17  
Invoice #

Additional Engineering Services / Sub-Contracted Services / Reimbursable Charges This Month	Sub-Contractor	Sub-Contracted Invoice Amount	KA Markup (%)	Sub-Total	Cost This Month
I. Additional Engineering Services 4. Ph 2 ESA NO MARKUP	RPS Klutz	\$166.50	0.00	\$166.50	\$166.50



INVOICE

October 02, 2017

Bill to:  
RPS KLO12  
Attn: Accounts Payable  
accounting@klutz.com  
Cc: Jeff Anderson Jeff.Anderson@klutz.com

Invoice No: 00847  
Client Contact: Klutz Project No. 0602.200.004  
Contract:

RPS Project No & Name: 021700 - Phase II ESA North Gessner Road  
Professional Services from September 02, 2017 to September 30, 2017

Reimbursable Expenses			
Reim Exp-Other Project Expenses			
9/21/2017 TestAmerica Laboratories Inc. TestAmerica_60183114_800/17		166.50	
Total Reimbursables		166.50	166.50
<b>TOTAL USD</b>			<b>\$166.50</b>

Remit Payment:  
Account Name: RPS Group, Inc.  
Beneficiary Bank: JP Morgan Chase Bank  
Routing #: 11000014 Account #: 01801040104  
Swift #: 0140US33 Tax ID: 878-6039908  
P.O. Box: 975203 Dallas, TX 75397-2023  
Email: [trutz@klutz.com](mailto:trutz@klutz.com)  
Tel: (281) 443-6100 - Fax: (281) 443-6180

RPS		021300	Phase II ESA North Gessner Road	Invoice	00947
<b>Billing Backup</b>				Monday, October 02, 2017	
RPS Group Inc.		Invoice 00000000947 Dated 10/2/2017		4:27:38 PM	
Project	021300	Phase II ESA North Gessner Road		Total this Project	\$184.50
				Total this Report	\$184.50



1160 Dairy Ashford, Suite 500, Houston, Texas 77079  
 T 281 589 7257 W rpsgroup.com/us

## Monthly Progress Report

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

Period: Through September 30, 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.



1160 Dairy Ashford, Suite 500, Houston, Texas 77079  
 T 281 589 7257 W rpsgroup.com/us

### 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.
    - 4.) Gessner Kickoff teleconference Pre-Meeting on 10-6-17.
    - 5.) Gessner Kickoff Meeting on 10-18-17.

Issues and Information we are waiting to receive – CoH XPSWMM Modeling Comments.



PLEASE NOTE NEW REMIT ADDRESS:  
 Please make checks payable to:  
 Lockwood, Andrews & Newnam, Inc.  
 PO Box 30045  
 Omaha, NE 68103-1103  
 T: 713-346-8900

ACH/Wire Payments can be sent to:  
 First National Bank  
 Account: 11090772  
 Routing: 10400016  
 Tran ID: 47431514

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

September 30, 2017  
 Invoice No: 120-11973-001-8

Memorial City Redevelopment Authority General Services

### Professional Services from August 11, 2017 to September 6, 2017

Project Name	Original Contract Amount	Total To Date	Previously Invoiced To Date	Current Payment Due	Remaining Due
MCRA General Services	\$15,000.00	\$12,558.00	\$9,425.33	\$3,132.67	\$2,442.00

CURRENT PAYMENT DUE THIS INVOICE: \$3,132.67

Authorized by:  Date: 09/21/17

Code # 6322  
 10/12/2017



PLEASE NOTE NEW REMIT ADDRESS:  
Please make checks payable to:  
Lockwood, Andrews & Newnam, Inc.  
PO Box 30065  
Omaha, NE 68103-1165  
T: 712-266-6900

ACH/Wire Payments can be sent to:  
First National Bank  
Account: 110390778  
Routing: 104000216  
Tax ID: 47-043104

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

September 20, 2017  
Invoice No: 119-11973-004-7

(1-1717) Town and Country Improvements - Construction Phase  
WRS No. M-T17000-0017-4

Professional Services from August 13, 2017 to September 8, 2017

Project Name	Original Contract Amount	Total To Date	Previously Invoiced To Date	Current Payment Due	Remaining Fee
Construction Phase Services	\$80,000.00	\$21,398.30	\$18,647.57	\$2,710.73	\$58,601.70
Construction Agent and Inspection Services	\$425,300.00	\$4,136.57	\$1,586.28	\$2,550.24	\$413,163.48
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>\$27,534.87</b>	<b>\$20,233.85</b>	<b>\$5,260.97</b>	<b>\$746,365.18</b>

CURRENT PAYMENT DUE THIS INVOICE: \$5,260.97

Authorized by: Date: 09/21/17

Code # 1717  
9/21/2017



PLEASE NOTE NEW REMIT ADDRESS:  
Please make checks payable to:  
Lockwood, Andrews & Newnam, Inc.  
PO Box 30065  
Omaha, NE 68103-1165  
T: 712-266-6900

ACH/Wire Payments can be sent to:  
First National Bank  
Account: 110390778  
Routing: 104000216  
Tax ID: 47-043104

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

October 18, 2017  
Invoice No: 120-11973-001-9

Memorial City Redevelopment Authority General Services

Professional Services from September 9, 2017 to October 6, 2017

Project Name	Original Contract Amount	Total To Date	Previously Invoiced To Date	Current Payment Due	Remaining Fee
MCRA General Services	\$15,000.00	\$14,996.78	\$12,558.00	\$2,438.78	\$3.22

CURRENT PAYMENT DUE THIS INVOICE: \$2,438.78

Billings to Date	Current	Prior	Total
	\$2,438.78	\$12,558.00	\$14,996.78

Authorized by: Date: 10/20/17

Code # 6332  
10/20/2017



PLEASE NOTE NEW REMIT ADDRESS:  
Please make checks payable to:  
Lockwood, Andrews & Newnam, Inc.  
PO Box 30065  
Omaha, NE 68103-1165  
T: 712-266-6900

ACH/Wire Payments can be sent to:  
First National Bank  
Account: 110390778  
Routing: 104000216  
Tax ID: 47-043104

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

October 18, 2017  
Invoice No: 120-11973-004-8

(1-1717) Town and Country Improvements - Construction Phase  
WRS No. M-T17000-0017-4

Professional Services from September 9, 2017 to October 6, 2017

Project Name	Original Contract Amount	Total To Date	Previously Invoiced To Date	Current Payment Due	Remaining Fee
Construction Phase Services	\$80,000.00	\$32,559.94	\$21,398.30	\$11,161.64	\$47,440.06
Construction Agent and Inspection Services	\$425,300.00	\$46,838.47	\$4,136.52	\$30,401.95	\$398,761.53
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>\$59,098.41</b>	<b>\$25,534.82</b>	<b>\$31,563.59</b>	<b>\$714,861.59</b>

CURRENT PAYMENT DUE THIS INVOICE: \$31,563.59

Billings to Date	Current	Prior	Total
	\$31,563.59	\$21,398.30	\$52,961.89

Authorized by: Date: 10/20/17

Code # 1717  
10/24/2017

McGrath & Co., PLLC  
Certified Public Accountants  
P.O. Box 270145  
Houston, Texas 77277

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

Celina M. Garcia CPA  
celina@mcgrath-co.com

October 4, 2017

Memorial City District/TIRZ No. 17  
Houston, Texas


Final billing regarding preparation of the District's financial statements and related audit schedules for the year ended June 30, 2017

\$0.00.00

Code # 6332  
10/18/2017



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

 HOUSTON: 3200 Travis Street, Suite 200, Houston, TX 77006, (713) 951-7951  
AUSTIN: 911 W. Anderson Lane, Suite 200, Austin, TX 78757, (512) 236-8002  
THE GOODMAN CORPORATION THEGOODMANCORP.COM

**PROGRESS REPORT**

To: Scott Bean, Executive Director  
From: Jim Webb  
Date: October 1, 2017  
Re: TIP Project Assistance and Oversight (MCT101) – September 2017

**Invoice**


<b>Bill To</b>		<b>Date</b>		<b>Invoice #</b>	
Ms. Michelle Lofton ETI Bookkeeping Services P.O. Box 73109 Houston, TX 77273		9/30/2017		9-2017-3	
		<b>Terms</b>		<b>Project</b>	
				MCT101	
Item	Description	Rate	Price %	Curr %	Amount
Contract Services	Task 1 - Program Management, Oversight, and Intergovernmental Coordination for Memorial Drive	30,000.00	40%	5.00%	1,500.00
Contract Services	Task 2 - Program Management, Oversight, and Intergovernmental Coordination for North Gessner	100,000.00	48%	7.00%	7,000.00
<b>Total</b>					\$8,500.00
<b>Balance Due</b>					\$8,500.00

<b>Task</b>	<b>Previous % Complete</b>	<b>Current % Complete</b>
1 – Program Management, Oversight, and Intergovernmental Coordination for Memorial Drive	40%	48%
<b>Comments:</b>		
• Provide TxDOT staff with project information towards completion of AFA.		
2 – Program Management, Oversight, and Intergovernmental Coordination for North Gessner	48%	55%
<b>Comments:</b>		
• Coordinate kick-off meeting with TxDOT consultant contracts.		
• Coordinate with City of Houston regarding City representation throughout project development.		
• Coordinate with RPS-Klotz regarding kick-off meeting.		
• Develop kick-off meeting agenda and transmit to TxDOT and Klotz for review.		

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

*Code: See above 10/12/2017*

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

 HOUSTON: 3200 Travis Street, Suite 200, Houston, TX 77006, (713) 951-7951  
AUSTIN: 911 W. Anderson Lane, Suite 200, Austin, TX 78757, (512) 236-8002  
THE GOODMAN CORPORATION THEGOODMANCORP.COM

**PROGRESS REPORT**

To: Scott Bean, Executive Director  
From: Jim Webb  
Date: November 1, 2017  
Re: TIP Project Assistance and Oversight (MCT101) – October 2017

**Invoice**

<b>Bill To</b>		<b>Date</b>		<b>Invoice #</b>	
Ms. Michelle Lofton ETI Bookkeeping Services P.O. Box 73109 Houston, TX 77273		10/31/2017		10-2017-1	
		<b>Terms</b>		<b>Project</b>	
				MCT101	
Item	Description	Rate	Price %	Curr %	Amount
Contract Services	Task 1 - Program Management, Oversight, and Intergovernmental Coordination for Memorial Drive	30,000.00	45%	5.00%	1,500.00
Contract Services	Task 2 - Program Management, Oversight, and Intergovernmental Coordination for North Gessner	100,000.00	55%	10.00%	10,000.00
<b>Total</b>					\$11,500.00
<b>Balance Due</b>					\$11,500.00

<b>Task</b>	<b>Previous % Complete</b>	<b>Current % Complete</b>
1 – Program Management, Oversight, and Intergovernmental Coordination for Memorial Drive	45%	50%
<b>Comments:</b>		
• Send e-mail correspondence to TxDOT related to Memorial Drive status		
• Discuss Memorial Drive AFA with TxDOT Consultant Contracts		
• Follow up conversation regarding Memorial Drive project with TxDOT Planning		
2 – Program Management, Oversight, and Intergovernmental Coordination for North Gessner	55%	65%
<b>Comments:</b>		
• Coordinate with TxDOT Project Manager related to kick off meeting		
• Facilitate internal meeting with RPS in advance of TxDOT kick off meeting		
• Review materials as provided by RPS, discuss with RPS and review items that will be a focus of kick off meeting		
• Provide draft agenda for RPS and TxDOT review, finalize agenda		
• Coordinate with City of Houston regarding attendance at kick off meeting		
• Preparation for kick off meeting		
• Attendance and facilitation of kick off meeting		
• Develop meeting minutes and send to RPS for review		
• Begin assembling documentation for TxDOT supporting decision not to include a bike facility along Gessner		

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

*Code: See above 10/24/2017*





SWA

WORK ORDER # 15  
 Date: September 19, 2017  
 Invoice No: 170947  
 For Period: August  
 Project No: RHTS601  
 Project Manager: James Vick

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

Project Memorial City Redevelopment Authority Professional Design Services

WORK PERFORMED:  
 Beltway 8 Pathway - Review Rest Area Options with TXDOT and Management District; Conferences & Coordination; Prepare Design Illustrations; Ref. Revisions per TXDOT on Layout.  
Professional Services from August 1, 2017 to August 31, 2017

Professional Personnel

	Hours	Rate	Amount
Principals			
Vick, James	1.50	235.00	352.50
Staff			
Sharkey, Darren	16.00	98.80	1,580.80

Total Fee Due This Invoice 1,933.30

Total Due this Invoice \$1,933.30

Authorized Fee:	\$ 25,000.00
Previously Billed:	\$ 15,000.56
Current:	\$ 1,933.30
Remainder Fee:	\$ 8,066.14

CODE # 1725  
 9/21/2017

Remit to:  
 SWA Group  
 PO Box 5904  
 Sausalito, CA 94965  
 +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  
 Date: September 19, 2017  
 Invoice No: 170946  
 For Period: August  
 Project No: RHTS502  
 Project Manager: James Vick

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

Project North Gessner DD CD

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

Professional Services from August 1, 2017 to August 31, 2017

Professional Personnel

	Hours	Rate	Amount
Principals			
Vick, James	7.00	235.00	1,645.00

Total Fee Due This Invoice 1,645.00

Total Due this Invoice \$1,645.00

Total Budget:	\$243,620.00
Prior Billed:	\$43,795.50
Current:	\$1,645.00
Billed to Date:	\$45,440.50
Percent Complete:	19%
Remaining Budget:	\$198,179.50

CODE # 1732A  
 9/21/2017

Remit to:  
 SWA Group  
 PO Box 5904  
 Sausalito, CA 94965  
 +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 # 16  
 Date: September 19, 2017  
 Invoice No: 170945  
 For Period: August  
 Project No: RHTS501.B  
 Project Manager: Rhett Renzop

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

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

WORK PERFORMED:  
 B-Cycle Revisions.  
Professional Services from August 1, 2017 to August 31, 2017

Total Fee	29,720.00		
Percent Complete	18.00	Total Earned	5,349.80
		Previous Fee Billing	891.60
		Current Fee Billing	4,458.00
		Total Fee	4,458.00

Total Due this Invoice \$4,458.00

CODE # 1717  
 9/21/2017

Remit to:  
 SWA Group  
 PO Box 5904  
 Sausalito, CA 94965  
 +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.

HAWES HILL & ASSOCIATES  
LLP



10/11/2017

Invoice #: 43015248

**Bill To:**

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

**Invoice** **Balance Due: \$8,000.00**

Description	Amount
Professional consulting and administrative fee, September 2017	\$8,000.00

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

Total Amount: \$8,000.00

Owed As Of: 10/11/2017

CODE # 6340  
10/12/2017

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

---

5. Combined November and December meeting date.

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

---

**AGENDA MEMORANDUM**

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

---

6. Approve the FY 2017 Financial Report and Audit.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY  
(AKA TIRZ 17 REDEVELOPMENT AUTHORITY)**

**CITY OF HOUSTON, TEXAS**

**ANNUAL FINANCIAL REPORT**

**JUNE 30, 2017**

DRAFT SUBJECT TO CHANGE

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# McCALL GIBSON SWEDLUND BARFOOT PLLC

Certified Public Accountants

13100 Wortham Center Drive  
Suite 235  
Houston, Texas 77065-5610  
(713) 462-0341  
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E-Mail: [mgsb@mgsbpllc.com](mailto:mgsb@mgsbpllc.com)

9600 Great Hills Trail  
Suite 150W  
Austin, Texas 78759  
(512) 610-2209  
[www.mgsbpllc.com](http://www.mgsbpllc.com)

## INDEPENDENT AUDITOR'S REPORT

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

We have audited the accompanying financial statements of the governmental activities and each major fund of Memorial City Redevelopment Authority (the "Authority"), a component unit of the City of Houston, Texas, as of and for the year ended June 30, 2017, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements as listed in the table of contents.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

## **Opinions**

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the Authority as of June 30, 2017, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

## **Other Matters**

### *Required Supplementary Information*

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis and the Schedule of Revenues, Expenditures, and Changes in Fund Balance – Budget and Actual – All Governmental Funds be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

### *Other Information*

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Authority's basic financial statements. The supplementary information required by the City of Houston, Texas and other supplementary information is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The supplementary information, excluding that portion marked "Unaudited" on which we express no opinion or provide any assurance, has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

McCall Gibson Swedlund Barfoot PLLC  
Certified Public Accountants  
Houston, Texas

October 31, 2017



**MEMORIAL CITY REDEVELOPMENT AUTHORITY  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED JUNE 30, 2017**

Management's discussion and analysis of Memorial City Redevelopment Authority's, aka TIRZ 17 Redevelopment Authority (the "Authority") financial performance provides an overview of the Authority's financial activities for the fiscal year ended June 30, 2017. Please read it in conjunction with the Authority's financial statements, which begin on page 8.

**FINANCIAL HIGHLIGHTS**

- In the Statement of Net Position, the Authority's assets exceeded its liabilities by \$3,119,938 (net position) for the year ended June 30, 2017.
- The Authority anticipates that with continued development in the area, the Tax Increment Revenues will be sufficient to cover operating costs, project costs and debt service of the Authority.
- The Authority's governmental funds reported a total ending fund balance of \$30,750,611 this year. This compares to the prior year fund balance of \$26,876,860, showing an increase of \$3,873,751 during the current fiscal year.

**USING THIS ANNUAL REPORT**

This annual report consists of a series of financial statements. The basic financial statements include: (1) combined fund financial statements and government-wide financial statements and (2) notes to the financial statements. The combined fund financial statements and government-wide financial statements combine both (1) the Statement of Net Position and Governmental Funds Balance Sheet and (2) the Statement of Activities and Governmental Funds Revenue, Expenditures, and Changes in Fund Balances. This report also includes other supplementary information in addition to the basic financial statements.

**GOVERNMENT-WIDE FINANCIAL STATEMENTS**

The Authority's annual report includes two financial statements combining the government-wide financial statements and the fund financial statements. The government-wide portion of these statements provides both long-term and short-term information about the Authority's overall status. Financial reporting at this level uses a perspective similar to that found in the private sector with its basis in full accrual accounting and elimination or reclassification of internal activities.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**MANAGEMENT'S DISCUSSION AND ANALYSIS**  
**FOR THE YEAR ENDED JUNE 30, 2017**

**GOVERNMENT-WIDE FINANCIAL STATEMENTS (continued)**

The first of the government-wide statements is the Statement of Net Position. This information is found in the Statement of Net Position column on page 8. The Statement of Net Position is the Authority-wide statement of its financial position presenting information that includes all of the Authority's assets, deferred outflows of resources, liabilities, and deferred inflows of resources with the residual reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the Authority as a whole is improving or deteriorating. Evaluation of the overall financial health of the Authority would extend to other non-financial factors.

The government-wide portion of the Statement of Activities on page 10 reports how the Authority's net position changed during the current fiscal year. All current year revenues and expenses are included regardless of when cash is received or paid.

**FUND FINANCIAL STATEMENTS**

The combined statements also include fund financial statements. A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The Authority has two governmental funds types. The General Fund is the operating fund of the Authority and the Debt Service Fund is used to account for the payment of interest and principal on the Authority's long-term debt.

Governmental funds are reported in each of the financial statements. The focus in the fund statements provides a distinctive view of the Authority's governmental funds. These statements report short-term fiscal accountability focusing on the use of spendable resources and balances of spendable resources available at the end of the year. They are useful in evaluating annual financing requirements of the Authority and the commitment of spendable resources for the near-term.

Since the government-wide focus includes the long-term view, comparisons between these two perspectives may provide insight into the long-term impact of short-term financing decisions. The adjustments columns, the Reconciliation of the Governmental Funds Balance Sheet to the Statement of Net Position and the Reconciliation of the Governmental Funds Statement of Revenues, Expenditures and Changes in Fund Balances to the Statement of Activities explain the differences between the two presentations and assist in understanding the differences between these two perspectives.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**MANAGEMENT'S DISCUSSION AND ANALYSIS**  
**FOR THE YEAR ENDED JUNE 30, 2017**

**NOTES TO THE FINANCIAL STATEMENTS**

The accompanying notes to the financial statements provide information essential to a full understanding of the government-wide and fund financial statements. The notes to the financial statements can be found on pages 12 through 24 in this report.

**OTHER INFORMATION**

In addition to the financial statements and the accompanying notes, this report also presents certain required supplementary information ("RSI"). A budgetary comparison schedule is included as RSI for all governmental funds and can be found on page 26.

**GOVERNMENT-WIDE FINANCIAL ANALYSIS**

Net position may serve over time as a useful indicator of the Authority's financial position. In the case of the Authority, Assets exceeded Liabilities by \$3,119,938 as of June 30, 2017.

The following table provides a summary of the changes in the Statement of Net Position as of June 30, 2017, and June 30, 2016:

<u>Summary of Changes in the Statement of Net Position</u>			
	<u>2017</u>	<u>2016</u>	<u>Variance Positive (Negative)</u>
<b>ASSETS:</b>			
Current and Other Assets	\$ 30,793,897	\$ 28,217,886	\$ 2,576,011
Land	13,685,874	9,185,874	4,500,000
<b>TOTAL ASSETS</b>	<u>\$ 44,479,771</u>	<u>\$ 37,403,760</u>	<u>\$ 7,076,011</u>
<b>LIABILITIES:</b>			
Current Liabilities	\$ 7,644,833	\$ 4,725,832	\$ (2,919,001)
Long-term Liabilities	33,715,000	36,455,000	2,740,000
<b>TOTAL LIABILITIES</b>	<u>\$ 41,359,833</u>	<u>\$ 41,180,832</u>	<u>\$ (179,001)</u>
<b>NET POSITION:</b>			
Net Investment in Capital Assets	\$ 9,569,655	\$ 9,185,874	\$ 383,781
Restricted - Debt Service	3,276,770	3,846,147	(569,377)
Unrestricted	(9,726,487)	(16,809,093)	7,082,606
<b>TOTAL NET POSITION</b>	<u>\$ 3,119,938</u>	<u>\$ (3,777,072)</u>	<u>\$ 6,897,010</u>

**MEMORIAL CITY REDEVELOPMENT AUTHORITY  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED JUNE 30, 2017**

**GOVERNMENT-WIDE FINANCIAL ANALYSIS (Continued)**

The following table provides a summary of the changes in the Statement of Activities for the fiscal years ending June 30, 2017, and June 30, 2016:

	Summary of Changes in the Statement of Activities		
	2017	2016	Variance Positive (Negative)
<b>Revenues:</b>			
Tax Increment	\$ 15,731,173	\$ 13,147,285	\$ 2,583,888
Interest and Others	77,206	30,111	47,095
<b>Total revenues</b>	<u>\$ 15,808,379</u>	<u>\$ 13,177,396</u>	<u>\$ 2,630,983</u>
<b>Expenses:</b>			
Salaries and Benefits	\$ 82,500	\$ 90,000	\$ 7,500
Professional Services	169,780	142,285	(27,495)
Contracted Services	11,055	10,604	(451)
Other	11,220	68,793	57,573
Administration Fee	3,043,178	1,145,626	(1,897,552)
Bond Interest	1,855,906	1,562,455	(293,451)
Debt Issuance Costs	334,738		(334,738)
Capital Improvements	3,402,992	11,281,811	7,878,819
<b>Total expenses</b>	<u>\$ 8,911,369</u>	<u>\$ 14,301,574</u>	<u>\$ 5,390,205</u>
<b>Changes in Net Position</b>	\$ 6,897,010	\$ (1,124,178)	\$ 8,021,188
<b>Beginning Net Position</b>	<u>(3,777,072)</u>	<u>(2,652,894)</u>	<u>(1,124,178)</u>
<b>Ending Net Position</b>	<u>\$ 3,119,938</u>	<u>\$ (3,777,072)</u>	<u>\$ 6,897,010</u>

**FINANCIAL ANALYSIS OF THE AUTHORITY'S GOVERNMENTAL FUNDS**

The Authority has two governmental funds, which are the General Fund and the Debt Service Fund. As discussed, governmental funds are reported in the fund statements with a short-term, inflow and outflow of spendable resources focus. This information is useful in assessing resources available at the end of the year in comparison with upcoming financing requirements. Governmental funds reported ending fund balances totaling \$30,750,611, an increase of \$3,873,751 from the prior year.

**GOVERNMENTAL FUND BUDGETARY HIGHLIGHTS**

The Board of the Authority did not amend the budget during the current fiscal year. Actual excess revenues were \$12,624,351 greater than budgeted excess revenues due to capital improvements being significantly less than budgeted. See the budget to actual comparisons on page 26.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED JUNE 30, 2017**

**CAPITAL ASSETS**

In the current fiscal year, the Authority transferred \$3,402,992 to the City of Houston related to capital expenditures. These capital expenditures are related to public works improvements. In accordance with Section VIII of the Tri-Party Agreement between the City of Houston, Reinvestment Zone Number Seventeen, City of Houston, Texas and the Authority, it states: "all utilities, drainage facilities, public street improvements, sidewalks and light fixtures shall be conveyed to the City." Therefore, any current year expenditures related to such improvements are not recorded as assets of the Authority.

Additionally, the Authority is holding title to certain land associated with the detention basin and W-140 bridge improvements, Town and Country West Drainage and Mobility Improvements, and the public improvement extension of Town and Country Way from Town and Country Boulevard west toward Beltway 8. Upon completion of these projects, this land will be transferred to the City. These land costs amount to \$13,685,874 at June 30, 2017.

**LONG -TERM DEBT AND RELATED LIABILITIES**

At the end of the current fiscal year, the Authority owes \$4,116,219 to T&C Way Partners, LLC for the contribution of land for public improvements in the project area. This amount is reimbursable from available tax increment in the project area.

At the end of the current fiscal year, the Authority had total bond debt payable of \$36,815,000. This debt is secured with future tax increment contract revenue.

**CONTACTING THE AUTHORITY'S MANAGEMENT**

This financial report is designed to provide a general overview of the Authority's finances. Questions concerning any of the information provided in this report or requests for additional information should be addressed to Memorial City Redevelopment Authority, c/o Hawes Hill Calderon, LLP, Zone Administrator, P.O. Box 22167, Houston, TX 77227-2167.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**STATEMENT OF NET POSITION AND**  
**GOVERNMENTAL FUNDS BALANCE SHEET**  
**JUNE 30, 2017**

	General Fund	Debt Service Fund	Total	Adjustments	Statement of Net Position
<b>ASSETS</b>					
Cash	\$ 5,827,184	\$	\$ 5,827,184	\$	\$ 5,827,184
Cash with Trustee	14,944,615		14,944,615		14,944,615
Investments	9,868,533	151,986	10,020,519		10,020,519
Other Receivables	1,579		1,579		1,579
Due From Other Funds		3,510,112	3,510,112	(3,510,112)	
Land				13,685,874	13,685,874
<b>TOTAL ASSETS</b>	<u>\$ 30,641,911</u>	<u>\$ 3,662,098</u>	<u>\$ 34,304,009</u>	<u>10,175,762</u>	<u>44,479,771</u>
<b>LIABILITIES</b>					
Accounts Payable	\$ 39,979	\$	\$ 39,979	\$	\$ 39,979
Other Payable	3,307		3,307		3,307
Accrued Interest Payable				385,328	385,328
Due To Other Funds	3,510,112		3,510,112	(3,510,112)	
Due To Developer				4,116,219	4,116,219
Long-Term Liabilities:					
Due Within One Year				3,100,000	3,100,000
Due After One Year				33,715,000	33,715,000
<b>TOTAL LIABILITIES</b>	<u>3,553,398</u>		<u>3,553,398</u>	<u>37,806,435</u>	<u>41,359,833</u>
<b>FUND BALANCES</b>					
Restricted	\$	\$ 3,662,098	\$ 3,662,098	\$ (3,662,098)	
Unassigned	27,088,513		27,088,513	(27,088,513)	
<b>TOTAL FUND BALANCES</b>	<u>27,088,513</u>	<u>3,662,098</u>	<u>30,750,611</u>	<u>(30,750,611)</u>	
<b>TOTAL LIABILITIES AND FUND BALANCES</b>	<u>\$ 30,641,911</u>	<u>\$ 3,662,098</u>	<u>\$ 34,304,009</u>		
<b>Net Position:</b>					
Net Investment in Capital Assets				\$ 9,569,655	\$ 9,569,655
Restricted - Debt Service				3,276,770	3,276,770
Unrestricted				(9,726,487)	(9,726,487)
<b>Total Net Position</b>				<u>\$ 3,119,938</u>	<u>\$ 3,119,938</u>

The accompanying notes to the financial statements are an integral part of this report.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**RECONCILIATION OF THE GOVERNMENTAL FUNDS BALANCE SHEET**  
**TO THE STATEMENT OF NET POSITION**  
**JUNE 30, 2017**

Total Fund Balance - Governmental Funds	\$	30,750,631
Amounts reported for governmental activities in the <i>Statement of Net Position</i> are different because:		
Land used in governmental activities is not a financial resource and therefore is not reported as an asset in governmental funds.		
		13,685,874
Amounts due to the District's developer for the acquisition of land is recorded as a liability in the Statement of Net Position.		
		(4,116,219)
Some liabilities, are not due and payable in the current period and are not included in the fund financial statement, but are included in the governmental activities of the <i>Statement of Net Position</i> .		
Bonds payable		(36,815,000)
Accrued interest on bonds payable		(385,328)
		(37,200,328)
Total Net Position - Governmental Activities	\$	3,119,938

DRAFT SUBJECT TO CHANGE

The accompanying notes to the financial statements are an integral part of this report.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**STATEMENT OF ACTIVITIES AND GOVERNMENTAL FUNDS STATEMENT OF**  
**REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES**  
**FOR THE YEAR ENDED JUNE 30, 2017**

	General Fund	Debt Service Fund	Total	Adjustments	Statement of Activities
<b>REVENUES</b>					
Tax Increment	\$ 12,223,661	\$ 3,507,512	\$ 15,731,173	\$	\$ 15,731,173
Interest and Other	70,686	6,520	77,206		77,206
<b>TOTAL REVENUES</b>	<b>\$ 12,294,347</b>	<b>\$ 3,514,032</b>	<b>\$ 15,808,379</b>	<b>\$</b>	<b>\$ 15,808,379</b>
<b>EXPENDITURES/EXPENSES</b>					
<b>Service Operations</b>					
Salaries and Benefits	\$ 82,500	\$	\$ 82,500	\$	\$ 82,500
Professional Services	169,780		169,780		169,780
Contracted Services	11,055		11,055		11,055
Insurance Cost	1,290		1,290		1,290
Other	9,930		9,930		9,930
Administration Fees	3,043,178		3,043,178		3,043,178
Capital Improvement, Note 7	3,786,773		3,786,773	(383,781)	3,402,992
<b>Debt Service:</b>					
Principal		2,870,000	2,870,000	(2,870,000)	
Interest	534,298	1,451,086	1,985,384	(129,478)	1,855,906
Debt Issuance Costs		334,738	334,738		334,738
<b>TOTAL EXPENDITURES/EXPENSES</b>	<b>\$ 7,638,804</b>	<b>\$ 4,655,824</b>	<b>\$ 12,294,628</b>	<b>\$ (3,383,259)</b>	<b>\$ 8,911,369</b>
<b>EXCESS (DEFICIENCY) OF REVENUES</b>					
<b>OVER (UNDER) EXPENDITURES</b>	<b>\$ 4,655,543</b>	<b>\$ (1,141,792)</b>	<b>\$ 3,513,751</b>	<b>\$ 3,383,259</b>	<b>\$ 6,897,010</b>
<b>OTHER FINANCING SOURCES (USES)</b>					
Internal Transfers	\$ (82,937)	\$ 82,937	\$	\$	\$
Proceeds from the Sale of Refunding Bonds		17,955,000	17,955,000	(17,955,000)	
Debt Service - Principal		(17,595,000)	(17,595,000)	17,595,000	
<b>TOTAL OTHER FINANCING</b>					
<b>SOURCES (USES)</b>	<b>\$ (82,937)</b>	<b>\$ 442,937</b>	<b>\$ 360,000</b>	<b>\$ (360,000)</b>	<b>\$</b>
<b>NET CHANGE IN FUND BALANCES</b>	<b>\$ 4,572,606</b>	<b>\$ (698,855)</b>	<b>\$ 3,873,751</b>	<b>\$ (3,873,751)</b>	
<b>CHANGE IN NET POSITION</b>					
<b>FUND BALANCES/NET POSITION -</b>				<b>6,897,010</b>	<b>6,897,010</b>
<b>JULY 1, 2016</b>	<b>22,515,907</b>	<b>4,360,953</b>	<b>26,876,860</b>	<b>(30,653,932)</b>	<b>(3,777,072)</b>
<b>FUND BALANCES/NET POSITION -</b>					
<b>JUNE 30, 2017</b>	<b>\$ 27,088,513</b>	<b>\$ 3,662,098</b>	<b>\$ 30,750,611</b>	<b>\$ (27,630,673)</b>	<b>\$ 3,119,938</b>

The accompanying notes to the financial statements are an integral part of this report.



**MEMORIAL CITY REDEVELOPMENT AUTHORITY  
RECONCILIATION OF THE GOVERNMENTAL FUNDS STATEMENT OF  
REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES TO  
THE STATEMENT OF ACTIVITIES  
FOR THE YEAR ENDED JUNE 30, 2017**

Net Change in Fund Balances - Governmental Funds	\$ 3,873,751
Amounts reported for governmental activities in the Statement of Activities are different because:	
Governmental funds report repayment of long-term debt principal as an expenditure. In contrast, the <i>Statement of Net Position</i> treats such repayments as a reduction in long-term liabilities.	2,870,000
Capital outlays for land purchases are recorded as expenditures in the funds until completion of the project, but reduce capital improvements in the <i>Statement of Activities</i> .	383,781
Some expenses reported in the <i>Statement of Activities</i> do not require the use of current financial resources and these are not reported as expenditures in governmental funds:	
Refunding bond issued	(17,955,000)
Payment to refunding bond agent	17,595,000
Accrued interest	129,478
	129,478
Change in Net Position - Governmental Activities	\$ 6,897,010

DRAFT SUBJECT TO CHANGE

The accompanying notes to the financial statements are an integral part of this report.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**JUNE 30, 2017**

**NOTE 1. CREATION OF CORPORATION**

The City of Houston, Texas (the "City") authorized the creation of the Memorial City Redevelopment Authority (the "Authority") by the Resolution No. 2002-0026 passed on August 14, 2002. The Authority was created and organized as a local government corporation pursuant to provisions of Subchapter D of Chapter 431 of the Texas Transportation Code and Chapter 394 of the Texas Local Government Code. The Authority is organized as a public non-profit corporation for the purpose of aiding, assisting, and acting on behalf of the City in the performance of its governmental function to promote the common good and general welfare of Reinvestment Zone Number Seventeen, City of Houston, Texas (the "Zone"), and neighboring areas in the preparation and implementation of a project plan and a reinvestment zone financing plan for the Zone; in the development of a policy to finance development and redevelopment of properties in the Memorial City area; and in the development and implementation of a redevelopment policy for the Memorial City area, including the acquisition of land for redevelopment purposes; in the development and implementation of a policy for improving vehicular and pedestrian circulation in the Memorial City area including the acquisition of street rights-of-way. The Authority may issue bonds with consent of City Council. The Authority is managed by a Board of Directors consisting of up to seven members who are appointed by the Mayor with the approval of City Council. The Authority held its first meeting on November 22, 2002.

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES**

The accompanying basic financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America as promulgated by the Governmental Accounting Standards Board ("GASB").

The GASB has established the criteria for determining whether or not a given entity is a component unit. The criteria are: (1) is the potential component unit a legally separate entity, (2) does the primary government appoint a voting majority of the potential component unit's board, (3) is the primary government able to impose its will on the potential component unit, (4) is there a financial benefit or burden relationship. The Authority was created as an instrumentality of the City of Houston (the "City"). The Authority does meet the criteria for inclusion as a component unit of the City. Copies of the financial statements for the City may be obtained from the City Secretary's office.

Financial Statement Presentation

These financial statements have been prepared in accordance with GASB Codification of Governmental Accounting and Financial Reporting Standards Part II, Financial Reporting.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**JUNE 30, 2017**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Financial Statement Presentation (continued)

The GASB Codification sets forth standards for external financial reporting for all state and local government entities, which includes a requirement for a Statement of Net Position and a Statement of Activities. It requires the classification of net position into three components: Net Investment in Capital Assets, Restricted, and Unrestricted. These classifications are defined as follows:

- Net Investment in Capital Assets – This component of net position consists of capital assets, including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvements of those assets.
- Restricted Net Position – This component of net position consists of external constraints placed on the use of assets imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulation of other governments or constraints imposed by law through constitutional provisions or enabling legislation.
- Unrestricted Net Position – This component of net position consist of assets that do not meet the definition of “Restricted” or “Net Investment in Capital Assets.”

When both restricted and unrestricted resources are available for use, generally it is the Authority’s policy to use restricted resources first.

Government-Wide Financial Statements

The Statement of Net Position and the Statement of Activities display information about the Authority as a whole. The Authority’s Statement of Net Position and Statement of Activities are combined with the governmental fund financial statements. The Authority is viewed as a special purpose government and has the option of combining these financial statements.

The Statement of Net Position is reported by adjusting the general fund, debt service fund, and capital projects fund to report on the full accrual basis, economic resource basis, which recognizes all long-term assets and receivables as well as long-term debt and obligations.

The Statement of Activities is reported by adjusting the general fund, debt service fund, and capital projects fund to report only items related to current year revenues and expenditures. Items such as capital outlay are allocated over their estimated useful lives as depreciation expense. Internal activities between governmental funds, if any, are eliminated by adjustment to obtain net total revenue and expense in the government-wide Statement of Activities.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**JUNE 30, 2017**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Fund Financial Statements

As discussed above, the Authority's fund financial statements are combined with the government-wide statements. The fund financial statements include a Balance Sheet and Statement of Revenues, Expenditures and Changes in Fund Balances.

Governmental Funds

The Authority has two major governmental funds – the General Fund and Debt Service Fund. The General Fund is the general operating fund of the Authority and accounts for all resources of the Authority not accounted for in another fund. The principal source of revenue is tax increment collections and expenditures are primarily for operations. The Debt Service Fund is used to account for the payment of interest and principal on the Authority's long-term debt.

Basis of Accounting

The Authority uses the modified accrual basis of accounting for governmental fund types. The modified accrual basis of accounting recognizes revenues when both "measurable and available." Measurable means the amount can be determined. Available means collectable within the current period or soon enough thereafter to pay current liabilities. The Authority considers revenues reported in the governmental funds to be available if they are collectable within sixty (60) days after year-end. Also, under the modified accrual basis of accounting, expenditures are recorded when the related fund liability is incurred, except for principal and interest on long-term debt, which are recognized as expenditures when payment is due.

Measurement Focus

Measurement focus is a term used to describe which transactions are recognized within the various financial statements. In the government-wide Statement of Net Position and Statement of Activities, the governmental activities are reported using the economic resources measurement focus. The accounting objectives of this measurement focus are the determination of operating income, changes in net position, financial position, and cash flows. All assets and liabilities associated with the activities are reported, regardless of the timing of related cash flows. Fund equity is classified as net position.

Governmental fund types are accounted for on a spending or financial flow measurement focus. Accordingly, only current assets and current liabilities are included on the balance sheet, and the reported fund balances provide an indication of available spendable or appropriable resources.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**JUNE 30, 2017**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Fund Balances

The Authority's governmental fund balances are classified as follows:

*Nonspendable* - amounts that cannot be spent either because they are in nonspendable form or because they are legally or contractually required to be maintained intact. The Authority does not have any nonspendable fund balances.

*Restricted* - amounts that can be spent only for specific purposes because of constitutional provisions or enabling legislation or because of constraints that are externally required. The Authority's restricted fund balances consist of tax increment receipts in the Debt Service Fund.

*Committed* - amounts that can be used only for specific purposes determined by a formal action of the Board of Directors. The Board is the highest level of decision-making authority for the Authority. Commitments may be established, modified, or rescinded only through ordinances or resolutions approved by the Board. The Authority does not have any committed fund balances.

*Assigned* - amounts that do not meet the criteria to be classified as restricted or committed but that are intended to be used for specific purposes. The Authority has not adopted a formal policy regarding the assignment of fund balances and does not have any assigned fund balances.

*Unassigned* - all other spendable amounts in the General Fund.

When expenditures are incurred for which restricted, committed, assigned, or unassigned fund balances are available, the Authority considers amounts to have been spent first out of restricted funds, then committed funds, then assigned funds, and finally unassigned funds.

Cash

The Authority's cash consist of amounts in demand deposits.

Investments

Investments consist of amounts in the TexPool, TexSTAR, and a certificate of deposit.

Debt Service

Tax increment contract revenue is pledged for debt service on bond obligations.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**JUNE 30, 2017**

**NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Due to and from other funds

Interfund receivable and payables arise from interfund transactions and are recorded by all funds affected in the period in which transactions are executed. These receivables and payables are, for the most part, eliminated from the Government-Wide Statement of Net Position and are recorded as “due from other funds” and “due to other funds” in the fund financial statements.

Budgeting

In compliance with the Tri-Party Agreement (See Note 4), the Authority’s board members adopted an unappropriated budget for the combined governmental funds of the Authority for the fiscal year ending June 30, 2017. The budget was submitted and approved by the City. The Authority used this budget during the current year.

Accounting Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenditures during the reporting period. Actual results could differ from those estimates.

DRAFT SUBJECT TO CHANGE

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**JUNE 30, 2017**

**NOTE 3. DEPOSITS AND INVESTMENTS**

Deposits

Custodial credit risk is the risk that, in the event of the failure of a depository financial institution, a government will not be able to recover deposits or will not be able to recover collateral securities that are in the possession of an outside party. The Authority's deposit policy for custodial credit risk requires compliance with the provisions of Texas statutes. Texas statutes require that any cash balance in any fund shall, to the extent not insured by the Federal Deposit Insurance Corporation or its successor, be continuously secured by a valid pledge to the Authority of securities eligible under the laws of Texas to secure the funds of the Authority, having an aggregate market value, including accrued interest, at all times equal to the uninsured cash balance in the fund to which such securities are pledged. As of June 30, 2017, none of the Authority's bank balances were exposed to custodial credit risk.

The carrying values of the deposits are included in the Governmental Fund Balance Sheet and the Statement of Net Position at June 30, 2017, as listed below:

	Cash
Total Deposits - General Fund	\$ 20,771,799

Investments

Under Texas statute, the Authority is required to invest its funds under written investment policies that primarily emphasize safety of principal and liquidity and that address investment diversification, yield, maturity, and the quality and capability of investment management, and all Authority funds must be invested in accordance with the following investment objectives: understanding the suitability of the investment to the Authority's financial requirements, first; preservation and safety of principal, second; liquidity, third; marketability of the investments if the need arises to liquidate the investment before maturity, fourth; diversification of the investment portfolio, fifth; and yield, sixth. Authority's investments must be made "with judgment and care, under prevailing circumstances, that a person of prudence, discretion, and intelligence would exercise in the management of the person's own affairs, not for speculation, but for investment, considering the probable safety of capital and the probable income to be derived." No person may invest Authority funds without express written authority from the Board of Directors.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**JUNE 30, 2017**

**NOTE 3. DEPOSITS AND INVESTMENTS (Continued)**

Investments (continued)

Texas statutes include specifications for and limitations applicable to the Authority and its authority to purchase investments as defined in the Public Funds Investment Act. Authorized investments are summarized as follows: (1) obligations of the United States or its agencies and instrumentalities, (2) direct obligations of the State of Texas or its agencies and instrumentalities, (3) certain collateralized mortgage obligations, (4) other obligations, the principal of and interest on which are unconditionally guaranteed or insured by the State of Texas or the United States or its agencies and instrumentalities, including obligations that are fully guaranteed or insured by the Federal Deposit Insurance Corporation or by the explicit full faith and credit of the United States, (5) certain A rated or higher obligations of states, agencies, counties, cities, and other political subdivisions of any state, (6) bonds insured, assumed or guaranteed by the State of Israel, (7) insured or collateralized certificates of deposit, (8) certain fully collateralized repurchase agreements secured by delivery, (9) certain bankers' acceptances with limitations, (10) commercial paper rated A-1 or P-1 or higher and a maturity of 270 days or less, (11) no-load money market mutual funds and no-load mutual funds with limitations, (12) certain guaranteed investment contracts (13) certain qualified governmental investment pools and (14) a qualified securities lending program.

The Authority's adopted investment policy allows it to invest in any of the above listed investments, except items 3, 4, 5, 6, 8, 9, 10, 11, 12 and 14.

For fiscal year 2017, the Authority invested in the Texas Local Government Investment Pool ("TexPool"), the Texas Short Term Asset Reserve Program ("TexSTAR") and certificates of deposit.

TexPool has been organized in conformity with the Interlocal Cooperation Act and is overseen by the Comptroller of Public Accounts (the "Comptroller"). The Comptroller is the sole officer, director and shareholder of the Texas Treasury Safekeeping Trust Company (the "Trust Company"), which is authorized to operate TexPool. Pursuant to the TexPool Participation Agreement, administrative and investment services to TexPool are provided by Federated Investors, Inc. ("Federated"), under an agreement with the Comptroller, acting on behalf of the Trust Company. The Comptroller maintains oversight of the services provided to TexPool by Federated. State Street Bank serves as custodian to TexPool. The primary objectives of TexPool are preservation and safety of principal, liquidity and yield. TexPool will only invest in investments that authorized under both the Public Funds Investment Act and the TexPool Investment Policy.



**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**JUNE 30, 2017**

**NOTE 3. DEPOSITS AND INVESTMENTS (Continued)**

Investments (continued)

As permitted by GAAP, TexPool uses amortized cost (which excludes unrealized gains and losses) rather than market value to compute share price and seeks to maintain a constant dollar value per share. Accordingly, the fair value of the District's position in TexPool is the same as the value of TexPool shares. Investments in TexPool may be withdrawn on a same day basis, as long as the transaction is executed by 3:30 p.m.

TexSTAR has been organized in conformity with the Interlocal Cooperation Act and is administered by J.P. Morgan Investment Management, Inc. ("JPMIM") and First Southwest Asset Management, Inc. ("FSAM"). JPMIM provides investment services, and FSAM provides participant services and marketing. Custodial, transfer agency, fund accounting, and depository services are provided by JPMorgan Chase Bank and/or its subsidiary J.P. Morgan Investor Services Co. The primary objectives of TexSTAR are, in order of priority, preservation and protection of principal, maintenance of sufficient liquidity to meet Participant's needs, diversification to avoid unreasonable or avoidable risks, and yield. TexSTAR will only invest in investments that are authorized under both the Public Funds Investment Act and the current TexSTAR Investment Policy.

The District's investment in TexSTAR is reported at fair value because TexSTAR uses fair value to report investments. The District implemented GASB Statement No. 72, "Fair Value Measurement and Application," during the current fiscal year. This statement establishes a hierarchy of inputs used to measure fair value as follows: Level 1 inputs are based on quoted prices in active markets, Level 2 inputs are based on significant other observable inputs, and Level 3 inputs are based on significant unobservable inputs. The District's investment in TexSTAR is measured using published fair value per share (level 1 inputs).

Investments in TexSTAR may be withdrawn via wire transfer on a same day basis, as long as the transaction is executed by 4 p.m. ACH withdrawals made by 4 p.m. will settle on the next business day.

As of June 30, 2017, the Authority had the following investments and maturities:

Type	Fair Value	Maturities in Years			
		Less Than 1	1-5	6-10	More Than 10
TexPool	\$ 868,249	\$ 868,249	\$	\$	\$
TexSTAR	8,902,270	8,902,270			
Certificate of Deposit	250,000	250,000			
<b>Total</b>	<b>\$ 10,020,519</b>	<b>\$ 10,020,519</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**JUNE 30, 2017**

**NOTE 3. DEPOSITS AND INVESTMENTS (Continued)**

Investments (continued)

Credit risk is the risk that the issuer or other counterparty to an investment will not fulfill its obligations. At June 30, 2017, the Authority's investments in both TexPool and TexSTAR were rated 'AAAm' by Standard & Poor's. The 'AAAm' rating indicates an extremely strong capacity to maintain principal stability and to limit exposure to principal losses due to credit, market, and/or liquidity risks. 'AAAm' is the highest principal stability rating assigned by Standard & Poor's.

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The Authority considers the investments in TexPool and TexSTAR to have maturities of less than one year due to the fact the share position can usually be redeemed each day at the discretion of the Authority, unless there has been a significant change in value.

Restrictions

All cash and investments of the Debt Service Fund are restricted for the payment of debt service and the cost of assessing and collecting taxes.

**NOTE 4. TRI-PARTY AGREEMENT**

On November 22, 2002, the Authority and on December 11, 2002, the City of Houston, Texas in accordance with Ordinance No. 2002-1145 executed a Tri-Party Agreement between the City of Houston, Texas, the Zone and the Authority. The Tri-Party Agreement states in detail the scope of services to be provided to the Zone by the Authority. The services include management and administrative service for the Zone, as requested by the Zone Board, services with respect to the Project Plan and Reinvestment Zone Financing Plan (the "Plan"), including enlarging the zone and amendments to the project plan and financing plan, and services with respect to the special tax rolls pertaining to the Zone, including analysis and coordination with taxing units. The Authority is also required to assist the Zone Board in establishing a program to increase the level of safety within the Zone, preparing development plans, establishing a marketing and public relations program, planning and design and construction of infrastructure improvements and land acquisition in the Memorial City area.

The Tri-Party Agreement also provides for the Authority to issue bonds and notes, enter into obligations with developers or builders, and enter into contracts with consultants, to be repaid from Contract Tax Increments. All bonds must be approved by City Council of the City of Houston and the Director of the Finance Department of the City of Houston must approve all development agreements. This Agreement shall end upon termination of the Zone.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**JUNE 30, 2017**

**NOTE 4. TRI-PARTY AGREEMENT (Continued)**

Pursuant to the Agreement, the City and the Zone have agreed to pay the Authority not later than the first business day of each July in which a current approved budget is in effect for the Authority, all monies available in the Tax Increment Fund, less (a) certain tax increments constituting educational facilities project costs to be paid to the Spring Branch Independent School District (if any), and (b) a reserve of up to five percent of the monies then available in the Tax Increment Fund for administrative costs of the City. Currently, no monies are owed or are being paid to the Spring Branch Independent School District. Notwithstanding the above, in the event the Authority's budget is not approved by the thirtieth (30<sup>th</sup>) day before the date of a principal and interest payment on the Authority's bonds or notes, the City shall pay from available funds sufficient monies to the Authority to allow for meeting the Authority's debt service obligations.

The Tri-Party Agreement allows the City to recover the costs of municipal services pursuant to the Agreement among the City, the Authority, and the TRZ.

**NOTE 5. TAX INCREMENTS**

The City of Houston, Texas has agreed to deposit their tax increments into the Tax Increment Fund established by the Zone (See Note 6).

The amount of a Participant's tax increment for a year is the amount of property taxes levied and collected by the Participant for that year on the Captured Appraised Value of real property taxable by the Participant and located in the Zone. The Captured Appraised Value of real property taxable by a Participant for a year is the total appraised value of all real property taxable by the Participant and located in the Zone for that year less the Tax Increment Base, which is the total appraised value of all real property taxable by the Participant and located in the Zone on January 1 of the year in which the Zone was designated as such under the Tax Increment Financing Act (the "TIF Act"). In the event property is annexed into the Zone by ordinance of the City, the Tax Increment Base for annexed property is the value of all real property taxable by a Participant and located in the annexed area on January 1 of the year of annexation. No Participant is required to deposit tax increments derived from property annexed into the Zone unless the Participant has agreed to do so.

Each Participant is required to collect taxes on property located within the Zone in the same manner as other taxes are collected. The Participant is required to pay into the tax increment fund the collected tax increments by no later than the 90<sup>th</sup> day after the delinquency date for the Participant's property taxes.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**JUNE 30, 2017**

**NOTE 6. CITY OF HOUSTON TAX INCREMENTS**

Pursuant to City Ordinance No. 1999-759, the City and the Zone have established the Tax Increment Fund, a separate fund in the City Treasury into which tax increments have and will be deposited.

On June 28, 2016, tax increments relating to fiscal year 2017 of \$15,731,173 were collected by the trustee from the City of Houston. \$786,559 was withheld by the City of Houston to cover administrative costs.

**NOTE 7. TRANSFER TO THE CITY OF HOUSTON**

During the current fiscal year, the Authority recorded capital improvements of \$3,402,992 for capital assets transferred to the City. This transfer is related to capital improvements made by the Authority to City facilities. The Authority finances these facilities for the benefit of the City. Any capital assets the Authority purchases related to public improvements and facilities have been conveyed to the City of Houston. See pages 29 and 30 for information on current year capital improvement expenditures. The Authority is holding title to certain land associated with the detention basin and W-140 bridge improvements, Town and Country West Drainage and Mobility Improvements, and the public improvement extension of Town and Country Way from Town and Country Boulevard west toward Beltway 8. Upon completion of these projects, this land will be transferred to the City. These land costs amount to \$13,685,874 at June 30, 2017.

**NOTE 8. DUE TO DEVELOPER**

The District has entered into a development agreement with T&C Way Partners, LLC (“Developer”) for the financing of the land for public improvements. Under the agreement, the developer will advance funds for the acquisition of land for public improvements in the project area. The developer will be reimbursed from available tax increment in the project area.

During the year ended June 30, 2017, the following changes occurred in amounts due to developer.

Due to developer, beginning of year	\$ -
Developer funded land acquisition	4,500,000
Developer reimbursements	<u>(383,781)</u>
Due to developer, end of year	<u>\$ 4,116,219</u>

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**JUNE 30, 2017**

**NOTE 9. LONG-TERM DEBT**

During the year ended June 30, 2017, the following changes occurred in long-term liabilities:

	Balance July 1, 2016	Additions	Reductions	Balance June 30, 2017	Amounts Due Within One Year
<b>Governmental Activities:</b>					
Bonds and notes payable:					
Tax Increment Contract Bonds	\$ 39,325,000	\$ 17,955,000	\$ (20,465,000)	\$ 36,815,000	\$ 3,100,000
Bonds payable, end of year	\$ 39,325,000	\$ 17,955,000	\$ (20,465,000)	\$ 36,815,000	\$ 3,100,000

The terms of the current debt obligations are as follows:

Series	Original Issue	Matures	Interest Rate (%)	Debt Outstanding
<b>Governmental Activities:</b>				
<b>Tax Increment Contract Bonds</b>				
Tax Increment Contract Bonds, Series 2008	\$ 10,000,000	9/1/19	4.45%	\$ 1,535,000
Refunding Tax Increment Contract Bonds, Series 2011	9,400,000	9/1/26	3.68%	7,090,000
Tax Increment Contract Bonds, Series 2011A	30,600,000	9/1/21	3.85%	10,235,000
Refunding Tax Increment Contract Bonds, Series 2016	17,955,000	9/1/27	2.41%	17,955,000
<b>Total General Obligation Bonds</b>				<u>\$ 36,815,000</u>

The annual requirements to amortize governmental activity tax increment contract revenue bonds at June 30, 2017 are as follows:

Tax Increment Contract Revenue Bonds			
Governmental Activities			
Fiscal Year	Principal	Interest	Total
2018	\$ 3,100,000	\$ 1,096,176	\$ 4,196,176
2019	3,220,000	974,249	4,194,249
2020	3,345,000	847,545	4,192,545
2021	3,470,000	721,625	4,191,625
2022	3,590,000	596,772	4,186,772
2023	3,695,000	484,158	4,179,158
2024	3,795,000	384,601	4,179,601
2025	3,895,000	282,315	4,177,315
2026	4,000,000	177,211	4,177,211
2027	4,100,000	69,256	4,169,256
2028	605,000	7,290	612,290
	<u>\$ 36,815,000</u>	<u>\$ 5,641,196</u>	<u>\$ 42,456,196</u>

See pages 33 through 36 for debt service schedules on each bond series outstanding as of June 30, 2017.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**JUNE 30, 2017**

**NOTE 10. INTERFUND TRANSACTIONS**

At year end, interfund receivables and payables were as follows:

<u>Receivable Fund</u>	<u>Payable Fund</u>	<u>Amounts</u>	<u>Purpose</u>
Debt Service Fund	General Fund	\$ 3,510,112	Debt Service tax increment revenue owed by General Fund

For the fiscal year ended June 30, 2017, an operating transfer is summarized as follows:

<u>Transfers Out</u>	<u>Transfers In</u>	<u>Amounts</u>	<u>Purpose</u>
General Fund	Debt Service Fund	\$ 82,937	Debt service expenditures

**NOTE 11. RISK MANAGEMENT**

The Authority is exposed to various risks of loss related to torts: theft of, damage to, and destruction of assets; errors and omissions; and natural disasters for which the Authority participates along with 1,290 other entities in the Texas Municipal League's Intergovernmental Risk Pool. The Pool purchases commercial insurance at group rates for participants in the Pool. The Authority has not significantly reduced insurance coverage or had settlements that exceeded coverage amounts for the past three years.

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**MEMORIAL CITY REDEVELOPMENT AUTHORITY**

**REQUIRED SUPPLEMENTARY INFORMATION**

**JUNE 30, 2017**

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**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE**  
**- BUDGET AND ACTUAL - ALL GOVERNMENTAL FUNDS**  
**FOR THE YEAR ENDED JUNE 30, 2017**

	<u>Original and Final Budget</u>	<u>Actual</u>	<u>Variance Positive (Negative)</u>
<b>REVENUES</b>			
Tax Increment	\$ 15,073,959	\$ 15,731,173	\$ 657,214
Interest and Other	36,969	77,206	40,237
<b>TOTAL REVENUES</b>	<u>\$ 15,110,928</u>	<u>\$ 15,808,379</u>	<u>\$ 697,451</u>
<b>EXPENDITURES/EXPENSES</b>			
Maintenance and Operations	\$ 422,300	\$ 274,555	\$ 147,745
Capital Outlay	17,829,241	3,786,773	14,042,468
Municipal Services	2,256,619	2,256,619	
Administration Fees	753,698	786,559	(32,861)
Debt Service:			
Principal	4,568,417	2,870,000	1,691,417
Interest	1,488,253	1,985,384	(497,131)
Debt Issuance Costs		334,738	(334,738)
<b>TOTAL EXPENDITURES</b>	<u>\$ 27,311,528</u>	<u>\$ 12,294,628</u>	<u>\$ 15,016,900</u>
<b>EXCESS (DEFICIENCY) OF REVENUES OVER (UNDER) EXPENDITURES</b>	<u>\$ (12,200,600)</u>	<u>\$ 3,513,751</u>	<u>\$ (15,714,351)</u>
<b>OTHER FINANCING SOURCES (USES)</b>			
Proceeds from grants	\$ 3,450,000	\$ -	\$ (3,450,000)
Proceeds from the Sale of Refunding Bonds		17,955,000	17,955,000
Debt Service - Principal		(17,595,000)	(17,595,000)
<b>TOTAL OTHER FINANCING SOURCES (USES)</b>	<u>\$ 3,450,000</u>	<u>\$ 360,000</u>	<u>\$ (3,090,000)</u>
<b>NET CHANGE IN FUND BALANCE</b>	<u>\$ (8,750,600)</u>	<u>\$ 3,873,751</u>	<u>\$ 12,624,351</u>
<b>FUND BALANCE - JULY 1, 2015</b>	<u>26,876,860</u>	<u>26,876,860</u>	
<b>FUND BALANCE - JUNE 30, 2016</b>	<u>\$ 18,126,260</u>	<u>\$ 30,750,611</u>	<u>\$ 12,624,351</u>

See accompanying auditors' report.



**MEMORIAL CITY REDEVELOPMENT AUTHORITY**

**SUPPLEMENTARY INFORMATION**

**REQUIRED BY CITY OF HOUSTON**

**JUNE 30, 2017**

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**MEMORIAL CITY REDEVELOPMENT AUTHORITY  
OPERATING EXPENDITURES  
FOR THE YEAR ENDED JUNE 30, 2017**

<i>Category</i>	<i>Vendor</i>	<i>Budget</i>	<i>Actual Expenditures</i>	<i>Variance Positive (Negative)</i>
<b>ADMINISTRATION AND OVERHEAD</b>				
Management Consultant	Hawes Hill Calderon LLP	\$ 150,000	\$ 82,500	\$ 67,500
Administrative Operating				
Office Expenses	Various	-	430	(430)
Property Account Consultant	Equi-tax, Inc.	14,300	14,800	(500)
Accounting/Audit				
Accounting	ETI Accounting Services	10,500	11,055	(555)
	McGrath & Co. PLLC &	9,500	9,500	
Auditor	McCall Gibson Swedlund Barfoot PLLC	20,000	19,750	250
Insurance	Texas Municipal League	3,500	1,290	2,210
Other		9,500	9,500	
<b>Subtotal</b>		<b>217,300</b>	<b>148,825</b>	<b>68,475</b>
<b>PROGRAM AND PROJECT CONSULTANTS</b>				
Legal-General Counsel	Allen Boone Humphries Robinson LLP	175,000	48,365	126,635
Legal-Litigation Counsel	Blank Rome LLP		64,548	(64,548)
Engineering Consultants	SWA Group	30,000	4,112	25,888
	Lockwood, Andrews & Newman		8,705	(8,705)
<b>Subtotal</b>		<b>205,000</b>	<b>125,730</b>	<b>79,270</b>
<b>TOTAL MANAGEMENT CONSULTING SERVICES</b>		<b>422,300</b>	<b>274,555</b>	<b>147,745</b>
City Administration Fees	City of Houston	753,698	786,559	(32,861)
Municipal Services Fees	City of Houston	2,256,619	2,256,619	
<b>DEBT SERVICE</b>				
Principal		4,561,417	2,870,000	1,691,417
Interest		1,488,253	1,985,384	(497,131)
Other Debt Service		-	334,738	(334,738)
<b>Subtotal</b>		<b>6,049,670</b>	<b>5,190,122</b>	<b>859,548</b>
<b>Total Operating Expenditures</b>		<b>\$ 9,482,287</b>	<b>\$ 8,507,855</b>	<b>\$ 974,432</b>

**MEMORIAL CITY REDEVELOPMENT AUTHORITY  
CAPITAL EXPENDITURES  
FOR THE YEAR ENDED JUNE 30, 2017**

<i>Project</i>	<i>Vendor</i>	<i>Budget</i>	<i>Actual Expenditures</i>	<i>Variance Positive (Negative)</i>
<b>Project T-1701: Gessner Widening</b>				
Other	Allen Boone Humphries Robinson, LLP	\$ -	\$ 358	\$ (358)
<b>Project T-1709: Improvement to Lumpkin from I-10 to Westview</b>				
Engineering/Design Services	Lockwood, Andrews & Newman Sal Esparza, Inc.	\$ -	\$ -	\$ (6,936)
<b>Project T-1717 and T-1721: Town and Country West Drainage and Mobility Improvements</b>				
Engineering/Design Services	Lockwood, Andrews & Newman	3,500,000	67,147	3,063,116
Other	Allen Boone Humphries Robinson, LLP		9,532	
	BR T&C Blvd LLC		(10,000)	
	Corner Rock Construction		273,066	
	Rapid Research		1,319	
	Midway		90,250	
	SWA Group		5,570	
<b>Project T-1722: Town and Country Blvd at Queensbury Signalization</b>				
Other	Allen Boone Humphries Robinson, LLP	-	5,163	(5,163)
<b>Project T-1725: Park and Green Space Improvements</b>				
	SWA Group	125,000	13,397	111,603
<b>Project T-1727: N. Gessner Area Thoroughfare Improvement Project</b>				
Other	Allen Boone Humphries Robinson, LLP		123	(123)
<b>Project T-1731A: Detention Basin &amp; W-140 Bridge Improvements</b>				
Other	Sal Esparza, Inc.	-	7,209	(10,264)
	Allen Boone Humphries Robinson, LLP		3,055	
<b>Project T-1731B: Memorial Drive - Drainage and Mobility</b>				
Other	Allen Boone Humphries Robinson, LLP	-	240	(240)
<b>Project T-1732A: N. Gessner Drainage and Mobility Improvement - Phase 1</b>				
Engineering/Design Services	Klotz Associates, Inc.	4,100,000	271,124	3,761,554
Other	SWA Group		19,039	
	The Goodman Corporation		31,000	
	Allen Boone Humphries Robinson, LLP		2,033	
	Cobb Fendley & Associates		15,250	
<b>Project T-1732B: N. Gessner Drainage and Mobility Improvement - Phase 2</b>				
Other	Allen Boone Humphries Robinson, LLP	500,000	-	500,000

**MEMORIAL CITY REDEVELOPMENT AUTHORITY  
CAPITAL EXPENDITURES  
FOR THE YEAR ENDED JUNE 30, 2017**

<i>Project</i>	<i>Vendor</i>	<i>Budget</i>	<i>Actual Expenditures</i>	<i>Variance Positive (Negative)</i>
<b>Project T-1734: W140 Channel Improvements</b>				
Engineering/Design Services	Lockwood, Andrews & Newman	5,600,000		5,313,453
Engineering/Design Services	Klotz Associates, Inc. SWA Group		283,570 3,277	
<b>Project T-1734B: Bunker Hill Bridge</b>				
Engineering/Design Services	Klotz Associates, Inc.	850,000		850,000
<b>Project T-1735: Detention Basin A</b>				
Engineering/Design Services	Lockwood, Andrews & Newman	1,000,000	116,366	883,278
Other	Allen Boone Humphries Robinson, LLP		356	
<b>Project T-1737: MetroNational Detention &amp; Roads</b>				
Developer Reimbursement	Lipex Properties	1,119,241	1,061,594	57,647
<b>Project T-1738: Extension of Town and Country Way</b>				
Developer Reimbursement	T&C Way Partners	-	383,781	(383,781)
<b>Project T-1738A: Memorial Drive - Drainage and Mobility Improvement - Phase I</b>				
Engineering/Design Services	Lockwood, Andrews & Newman	1,000,000	117,693	868,982
Other	The Goodman Corporation		13,325	
<b>Project T-1739: Intersection Improvements - Queensbury at Town &amp; Country Blvd.</b>				
Developer Reimbursement	T&C Way Partners	-	995,000	(995,000)
<b>Project T-1799: Concrete Panel Replace Program at Town &amp; Country Blvd.</b>				
		35,000	-	35,000
<b>Total Capital Expenditures</b>		<u>\$ 17,829,241</u>	<u>\$ 3,786,773</u>	<u>\$ 14,042,468</u>

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**PROJECT PLAN RECONCILIATION**  
**AS OF THE YEAR ENDED JUNE 30, 2017**

	<i>Project Plan Estimated Amount</i>	<i>Cumulative Expenditures as of the Fiscal Year Ended 2017</i>	<i>Variance Positive (Negative)</i>
<b>Capital Projects:</b>			
Roadway and Sidewalk Improvements	\$ 53,429,681	\$ 36,323,361	\$ 17,106,320
Public Utility Improvements	120,856,453	35,508,463	85,347,990
Park and Recreational Facilities	11,889,119	340,363	11,548,756
<b>Total Capital Projects Costs</b>	<b>\$ 186,175,253</b>	<b>\$ 72,172,187</b>	<b>\$ 114,003,066</b>
Financing Costs	25,000,000	29,071,815	(4,071,815)
Creation and Administration Costs	5,952,851	4,938,309	1,014,542
<b>Total Project Plan</b>	<b>\$ 217,128,104</b>	<b>\$ 106,182,311</b>	<b>\$ 110,945,793</b>

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**MEMORIAL CITY REDEVELOPMENT AUTHORITY**

**OTHER SUPPLEMENTARY INFORMATION**

**JUNE 30, 2017**

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**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**LONG-TERM DEBT SERVICE REQUIREMENTS, BY YEARS**  
**AS OF THE YEAR ENDED JUNE 30, 2017**

**TAX INCREMENT CONTRACT**  
**REVENUE BONDS**  
**SERIES - 2008**

Due During Fiscal Years Ending June 30	Principal Due September 1	Interest Due September 1/ March 1	Total
2018	\$ 490,000	\$ 57,405	\$ 547,405
2019	510,000	35,155	545,155
2020	535,000	11,904	546,904
TOTAL	<u>\$ 1,535,000</u>	<u>\$ 104,464</u>	<u>\$ 1,639,464</u>

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**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**LONG-TERM DEBT SERVICE REQUIREMENTS, BY YEARS**  
**AS OF THE YEAR ENDED JUNE 30, 2017**

REFUNDING TAX INCREMENT  
CONTRACT REVENUE BONDS  
SERIES - 2011

Due During Fiscal Years Ending June 30	Principal Due September 1	Interest Due September 1/ March 1	Total
2018	\$ 600,000	\$ 249,872	\$ 849,872
2019	625,000	227,332	852,332
2020	645,000	203,964	848,964
2021	665,000	179,860	844,860
2022	690,000	154,928	844,928
2023	720,000	128,984	848,984
2024	745,000	102,028	847,028
2025	770,000	74,151	844,151
2026	800,000	45,263	845,263
2027	830,000	15,272	845,272
TOTAL	<u>\$ 7,090,000</u>	<u>\$ 1,381,654</u>	<u>\$ 8,471,654</u>

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**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**LONG-TERM DEBT SERVICE REQUIREMENTS, BY YEARS**  
**AS OF THE YEAR ENDED JUNE 30, 2017**

**TAX INCREMENT CONTRACT**  
**REVENUE BONDS**  
**SERIES - 2011A**

<u>Due During Fiscal Years Ending June 30</u>	<u>Principal Due September 1</u>	<u>Interest Due September 1/ March 1</u>	<u>Total</u>
2018	\$ 1,895,000	\$ 357,569	\$ 2,252,569
2019	1,965,000	283,264	2,248,264
2020	2,045,000	206,071	2,251,071
2021	2,125,000	125,799	2,250,799
2022	2,205,000	42,446	2,247,446
TOTAL	<u>\$ 10,235,000</u>	<u>\$ 1,015,149</u>	<u>\$ 11,250,149</u>

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**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**LONG-TERM DEBT SERVICE REQUIREMENTS, BY YEARS**  
**AS OF THE YEAR ENDED JUNE 30, 2017**

**TAX INCREMENT CONTRACT**  
**REVENUE BONDS**  
**SERIES - 2016 Refunding**

Due During Fiscal Years Ending June 30	Principal Due September 1	Interest Due September 1/ March 1	Total
2018	\$ 115,000	\$ 431,330	\$ 546,330
2019	120,000	428,498	548,498
2020	120,000	425,606	545,606
2021	680,000	415,966	1,095,966
2022	695,000	399,397	1,094,397
2023	2,975,000	355,174	3,330,174
2024	3,050,000	282,573	3,332,573
2025	3,125,000	208,164	3,333,164
2026	3,200,000	131,948	3,331,948
2027	3,270,000	53,984	3,323,984
2028	605,000	7,290	612,290
<b>TOTAL</b>	<b>\$ 17,955,000</b>	<b>\$ 3,139,929</b>	<b>\$ 21,094,929</b>

DRAFT SUBJECT TO CHANGE

See accompanying auditors' report.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY**  
**LONG-TERM DEBT SERVICE REQUIREMENTS, BY YEARS**  
**AS OF THE YEAR ENDED JUNE 30, 2017**

ANNUAL REQUIREMENTS  
FOR ALL SERIES

Due During Fiscal Years Ending June 30	Total Principal Due	Total Interest Due	Total Principal and Interest Due
2018	\$ 3,100,000	\$ 1,096,176	\$ 4,196,176
2019	3,220,000	974,249	4,194,249
2020	3,345,000	847,545	4,192,545
2021	3,470,000	721,625	4,191,625
2022	3,590,000	596,772	4,186,772
2023	3,695,000	484,158	4,179,158
2024	3,795,000	384,601	4,179,601
2025	3,895,000	282,315	4,177,315
2026	4,000,000	177,211	4,177,211
2027	4,100,000	69,256	4,169,256
2028	605,000	7,290	612,290
TOTAL	<u>\$ 36,815,000</u>	<u>\$ 5,641,196</u>	<u>\$ 42,456,196</u>

DRAFT SUBJECT TO CHANGE

See accompanying auditors' report.

**MEMORIAL CITY REDEVELOPMENT AUTHORITY  
BOARD MEMBERS AND CONSULTANTS  
JUNE 30, 2017**

Authority Mailing Address - Memorial City Redevelopment Authority  
P.O. Box 22167  
Houston, TX 77227-2167

Authority Telephone Number - 713-595-1200

<u>Board Members</u>	<u>Position</u>
Marshall B. Heins - Director	1
John Rickel - Director	2
David P. Durham - Director	3
Ann Thomas Givens – Chair	4
Dr. Zachary R. Hodges - Director	5
Brad Freels – Vice-Chair	6
Glenn E. Airola – Secretary	7

DRAFT SUBJECT TO CHANGE

See accompanying auditors' report.

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. CIP Committee.

a. Project update report from LAN, including:

i. Pay estimate No. 1 from SER Construction Partners, T & C Reconstruction and Drainage Improvement, in the amount of \$346,646.14

ii. Proposal for general engineering consulting services

iii. SER Right of Entry Agreement for T & C Construction

iv. Project Cost Sharing Agreement with Trammel Crow for stamped concrete

b. Project update report from Klotz Associates

c. Project update report from Goodman Corporation

d. Project update report from SWA

Status Report: September/October 2017

# Town & Country West Drainage & Mobility Improvements (T-1717)

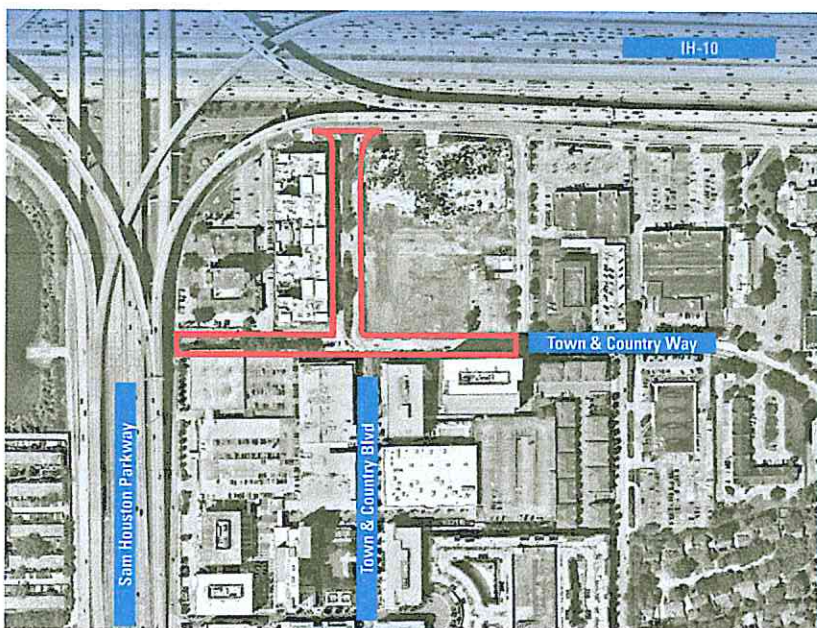
Reconstruction and Drainage Improvements  
WBS No. N-T17000-0014-7



TIRZ 17  
REDEVELOPMENT  
AUTHORITY

## Project Location

A portion of this project is located along Town & Country Way between Beltway 8 frontage road and Town & Country Lane, south of IH-10. The other portion of this project is located along Town & Country Boulevard between Town & Country Way and IH-10 Frontage Road. This project is located in City Council District G.



Not to scale

## Status Report

- Notice to proceed issued 9/12/17
- Contractor has mobilized equipment and personnel
- Cleared existing medians
- Installed approximately 2,000 feet of 12-inch water line
- Installed approximately 250 feet of 12-inch sanitary sewer

## Current Traffic Control Configuration

- All streets have two-way traffic with intermittent lane closures

## Project Purpose

### Improve drainage by increasing conveyance and storage

- Oversized reinforced concrete storm sewer box culverts will provide approximately 6.5 acre-feet of storage

### Improve mobility, safety, and quality of life

- Extending Town & Country Way west to the Beltway 8 Northbound Frontage Road
- Installing a roundabout at the new intersection of Town and Country Way and Town and Country Boulevard
- Adding pedestrian friendly wider sidewalks, gathering area, and various other softscape/hardscape elements
- Replacing aging public utilities that have exceeded their useful service life

## Project Description

The overall construction will consist of installation of oversized subsurface storm water detention system using reinforced concrete storm sewer boxes ranging in size from 6'x9' to 10'x10'; re-aligning Town & Country Blvd and Town & Country Way to eliminate the existing 75' street offset, construction of a one-lane roundabout at the new intersection of Town & Country Blvd and Town & Country Way, and construction of a new 3-lane concrete roadway extending Town & Country Way west to Beltway 8 frontage road, and replacement of water and sanitary sewer lines. The project will also include enhanced concrete sidewalks, paved crosswalks, pedestrian lighting, street lighting, enhanced landscaping and special paved areas for public gathering,

## Status Report: September/October 2017

# Town & Country West Drainage & Mobility Improvements (T-1717)

### Construction Schedule

Construction Phase	Scheduled Completion
<b>Phase 1: Public Utilities</b> <ul style="list-style-type: none"><li>Install all proposed waterlines</li><li>Install all proposed sanitary sewer lines</li></ul>	Nov. 2017
<b>Phase 2: Town &amp; Country Blvd</b> <ul style="list-style-type: none"><li>Install storm sewer boxes</li><li>Reconstruct Town &amp; Country Blvd</li></ul>	Apr. 2018
<b>Phase 3: Town &amp; Country Way</b> <ul style="list-style-type: none"><li>Install storm sewer boxes</li><li>Construct new extension road to Beltway 8</li><li>Construct western half of roundabout</li></ul>	May 2018
<b>Phase 4: Roundabout</b> <ul style="list-style-type: none"><li>Install storm sewer boxes</li><li>Construct eastern half of roundabout</li><li>Reconstruct Town &amp; Country Way east to Town &amp; County Lane</li></ul>	Sep. 2018

### Payment Estimates

Original Contract Amount	\$8,478,677.80
Change Order Amount to Date	\$0.00
Current Contract Amount	\$8,478,677.80
Previous Payments	\$0.00
Current Payment Due	\$346,646.14
Contract Completion Date	9/13/2018

### Construction Time

- Contract time is 365 calendar days.
- Notice to Proceed date: September 12, 2017

### Contact Information

#### Construction Manager (CM)

Lockwood, Andrews, and Newnam, Inc. (LAN)  
2925 Briarpark Dr., Suite 400  
Houston, TX 77042

#### Contractor

SER Construction Partners, LLC  
3636 Pasadena Blvd.  
Pasadena, TX 77503

For more information please visit [www.houstontirz17.org](http://www.houstontirz17.org)

### Progress Photos



*New sanitary sewer manholes stored along Town & Country Blvd.*



*Utility work along Town & Country Way (looking east)*



*Sanitary sewer installation along Town & Country Way*



*Water line installation along Town & Country Way*



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

**October 2017**

**Memorial Drive Improvements- BW 8 Frontage Road to Tallowood Rd**

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**

Ongoing Activities:

Item	Description
1	No updates

Items Affecting Schedule:

Item	Description
1	Awaiting executed TO

**Lumpkin Road**



Before



After



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

A LEO A DALY COMPANY

October 12, 2017

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

Reference: Town & Country Blvd. and Town & Country Way  
Reconstruction and Drainage Improvements  
LAN Project No.: 120-11972-004  
WBS No. N-T17000-0017-4  
SER Construction Partners, LLC Payment No. 01

Dear Mr. Bean:

SER Construction Partners, LLC (SER) has submitted estimate No. 01 in the amount of \$346,646.14 for construction services rendered through September 30, 2017.

Based on our review, SER has complied with all requirements stated in the estimate and we recommend payment of **\$346,646.14** to SER.

The following billing information is to be used for payment:

SER Construction Partners, LLC  
3636 Pasadena Blvd.  
Pasadena, TX 77503

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

Sincerely,

A handwritten signature in blue ink, appearing to read 'MA', is written over the typed name 'Muhammad Ali, P.E.'.

Muhammad Ali, P.E.  
Project Manager

MA:rlb

Enclosures: SER Pay Est. No. 01



PROJECT: TOWN AND COUNTRY RECONSTRUCTION  
 WBS NO. N-17000-0017-4

OWNER:  
 MEMORIAL CITY REDEVELOPMENT AUTHORITY  
 2925 BRIAR PARK DR.  
 HOUSTON, TEXAS 7704  
 HARRIS COUNTY

CONTRACTOR:  
 SER CONSTRUCTION PARTNERS LLC  
 3636 PASADENA BLVD  
 PASADENA, TEXAS 77503

ESTIMATE 1 SEPTEMBER 2017

ITEM NO.	DESCRIPTION	QUANTITY	UNIT	UNIT PRICE	TOTAL	Previous Quantities	Current Quantities	Quantities to Date	Current Amount	Amount to Date
1	MOBILIZATION	1	LS	\$ 400,000.00	\$ 400,000.00	0.00	0.5	0.50	\$200,000.00	\$200,000.00
2	TRAFFIC CONTROL AND REGULATION	1	LS	\$230,000.00	\$ 230,000.00	0	0	0	\$0.00	\$0.00
2-A	SET UP	1	LS	\$60,000.00	\$ 60,000.00	0	1	1	\$60,000.00	\$60,000.00
2-B	MONTHLY	12	MON	\$14,166.67	\$ 170,000.00	0	1	1	\$14,166.67	\$14,166.67
3	UNIFORMED PEACE OFFICERS	6,500	HR	\$ 30.00	\$ 195,000.00	0	0	0	\$0.00	\$0.00
4	PORTABLE CONCRETE LOW PROFILE TRAFFIC BARRIER INSTALLED	1,000	LF	\$ 23.00	\$ 23,000.00	0	0	0	\$0.00	\$0.00
5	PORTABLE CONCRETE LOW PROFILE TRAFFIC BARRIER MOVED & RESET	1,000	LF	\$ 6.40	\$ 6,400.00	0	0	0	\$0.00	\$0.00
6	PORTABLE CONCRETE LOW PROFILE TRAFFIC BARRIER REMOVED	1,000	LF	\$ 9.80	\$ 9,800.00	0	0	0	\$0.00	\$0.00
7	INLET PROTECTION BARRIER	1,026	LF	\$ 3.20	\$ 3,283.20	0	0	0	\$0.00	\$0.00
8	SODDING	2,500	SY	\$ 4.70	\$ 11,750.00	0	0	0	\$0.00	\$0.00
9	FILTER FABRIC FENCE	3,324	LF	\$ 2.30	\$ 7,645.20	0	0	0	\$0.00	\$0.00
10	TYPE-C MANHOLE ON VAULT-COMplete IN PLACE	13	EA	\$ 1,000.00	\$ 13,000.00	0	0	0	\$0.00	\$0.00
11	TYPE-C MANHOLE	4	EA	\$ 3,300.00	\$ 13,200.00	0	0	0	\$0.00	\$0.00
12	6'X4' ACCESS DOOR	1	LF	\$ 9,000.00	\$ 9,000.00	0	0	0	\$0.00	\$0.00
13	REMOVE AND DISPOSE OF 8-INCH DIAMETER STORM SEWER	74	LF	\$ 6.00	\$ 444.00	0	0	0	\$0.00	\$0.00
14	REMOVE AND DISPOSE OF 10-INCH DIAMETER STORM SEWER	11	LF	\$ 6.50	\$ 71.50	0	0	0	\$0.00	\$0.00
15	REMOVE AND DISPOSE OF 12-INCH DIAMETER STORM SEWER	61	LF	\$ 7.60	\$ 463.60	0	0	0	\$0.00	\$0.00
16	REMOVE AND DISPOSE OF 15-INCH DIAMETER STORM SEWER	56	LF	\$ 8.80	\$ 492.80	0	0	0	\$0.00	\$0.00
17	REMOVE AND DISPOSE OF 18-INCH DIAMETER STORM SEWER	65	LF	\$ 9.20	\$ 598.00	0	0	0	\$0.00	\$0.00
18	REMOVE AND DISPOSE OF 24-INCH DIAMETER STORM SEWER	403	LF	\$ 10.70	\$ 4,312.10	0	0	0	\$0.00	\$0.00
19	REMOVE AND DISPOSE OF 30-INCH DIAMETER STORM SEWER	280	LF	\$ 12.10	\$ 3,388.00	0	0	0	\$0.00	\$0.00
20	REMOVE AND DISPOSE OF 36-INCH DIAMETER STORM SEWER	714	LF	\$ 13.60	\$ 9,710.40	0	0	0	\$0.00	\$0.00
21	REMOVE AND DISPOSE OF EXISTING INLETS, ALL TYPES	12	EA	\$ 393.00	\$ 4,716.00	0	0	0	\$0.00	\$0.00

PROJECT: TOWN AND COUNTRY RECONSTRUCTION  
 WBS NO. N-T17000-0017-4

OWNER:  
 MEMORIAL CITY REDEVELOPMENT AUTHORITY  
 2975 BRIAR PARK DR.  
 HOUSTON, TEXAS 7704  
 HARRIS COUNTY

ESTIMATE 1 SEPTEMBER 2017

CONTRACTOR:  
 SER CONSTRUCTION PARTNERS LLC  
 3636 PASADENA BLVD  
 PASADENA, TEXAS 77503

ITEM NO.	DESCRIPTION	QUANTITY	UNIT	UNIT PRICE	TOTAL	Previous Quantities	Current Quantities	Quantities Current to Date	Amount to Date
22	REMOVE AND DISPOSE OF EXISTING MANHOLES, ALL TYPES	9	EA	\$ 404.50	\$ 3,641.40	0	0	0	\$0.00
23	24-INCH DIAMETER STORM SEWER BY OPEN-CUT-COMLETE	372	LF	\$ 146.30	\$ 54,423.60	0	0	0	\$0.00
24	30-INCH DIAMETER STORM SEWER BY OPEN-CUT-COMLETE	80	LF	\$ 110.20	\$ 8,816.00	0	0	0	\$0.00
25	36-INCH DIAMETER STORM SEWER BY OPEN-CUT-COMLETE	25	LF	\$ 194.00	\$ 4,850.00	0	0	0	\$0.00
26	48-INCH DIAMETER STORM SEWER BY OPEN-CUT-COMLETE	98	LF	\$ 252.60	\$ 24,754.80	0	0	0	\$0.00
27	TYPE C INLET	5	EA	\$ 2,200.00	\$ 11,000.00	0	0	0	\$0.00
28	TYPE C INLET WITH EXTENSIONS	3	EA	\$ 3,200.00	\$ 9,600.00	0	0	0	\$0.00
29	TYPE C INLET WITH TWO EXTENSIONS	2	EA	\$ 3,500.00	\$ 7,000.00	0	0	0	\$0.00
30	TYPE C1 INLET	3	EA	\$ 3,400.00	\$ 10,200.00	0	0	0	\$0.00
31	TYPE BB INLET	18	EA	\$ 2,200.00	\$ 39,600.00	0	0	0	\$0.00
32	27-INCH FLAP GATE, COMPLETE IN PLACE	1	EA	\$ 13,000.00	\$ 13,000.00	0	0	0	\$0.00
33	UNDERGROUND DETENTION VAULTS, COMPLETE IN PLACE	1	LS	\$ 3,464,000.00	\$ 3,464,000.00	0	0	0	\$0.00
34	ADJUSTING WATER METER VAULT COVER	1	EA	\$ 1,500.00	\$ 1,500.00	0	0	0	\$0.00
35	TRENCH SAFETY SYSTEMS	270	LF	\$ 0.20	\$ 54.00	0	0	0	\$0.00
36	4-INCH DIAMETER DIP WATER LINE BY TRENCHLESS CONSTRUCTION WITH RESTRAINED JOINTS	25	LF	\$ 167.00	\$ 4,175.00	0	0	0	\$0.00
37	6-INCH DIAMETER DIP WATER LINE BY TRENCHLESS CONSTRUCTION WITH RESTRAINED JOINTS	25	LF	\$ 145.00	\$ 3,625.00	0	0	0	\$0.00
38	4-INCH DIAMETER DIP WATER LINE BY TRENCHLESS CONSTRUCTION WITH RESTRAINED JOINTS	25	LF	\$ 232.00	\$ 5,800.00	0	0	0	\$0.00
39	12-INCH DIAMETER WATER LINE OPEN-CUT CONSTRUCTION	270	LF	\$ 96.00	\$ 25,920.00	0	628	628	\$60,288.00
40	12-INCH DIAMETER WATER LINE OPEN-CUT CONSTRUCTION WITH RESTRAINED JOINTS	70	LF	\$ 242.00	\$ 16,940.00	0	0	0	\$0.00
41	12-INCH DIAMETER WATER LINE BY TRENCHLESS CONSTRUCTION	1,310	LF	\$ 70.00	\$ 91,700.00	0	208	208	\$14,560.00
42	12-INCH DIAMETER DIP WATER LINE 20-INCH STEEL CASING BY OPEN-CUT WITH RESTRAINED JOINTS	40	LF	\$ 158.00	\$ 6,320.00	0	0	0	\$0.00

PROJECT: TOWN AND COUNTRY RECONSTRUCTION  
 WBS NO. N-T17000-0017-4

OWNER:  
 MEMORIAL CITY REDEVELOPMENT AUTHORITY  
 2925 BRIAR PARK DR.  
 HOUSTON, TEXAS 7704  
 HARRIS COUNTY

CONTRACTOR:  
 SER CONSTRUCTION PARTNERS LLC  
 3636 PASADENA BLVD  
 PASADENA, TEXAS 77503

ESTIMATE 1 SEPTEMBER 2017

ITEM NO.	DESCRIPTION	QUANTITY	UNIT	UNIT PRICE	TOTAL	Previous Quantities	Current Quantities	Quantities to Date	Current Amount	Amount to Date
43	12-INCH DIAMETER DIP WATER LINE BY TRENCHLESS CONSTRUCTION WITH RESTRAINED JOINTS	260	LF	\$ 126.00	\$ 32,760.00	0	126	126	\$15,876.00	\$15,876.00
44	5/8-INCH TO 1-INCH DIAMETER WATERTAPS AND COPPER SERVICE LINE WITH METER BOX, LONG SIDE	5	EA	\$ 1,500.00	\$ 7,500.00	0	0	0	\$0.00	\$0.00
45	1.5-INCH TO 2-INCH DIAMETER WATERTAPS AND COPPER SERVICE LINE WITH METER BOX, LONG SIDE	8	EA	\$ 2,235.00	\$ 17,880.00	0	0	0	\$0.00	\$0.00
46	4-INCH DIAMETER WET CONNECTION	2	EA	\$ 500.00	\$ 1,000.00	0	0	0	\$0.00	\$0.00
47	6-INCH DIAMETER WET CONNECTION	1	EA	\$ 600.00	\$ 600.00	0	0	0	\$0.00	\$0.00
48	8-INCH DIAMETER WET CONNECTION	3	EA	\$ 3,000.00	\$ 9,000.00	0	0	0	\$0.00	\$0.00
49	12-INCH DIAMETER WET CONNECTION	1	EA	\$ 3,600.00	\$ 3,600.00	0	0	0	\$0.00	\$0.00
50	CUT, PLUG AND ABANDON EXISTING 4-INCH DIAMETER WATER LINE	2	EA	\$ 230.00	\$ 460.00	0	0	0	\$0.00	\$0.00
51	CUT, PLUG AND ABANDON EXISTING 6-INCH DIAMETER WATER LINE	1	EA	\$ 240.00	\$ 240.00	0	0	0	\$0.00	\$0.00
52	CUT & PLUG EXISTING 6-INCH F.H. LEAD	1	EA	\$ 120.00	\$ 120.00	0	0	0	\$0.00	\$0.00
53	CUT, PLUG AND ABANDON EXISTING 8-INCH DIAMETER WATER LINE	3	EA	\$ 300.00	\$ 900.00	0	0	0	\$0.00	\$0.00
54	CUT, PLUG AND ABANDON EXISTING 12-INCH DIAMETER WATER LINE	2	EA	\$ 500.00	\$ 1,000.00	0	0	0	\$0.00	\$0.00
55	PLUG & CLAMP PROPOSED 12-INCH DIAMETER WATER LINE	1	EA	\$ 480.00	\$ 480.00	0	0	0	\$0.00	\$0.00
56	FIRE HYDRANT ASSEMBLY, ALL DEPTHS, INCLUDING 6-INCH	7	EA	\$ 3,800.00	\$ 26,600.00	0	0	0	\$0.00	\$0.00
57	6-INCH DIAMETER FIRE HYDRANT BRANCH BY OPEN-CUT	35	LF	\$ 65.50	\$ 2,292.50	0	0	0	\$0.00	\$0.00
58	REMOVE AND SALVAGE EXISTING FIRE HYDRANT	4	EA	\$ 560.00	\$ 2,240.00	0	0	0	\$0.00	\$0.00
59	12-INCH BY 12-INCH DIAMETER TAP, SLEEVE AND VALVE	1	EA	\$ 9,500.00	\$ 9,500.00	0	0	0	\$0.00	\$0.00
60	16-INCH BY 12-INCH DIAMETER TAP, SLEEVE AND VALVE	1	EA	\$ 10,000.00	\$ 10,000.00	0	0	0	\$0.00	\$0.00
61	STORM VAULTS CORING (SANITARY SEWER CASING INSTALLATION)	11	EA	\$ 1,000.00	\$ 11,000.00	0	0	0	\$0.00	\$0.00
62	4-FOOT DIAMETER PRECAST SANITARY MANHOLE EXTRA DEPTH, 4-FOOT DIAMETER PRECAST SANITARY	11	EA	\$ 2,000.00	\$ 22,000.00	0	0	0	\$0.00	\$0.00
63	MANHOLE	21	VL	\$ 165.00	\$ 3,465.00	0	0	0	\$0.00	\$0.00
64	MANHOLE DROPS; 8-INCH DIAMETER, ALL DEPTHS	4	EA	\$ 500.00	\$ 2,000.00	0	0	0	\$0.00	\$0.00

PROJECT: TOWN AND COUNTRY RECONSTRUCTION  
 WBS NO. N-T17000-0017-4

OWNER:  
 MEMORIAL CITY REDEVELOPMENT AUTHORITY  
 2925 BRIAR PARK DR.  
 HOUSTON, TEXAS 7704  
 HARRIS COUNTY

CONTRACTOR:  
 SER CONSTRUCTION PARTNERS LLC  
 3636 PASADENA BLVD  
 PASADENA, TEXAS 77503

ESTIMATE 1 SEPTEMBER 2017

ITEM NO.	DESCRIPTION	QUANTITY	UNIT	UNIT PRICE	TOTAL	Previous Quantities	Current Quantities	Quantities to Date	Current Amount	Amount to Date
65	MANHOLE DROPS; 12-INCH DIAMETER, ALL DEPTHS	1	EA	\$ 800.00	\$ 800.00	0	0	0	\$0.00	\$0.00
66	REMOVE AND DISPOSE 8-INCH SANITARY SEWER	545	LF	\$ 17.00	\$ 9,265.00	0	0	0	\$0.00	\$0.00
67	REMOVE AND DISPOSE 10-INCH SANITARY SEWER	270	LF	\$ 20.00	\$ 5,400.00	0	0	0	\$0.00	\$0.00
68	REMOVE AND DISPOSE OF EXISTING SANITARY MANHOLE	9	EA	\$ 400.00	\$ 3,600.00	0	0	0	\$0.00	\$0.00
69	ABANDON AND FILL MANHOLE	1	EA	\$ 600.00	\$ 600.00	0	0	0	\$0.00	\$0.00
70	ABANDON AND FILL 8-INCH DIAMETER SEWER	35	LF	\$ 12.00	\$ 420.00	0	0	0	\$0.00	\$0.00
71	ABANDON AND FILL 12-INCH DIAMETER SEWER	490	LF	\$ 20.00	\$ 9,800.00	0	0	0	\$0.00	\$0.00
72	TRENCH SAFETY SYSTEMS	1,540	LF	\$ 0.20	\$ 308.00	0	0	0	\$0.00	\$0.00
73	6-INCH SANITARY SEWER PIPE IN 12-INCH STEEL CASING BY OPEN-CUT	70	LF	\$ 140.00	\$ 9,800.00	0	0	0	\$0.00	\$0.00
74	10-INCH SANITARY SEWER PIPE IN 20-INCH STEEL CASING BY OPEN-CUT	15	LF	\$ 200.00	\$ 3,000.00	0	0	0	\$0.00	\$0.00
75	8-INCH SANITARY SEWER BY OPEN-CUT	400	LF	\$ 100.00	\$ 40,000.00	0	0	0	\$0.00	\$0.00
76	8-INCH PRESSURE RATED SANITARY SEWER BY OPEN-CUT	90	LF	\$ 108.00	\$ 9,720.00	0	0	0	\$0.00	\$0.00
77	8-INCH PRESSURE RATED SANITARY SEWER BY OPEN-CUT WITH RESTRAINED JOINTS	20	LF	\$ 128.00	\$ 2,560.00	0	0	0	\$0.00	\$0.00
78	10-INCH SANITARY SEWER BY OPEN-CUT	255	LF	\$ 122.00	\$ 31,110.00	0	0	0	\$0.00	\$0.00
79	12-INCH SANITARY SEWER BY OPEN-CUT	280	LF	\$ 164.00	\$ 45,920.00	0	0	0	\$0.00	\$0.00
80	12-INCH PRESSURE RATED SANITARY SEWER BY OPEN-CUT	285	LF	\$ 160.00	\$ 45,600.00	0	0	0	\$0.00	\$0.00
81	6-INCH SANITARY SEWER LEADS	120	LF	\$ 78.00	\$ 9,360.00	0	0	0	\$0.00	\$0.00
82	TEMPORARY ASPHALT	1,000	SY	\$ 64.00	\$ 64,000.00	0	0	0	\$0.00	\$0.00
83	TEMPORARY ASPHALT ROADWAY (EXTENSION ROAD)	1,200	SY	\$ 66.00	\$ 79,200.00	0	0	0	\$0.00	\$0.00
84	REMOVE AND DISPOSE OF REINFORCED CONCRETE PAVEMENT WITH OR WITHOUT ASPHALT OVERLAY	6,250	SY	\$ 6.40	\$ 40,000.00	0	0	0	\$0.00	\$0.00
85	REMOVE AND DISPOSE OF ASPHALT PARKING LOT INCLUDING SUBGRADE (EXTENSION ROAD)	2,000	SY	\$ 6.50	\$ 13,000.00	0	0	0	\$0.00	\$0.00
86	REMOVE AND REPLACE BRICK PAVERS	980	SY	\$ 57.60	\$ 56,448.00	0	0	0	\$0.00	\$0.00
87	REMOVE AND DISPOSE OF DRIVEWAYS ( ALL MATERIALS, ALL THICKNESSES)	650	SY	\$ 11.60	\$ 7,540.00	0	0	0	\$0.00	\$0.00
88	REMOVE AND DISPOSE OF SIDEWALKS ( ALL MATERIALS, ALL THICKNESSES)	600	SY	\$ 8.80	\$ 5,280.00	0	0	0	\$0.00	\$0.00
89	ROADWAY BORROW	2,235	CY	\$ 21.00	\$ 46,935.00	0	0	0	\$0.00	\$0.00

PROJECT: TOWN AND COUNTRY RECONSTRUCTION  
 WBS NO. N-T17000-0017-4

OWNER:  
 MEMORIAL CITY REDEVELOPMENT AUTHORITY  
 2925 BRIAR PARK DR.  
 HOUSTON, TEXAS 7704  
 HARRIS COUNTY

CONTRACTOR:  
 SER CONSTRUCTION PARTNERS LLC  
 3636 PASADENA BLVD  
 PASADENA, TEXAS 77503

ESTIMATE 1 SEPTEMBER 2017

ITEM NO.	DESCRIPTION	QUANTITY	UNIT	UNIT PRICE	TOTAL	Previous Quantities	Current Quantities	Quantities to Date	Current Amount	Amount to Date
90	ROADWAY EXCAVATION	4,040	CY	\$ 21.00	\$ 84,840.00	0	0	0	\$0.00	\$0.00
91	REMOVE CONCRETE CURB, ALL HEIGHTS	1,350	LF	\$ 2.00	\$ 2,700.00	0	0	0	\$0.00	\$0.00
92	CONCRETE CURB (ALL FINISHES, 6INCHES AND GREATER)	4,000	LF	\$ 3.40	\$ 13,600.00	0	0	0	\$0.00	\$0.00
93	CONCRETE CURB 3"	255	LF	\$ 3.40	\$ 867.00	0	0	0	\$0.00	\$0.00
94	CONCRETE CURB (TOE WALL 0" TO 24")	110	LF	\$ 80.00	\$ 8,800.00	0	0	0	\$0.00	\$0.00
95	LIME/FLY-ASH STABILIZED SUBGRADE, 8-INCH	10,400	SY	\$ 5.70	\$ 59,280.00	0	0	0	\$0.00	\$0.00
96	LIME FOR LIME STABILIZED SUBGRADE	200	TON	\$ 171.10	\$ 34,220.00	0	0	0	\$0.00	\$0.00
97	ROUNDABOUT PAVERS	2,210	SF	\$ 14.20	\$ 31,382.00	0	0	0	\$0.00	\$0.00
98	CROSS-WALK ACCENT PAVERS	2,250	SF	\$ 14.40	\$ 32,400.00	0	0	0	\$0.00	\$0.00
99	7 INCH HIGH EARLY STRENGTH CONCRETE DRIVEWAY, INCLUDING EXCAVATION AND BASE	6,300	SF	\$ 10.00	\$ 63,000.00	0	0	0	\$0.00	\$0.00
100	10-INCH REINFORCED CONCRETE PAVEMENT	7,950	SY	\$ 62.50	\$ 496,875.00	0	0	0	\$0.00	\$0.00
101	10-INCH REINFORCED CONCRETE PAVEMENT( HIGH EARLY STRENGTH)	1,300	SY	\$ 70.00	\$ 91,000.00	0	0	0	\$0.00	\$0.00
102	10-INCH CONTINUOUSLY REINFORCED CONCRETE PAVEMENT (TXDOT)(HIGH EARLY STRENGTH)	400	SY	\$ 75.00	\$ 30,000.00	0	0	0	\$0.00	\$0.00
103	6-INCH CEMENT STABILIZED BASE (TXDOT)	350	SY	\$ 24.00	\$ 8,400.00	0	0	0	\$0.00	\$0.00
104	6-INCH LIME TREATED SUBGRADE (TXDOT)	350	SY	\$ 10.00	\$ 3,500.00	0	0	0	\$0.00	\$0.00
105	BOARD EXPANSION JOINT WITH LOAD TRANSFER DEVICE	1042	LF	\$ 9.00	\$ 9,378.00	0	0	0	\$0.00	\$0.00
106	HORIZONTAL DOWELS, ALL LENGTHS	520	EA	\$ 7.40	\$ 3,848.00	0	0	0	\$0.00	\$0.00
107	SAW-CUT CONCRETE PAVEMENT( ALL DEPTHS)	460	LF	\$ 15.00	\$ 6,900.00	0	0	0	\$0.00	\$0.00
108	ADA ACCESSIBLE WHEELCHAIR RAMPS	1,320	SF	\$ 7.30	\$ 9,636.00	0	0	0	\$0.00	\$0.00
109	ADA DETECTABLE WARNING PAVERS	11	SY	\$ 40.00	\$ 440.00	0	0	0	\$0.00	\$0.00
110	4 1/2" THICK CONCRETE SIDEWALK	25,000	SF	\$ 6.20	\$ 155,000.00	0	0	0	\$0.00	\$0.00
111	CONCRETE CURB (ALL FINISHES, 6INCHES AND GREATER)	240	LF	\$ 3.40	\$ 816.00	0	0	0	\$0.00	\$0.00
112	7 INCH HIGH EARLY STRENGTH CONCRETE DRIVEWAY, INCLUDING EXCAVATION AND BASE	5,500	SF	\$ 8.30	\$ 45,650.00	0	0	0	\$0.00	\$0.00
113	ADA ACCESSIBLE WHEELCHAIR RAMPS	50	SF	\$ 10.30	\$ 515.00	0	0	0	\$0.00	\$0.00
114	4 1/2" THICK CONCRETE SIDEWALK	380	SF	\$ 6.50	\$ 2,470.00	0	0	0	\$0.00	\$0.00
115	TRENCH DRAIN COMPLETE WITH GRATE	145	LF	\$ 60.00	\$ 8,700.00	0	0	0	\$0.00	\$0.00
116	AREA DRAINS IN HARDSCAPE	1	EA	\$ 1,000.00	\$ 1,000.00	0	0	0	\$0.00	\$0.00
117	ATRIUM DRAINS IN PLANTING	5	EA	\$ 600.00	\$ 3,000.00	0	0	0	\$0.00	\$0.00



PROJECT: TOWN AND COUNTRY RECONSTRUCTION  
 WBS NO. N-T17000-0017-4

OWNER:  
 MEMORIAL CITY REDEVELOPMENT AUTHORITY  
 2925 BRIAR PARK DR.  
 HOUSTON, TEXAS 7704  
 HARRIS COUNTY

CONTRACTOR:  
 SER CONSTRUCTION PARTNERS LLC  
 3636 PASADENA BLVD  
 PASADENA, TEXAS 77503

ESTIMATE 1 SEPTEMBER 2017

ITEM NO.	DESCRIPTION	QUANTITY	UNIT	UNIT PRICE	TOTAL	Previous Quantities	Current Quantities	Quantities to Date	Current Amount	Amount to Date
118	ADS N12 PIPE	450	LF	\$ 44.30	\$ 19,935.00	0	0	0	\$0.00	\$0.00
119	FRENCH DRAIN	175	LF	\$ 31.80	\$ 5,565.00	0	0	0	\$0.00	\$0.00
120	TREE ROOTBALL DRAINAGE PIPE	19	EA	\$ 45.00	\$ 855.00	0	0	0	\$0.00	\$0.00
121	CURB RAMPS COMPLETE AS DETAILED	44	EA	\$ 1,500.00	\$ 66,000.00	0	0	0	\$0.00	\$0.00
122	12" CONCRETE ACCENT BANDS	177	LF	\$ 20.00	\$ 3,540.00	0	0	0	\$0.00	\$0.00
123	18" CONCRETE ACCENT BANDS	42	LF	\$ 30.00	\$ 1,260.00	0	0	0	\$0.00	\$0.00
124	PAVERS IN WALKWAYS	1,800	SF	\$ 16.70	\$ 30,060.00	0	0	0	\$0.00	\$0.00
125	PAVERS IN CROSSWALKS	3,300	SF	\$ 14.30	\$ 47,190.00	0	0	0	\$0.00	\$0.00
126	CROSSWALK PAVERS EDGE	350	SF	\$ 15.60	\$ 5,460.00	0	0	0	\$0.00	\$0.00
127	PLAZA PAVERS TYPES 1	1,900	SF	\$ 16.90	\$ 32,110.00	0	0	0	\$0.00	\$0.00
128	PLAZA PAVERS TYPES 2	1,600	SF	\$ 17.80	\$ 28,480.00	0	0	0	\$0.00	\$0.00
129	DETECTABLE PAVERS	500	SF	\$ 13.80	\$ 6,900.00	0	0	0	\$0.00	\$0.00
130	TREE PAVR GRATES	8	EA	\$ 4,000.00	\$ 32,000.00	0	0	0	\$0.00	\$0.00
131	IRRIGATION SERVICE TAP AND METER	3	EA	\$ 7,000.00	\$ 21,000.00	0	0	0	\$0.00	\$0.00
132	BACKFLOW DEVICE WITH ENCLOSURE	3	EA	\$ 2,312.00	\$ 6,936.00	0	0	0	\$0.00	\$0.00
133	CONTROLLER WITH SENSORS, INSTALLED	3	EA	\$ 3,464.00	\$ 10,392.00	0	0	0	\$0.00	\$0.00
134	CONTROL VALVES WITH BOX, INSTALLED	41	EA	\$ 345.00	\$ 14,145.00	0	0	0	\$0.00	\$0.00
135	POP-UP SPRAY ZONE, COMPLETE	5,000	SF	\$ 8.10	\$ 40,500.00	0	0	0	\$0.00	\$0.00
136	DRIP TUBING ZONE, COMPLETE	16,000	SF	\$ 1.40	\$ 22,400.00	0	0	0	\$0.00	\$0.00
137	IRRIGATION MAINLINE COMPLETE WITH CONTROL WIRE	2,500	LF	\$ 3.10	\$ 7,750.00	0	0	0	\$0.00	\$0.00
138	SLEEVES	2,500	LF	\$ 13.90	\$ 34,750.00	0	0	0	\$0.00	\$0.00
139	TABLE ENSEMBLE 4 BENCH	2	EA	\$ 1,850.00	\$ 3,700.00	0	0	0	\$0.00	\$0.00
140	TABLE ENSEMBLE 3 BENCH	2	EA	\$ 1,600.00	\$ 3,200.00	0	0	0	\$0.00	\$0.00
141	TRASH RECEPTACLES	2	EA	\$ 1,100.00	\$ 2,200.00	0	0	0	\$0.00	\$0.00
142	BERMUDA SOD	2,800	SF	\$ 0.50	\$ 1,400.00	0	0	0	\$0.00	\$0.00
143	SYNTHETIC TURF	420	SF	\$ 10.40	\$ 4,368.00	0	0	0	\$0.00	\$0.00
144	30" BOX MEXICAN SYCAMORE	35	EA	\$ 1,600.00	\$ 56,000.00	0	0	0	\$0.00	\$0.00
145	100 GALLON BALD CYPRESS	76	EA	\$ 1,156.00	\$ 87,856.00	0	0	0	\$0.00	\$0.00
146	3 GALLONS INDIAN HAWTHORNE	150	EA	\$ 17.60	\$ 2,640.00	0	0	0	\$0.00	\$0.00
147	1 GALLONS NEARLY WILD ROSE	290	EA	\$ 18.70	\$ 5,423.00	0	0	0	\$0.00	\$0.00
148	4" POT SEASONAL COLOR	4,350	EA	\$ 2.30	\$ 10,005.00	0	0	0	\$0.00	\$0.00
149	4" POT ASIAN JASMINE	11,450	EA	\$ 2.30	\$ 26,335.00	0	0	0	\$0.00	\$0.00
150	1 GALLON TANGERINE BULBINE	1,010	EA	\$ 7.80	\$ 7,878.00	0	0	0	\$0.00	\$0.00
151	STEEL EDGING	300	LF	\$ 6.40	\$ 1,920.00	0	0	0	\$0.00	\$0.00

PROJECT: TOWN AND COUNTRY RECONSTRUCTION  
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 HOUSTON, TEXAS 7704  
 HARRIS COUNTY

CONTRACTOR:  
 SER CONSTRUCTION PARTNERS LLC  
 3636 PASADENA BLVD  
 PASADENA, TEXAS 77503

ESTIMATE 1 SEPTEMBER 2017

ITEM NO.	DESCRIPTION	QUANTITY	UNIT	UNIT PRICE	TOTAL	Previous Quantities	Current Quantities	Quantities Current to Date	Amount to Date
152	CONCRETE SEATWALLS COMPLETE WITH FOUNDATION	51	LF	\$ 70.20	\$ 3,580.20	0	0	0	\$0.00
	CONCRETE PLANTER WALLS COMPLETE WITH								
153	FOUNDATION	363	LF	\$ 41.60	\$ 15,100.80	0	0	0	\$0.00
154	TYPE "A" PEDESTRAIN LIGHT FIXTURE W/POLE	50	EA	\$ 5,317.60	\$ 265,880.00	0	0	0	\$0.00
155	TYPE "B" COVE ACCENT LIGHT FIXTURE W/ACCESSORIES	250	LF	\$ 693.60	\$ 173,400.00	0	0	0	\$0.00
156	2" PVC, SCH. 80 CONDUIT W/PULL BOXES	5,000	LF	\$ 9.80	\$ 49,000.00	0	0	0	\$0.00
157	3" PVC, SCH. 80 CONDUIT W/ PULL BOXES	800	LF	\$ 15.00	\$ 12,000.00	0	0	0	\$0.00
158	NO. 12 AWG CONDUCTOR	100	LF	\$ 1.70	\$ 170.00	0	0	0	\$0.00
159	NO. 8 AWG CONDUCTOR	22,000	LF	\$ 1.20	\$ 26,400.00	0	0	0	\$0.00
160	NO. 4 AWG CONDUCTOR	1,500	LF	\$ 1.70	\$ 2,550.00	0	0	0	\$0.00
161	NO. 2 AWG CONDUCTOR	200	LF	\$ 2.80	\$ 560.00	0	0	0	\$0.00
162	DMX CABLE (BELDEN 3105A)	1,500	LF	\$ 1.80	\$ 2,700.00	0	0	0	\$0.00
163	SMALL PULL BOX	5	EA	\$ 635.80	\$ 3,179.00	0	0	0	\$0.00
164	LARGE PULL BOX	2	EA	\$ 809.20	\$ 1,618.40	0	0	0	\$0.00
165	ELECTRICAL SERVICE DROP W/RISE, WHEATHERHEAD, CONDUIT, WIRING AND METER	1	EA	\$ 1,734.00	\$ 1,734.00	0	0	0	\$0.00
	ELECTRICAL SERVICE ENCLOSURE W/FOUNDATION, GROUNDING, 120/240V PANEL W/BREAKERS, LIGHTING CONTACTORS AND DMX CONRTOLS								
166		1	EA	\$ 23,470.00	\$ 23,470.00	0	0	0	\$0.00
167	PLACEMENT OF PERMANENT SIGNS	86	EA	\$ 498.00	\$ 42,828.00	0	0	0	\$0.00
168	RAISED REFLECTIVE PAVEMENT MARKERS, TYPE II-A-A	75	EA	\$ 4.60	\$ 345.00	0	0	0	\$0.00
169	THERMOPLASTIC PAVEMENT MARKINGS (Y) 4" (SLD)	3,619	LF	\$ 0.90	\$ 3,257.10	0	0	0	\$0.00
170	THERMOPLASTIC PAVEMENT MARKINGS (Y) 4" (BRK)	2,074	LF	\$ 0.90	\$ 1,866.60	0	0	0	\$0.00
171	THERMOPLASTIC PAVEMENT MARKINGS (Y) 24" (SLD)	196	LF	\$ 7.50	\$ 1,470.00	0	0	0	\$0.00
172	THERMOPLASTIC PAVEMENT MARKINGS (Y) 24" (SLD)	196	LF	\$ 7.50	\$ 1,470.00	0	0	0	\$0.00
173	THERMOPLASTIC PAVEMENT MARKINGS (W) 12" (SLD)	236	LF	\$ 4.00	\$ 944.00	0	0	0	\$0.00
174	THERMOPLASTIC PAVEMENT MARKINGS (W) 24" (SLD)	58	LF	\$ 7.50	\$ 435.00	0	0	0	\$0.00
175	THERMOPLASTIC PAVEMENT MARKINGS (SOLID YELLOW MEDIAN NOSE)	5	EA	\$ 138.70	\$ 693.50	0	0	0	\$0.00
176	THERMOPLASTIC PAVEMENT MARKINGS (WORD)	4	EA	\$ 173.40	\$ 693.60	0	0	0	\$0.00
177	THERMOPLASTIC PAVEMENT MARKINGS (ARROW)	10	EA	\$ 144.50	\$ 1,445.00	0	0	0	\$0.00

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ESTIMATE 1 SEPTEMBER 2017

ITEM NO.	DESCRIPTION	QUANTITY	UNIT	UNIT PRICE	TOTAL	Previous Quantities	Current Quantities	Quantities to Date	Current Amount	Amount to Date
178	REMOVE EXIST. POLE & LIGHT	10	EA	\$ 347.00	\$ 3,470.00	0	0	0	\$0.00	\$0.00
179	PROPOSED POLE FOUNDATIONS	20	EA	\$ 2,200.00	\$ 44,000.00	0	0	0	\$0.00	\$0.00
180	PROPOSED LIGHTING CONDUIT (2-INCH PVC)	2,685	LF	\$ 12.10	\$ 32,488.50	0	0	0	\$0.00	\$0.00
181	PROPOSED PULL BOXES	5	EA	\$ 400.00	\$ 2,000.00	0	0	0	\$0.00	\$0.00
182	8-INCH LINE STOP	3	EA	\$ 5,500.00	\$ 16,500.00	0	0	0	\$0.00	\$0.00
183	RE-MOBILIZATION/ DE-MOBILIZATION	1	LS	\$ 28,900.00	\$ 28,900.00	0	0	0	\$0.00	\$0.00
184	GROUND WATER TRENCH DEWATERING	1,450	LF	\$ 28.90	\$ 41,905.00	0	0	0	\$0.00	\$0.00
185	EXCAVATION AROUND OBSTRUCTIONS	200	CY	\$ 17.00	\$ 3,400.00	0	0	0	\$0.00	\$0.00
186	EXTRA HAND EXCAVATION	200	CY	\$ 23.10	\$ 4,620.00	0	0	0	\$0.00	\$0.00
187	EXTRA MACHINE EXCAVATION	200	CY	\$ 11.60	\$ 2,320.00	0	0	0	\$0.00	\$0.00
188	EXTRA PLACEMENT OF BACKFILL (CEMENT STABILIZED SAND OR GRANULAR FILL)	200	CY	\$ 23.00	\$ 4,600.00	0	0	0	\$0.00	\$0.00
189	6-INCH OVER EXCAVATION OF TRENCH BOTTOM	2,500	CY	\$ 11.60	\$ 29,000.00	0	0	0	\$0.00	\$0.00
190	EXTRA DUCTILE IRON COMPACT FITTINGS IN PLACE	4	EA	\$ 474.00	\$ 1,896.00	0	0	0	\$0.00	\$0.00
191	EXTRA FITTINGS IN PLACE	8	EA	\$ 2,312.00	\$ 18,496.00	0	0	0	\$0.00	\$0.00
192	WATER METER VAULT COVER	1	EA	\$ 2,890.00	\$ 2,890.00	0	0	0	\$0.00	\$0.00
193	8-INCH SANITARY SEWER PLUG & CLAMP	3	EA	\$ 147.00	\$ 441.00	0	0	0	\$0.00	\$0.00
194	CUT & PLUG PROPOSED 4-INCH DIAMETER WATER LINE	2	EA	\$ 120.50	\$ 241.00	0	0	0	\$0.00	\$0.00
195	CUT & PLUG PROPOSED 6-INCH DIAMETER WATER LINE	1	EA	\$ 132.00	\$ 132.00	0	0	0	\$0.00	\$0.00
196	EXTRA CEMENT STABILIZED SAND BACKFILL	300	CY	\$ 46.20	\$ 13,860.00	0	0	0	\$0.00	\$0.00
197	EXTRA MACHINE EXCAVATION	150	CY	\$ 11.60	\$ 1,740.00	0	0	0	\$0.00	\$0.00
198	EXTRA PLACEMENT OF SELECT BACKFILL MATERIAL	150	CY	\$ 20.80	\$ 3,120.00	0	0	0	\$0.00	\$0.00
199	STREET CUT PERMITS			\$ 5,000.00	\$ 5,000.00	0	0	0	\$0.00	\$0.00
200	TXDOT PERMIT			\$ 5,000.00	\$ 5,000.00	0	0	0	\$0.00	\$0.00
201	WORK CHANGE DIRECTIVES			\$ 250,000.00	\$ 250,000.00	0	0	0	\$0.00	\$0.00
202	CENTERPOINT STREET LIGHTING			\$ 10,000.00	\$ 10,000.00	0	0	0	\$0.00	\$0.00

CONTRACT AMOUNT \$ 8,478,677.80  
 WORK COMPLETED TO DATE \$ 364,890.67  
 LESS RETAINAGE \$ 18,244.53

\$364,890.67 \$364,890.67

PROJECT: TOWN AND COUNTRY RECONSTRUCTION  
 WBS NO. N-T17000-0017-4

ESTIMATE 1 SEPTEMBER 2017

OWNER:  
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 3636 PASADENA BLVD  
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ITEM NO.	DESCRIPTION	QUANTITY	UNIT	UNIT PRICE	TOTAL	Previous Quantities	Current Quantities	Quantities Current to Date	Amount to Date
	TOTAL LESS RETAINAGE				\$ 346,646.13				
	ADJUSTMENTS				\$ -				
	LESS PREVIOUS REQUESTED				\$ -				
	AMOUNT DUE THIS MONTH				\$ 346,646.13				

*14 m*

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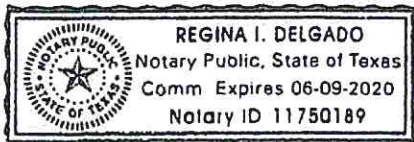
**CERTIFICATION OF PAYMENT  
TO SUBCONTRACTORS AND SUPPLIERS**

The undersigned, William Jones, states that he is the Project Manager,  
Affiant Title  
of SER CONSTRUCTION PARTNERS L.L.C.  
Contractor

and that he is duly authorized to execute this Certification of Payment to Subcontractors and Suppliers; that Contractor has made payments to Subcontractors and Suppliers for all labor, materials, equipment, and services furnished to date for Work on Project No. N-T-17000-0017-4 in the amounts for which Contractor has been paid; that the labor, materials, equipment, and services covered by this Certificate of Payment have been furnished in accordance with and all in compliance with the Contract Documents; that no sums have been withheld by Contractor for Subcontractors and Suppliers as a result of any allegations of deficiencies in the Work; and that such payments were made in accordance with the Contract Documents and with the laws of the State of Texas.

[Signature]  
Affiant's Signature

SWORN AND SUBSCRIBED before me on 10-11-2017  
Date



Regina I. Delgado  
Notary Public in and for the State of TEXAS  
REGINA I DELGADO  
Print or type name

My Commission Expires: 06-09-2020  
Expiration Date

END OF DOCUMENT



**PARTIAL WAIVER AND RELEASE  
ON PROGRESS PAYMENT**

**Contractor:** SER Construction Partners, LLC  
**Owner:** Memorial City Redevelopment Authority  
**Project:** **TOWN & COUNTRY BOULEVARD AND TOWN & COUNTRY  
WAY RECONSTRUCTION AND DRAINAGE IMPROVEMENTS  
FROM BELTWAY 8 FRONTAGE ROAD TO TOWN & COUNTRY  
LN. FROM TOWN & COUNTRY WAY TO IH-10 FRONTAGE  
ROAD (WBS No. N-T17000-0017-4)**

On receipt by SER CONSTRUCTION PARTNERS, LLC, a Texas limited liability company (the "**Contractor**") of a check from MEMORIAL CITY REDEVELOPMENT AUTHORITY (the "**Owner**") in the sum of \$ 346,646.13 payable to the Contractor, and when the check has been properly endorsed and has been paid by the bank on which it is drawn, this documents becomes effective to release any mechanic's lien right, any right arising from a payment bond that complies with a state or federal statute, any common law payment bond right, any claim for payment, and any rights under any similar ordinance, rule, or statute related to claim or payment rights for persons in the Contractor's position that the Contractor has on the property of the Owner with respect to Contractor's work on the Project.

This release covers a progress payment for all labor, services, equipment, or other materials furnished to the property or to the Owner for the Project as indicated in the attached statement(s) or progress payment request(s), except for unpaid retention, pending modifications and changes, or other items furnished and not covered by the payment referenced herein.

Before any recipient of this document relies upon this document, the recipient should verify evidence of payment to the Contractor.

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

Date: 10-11-2017

**SER CONSTRUCTION PARTNERS, LLC,**  
a Texas limited liability company

By: 

Name: William Jones

Title: Project Manager

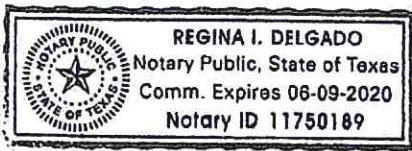
**ACKNOWLEDGMENT**

STATE OF TEXAS

§  
§  
§

COUNTY OF HARRIS

SUBSCRIBED, SWORN TO, AND ACKNOWLEDGED BEFORE ME by the said ~~\_\_\_\_\_~~ on this 11<sup>th</sup> day of September, 2017, to certify which witness my hand and official seal of office.



Regina I. Delgado  
Notary Public, State of Texas

My commission expires:

06-09-2020





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

A LEO A DALY COMPANY

October 24, 2017

Ann Givens, Chair of the Board  
Memorial City Redevelopment Authority/TIRZ#17  
Hawes Hill & Associates, LLP  
9610 Long Point Rd., Ste. 150  
Houston TX 77055

Attention: Mrs. Ann Givens,

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

Dear Mrs. Givens,

Lockwood, Andrews and Newnam, Inc. (LAN) is pleased to submit this proposal for engineering consulting services. LAN will provide support services as requested and authorized by the Executive Director or as directed by the Board. LAN anticipates the scope of services to include various tasks to assist implementing the MCRA's capital improvement program such as planning meetings, public information development, and other miscellaneous tasks

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

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

Sincerely,

Accepted For  
Memorial City Redevelopment Authority

Muhammad Ali, P.E.  
Sr. Associate, Team Leader

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

MA: rg

Attachments: Exhibit A –  
Hourly Rate Schedule

\_\_\_\_\_  
Print

Accepted for City of Houston

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

\_\_\_\_\_  
Print

Exhibit A



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

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

**RIGHT OF ENTRY AGREEMENT**

**STATE OF TEXAS**                   §  
  §  
**COUNTY OF HARRIS**               §

This Right of Entry Agreement is entered into on \_\_\_\_\_, 2017, between MEMORIAL CITY REDEVELOPMENT AUTHORITY, a Local Government Corporation created by the City of Houston ("Authority") and SER CONSTRUCTION PARTNERS, LLC, a Texas limited liability company ("Contractor").

**RECITALS**

1. Authority is the owner of certain real property described on Exhibit A attached hereto and made a part hereof (the "Property").
2. Authority is in the process of dedicating the Property to the City of Houston, Texas, as road right-of-way, however, such dedications are not yet complete.
3. Authority and Contractor have entered into a contract for the construction of certain roadway, drainage and related improvements (the "Improvements") over and across the Property.
3. Contractor, and its designated agents, if any, desire to enter upon the Property within the immediate future, prior to the date Property is dedicated to the City of Houston, by conveyance, for the purpose of constructing the Improvements, and accordingly, desire to acquire from Authority a right of entry for construction purposes across, along, under, over, and upon the Property.
4. Authority is willing to grant the Contractor and its designated agents, if any, the right to enter upon the Property for the stated purpose or purposes.

**NOW THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Authority does hereby grant permission to Contractor and any of its designated agents, to enter upon the Property and perform any and all acts necessary to construct the Improvements.

Nothing contained herein shall grant or be construed as granting to the Contractor the right to enter upon the Property for any purpose other than for the purposes described herein. Authority expressly reserves the right to the use and enjoyment of the Property for all necessary purposes; no activities of Contractor may

unreasonably interfere with or restrict the use and enjoyment of the Property by Authority or its successors and assigns for necessary purposes.

This Agreement is subject to any easements or licenses granted by the Authority across, along, under, over and/or upon the Property, or any portion thereof, and shall not be construed to limit any rights granted under such easements or licenses. In the event of a conflict between this Agreement and such easements or licenses, the easements or licenses shall control.

MEMORIAL CITY REDEVELOPMENT  
AUTHORITY,  
A Texas local government corporation

By: \_\_\_\_\_  
Its: \_\_\_\_\_

ATTEST:

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

SER CONSTRUCTION:

SER CONSTRUCTION PARTNERS LLC,  
A Texas limited liability company

By: \_\_\_\_\_

Title: \_\_\_\_\_

ATTEST:

By: \_\_\_\_\_

Name: \_\_\_\_\_

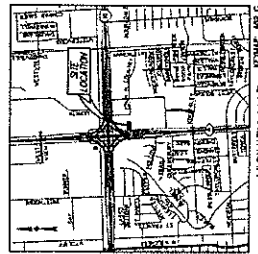
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**Attachment[s]:**

Exhibit A - Description of Property

**EXHIBIT A**  
**DESCRIPTION OF PROPERTY**

# GEORGE BELLOWS SURVEY, ABSTRACT NO. 3



- LEGEND:**
- 1. 1/2" IR. W/CAP
  - 2. 3/8" IR. W/CAP
  - 3. 5/8" IR. W/CAP
  - 4. 1" IR. W/CAP
  - 5. 1 1/2" IR. W/CAP
  - 6. 2" IR. W/CAP
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  - 20. 42" IR. W/CAP
  - 21. 48" IR. W/CAP
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  - 23. 60" IR. W/CAP
  - 24. 72" IR. W/CAP
  - 25. 84" IR. W/CAP
  - 26. 96" IR. W/CAP
  - 27. 108" IR. W/CAP
  - 28. 120" IR. W/CAP
  - 29. 144" IR. W/CAP
  - 30. 168" IR. W/CAP
  - 31. 192" IR. W/CAP
  - 32. 216" IR. W/CAP
  - 33. 240" IR. W/CAP
  - 34. 270" IR. W/CAP
  - 35. 300" IR. W/CAP
  - 36. 324" IR. W/CAP
  - 37. 360" IR. W/CAP
  - 38. 408" IR. W/CAP
  - 39. 456" IR. W/CAP
  - 40. 504" IR. W/CAP
  - 41. 540" IR. W/CAP
  - 42. 576" IR. W/CAP
  - 43. 612" IR. W/CAP
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COST SHARING AGREEMENT  
FOR CONSTRUCTION OF DRIVEWAY IMPROVEMENTS BETWEEN  
CITY OF HOUSTON, TEXAS AND  
MEMORIAL CITY REDEVELOPMENT AUTHORITY

THE STATE OF TEXAS   §  
  §  
COUNTY OF HARRIS   §

THIS INTERLOCAL GOVERNMENTAL AGREEMENT FOR CONSTRUCTION OF ROADWAY IMPROVEMENTS dated effective as of \_\_\_\_\_, 2017, (the "Effective Date") is made in Harris County, Texas, by and between MEMORIAL AUTHORITY REDEVELOPMENT AUTHORITY, a not for profit local government corporation organized and existing under the laws of the State of Texas (the "Authority") and \_\_\_\_\_ ("Landowner") (individually referred to a "Party" and collectively as "Parties").

RECITALS

WHEREAS, the Authority has awarded a contract (the "Contract") for the reconstruction of Town & Country Boulevard (the "Project") within the service area of the Authority.

WHEREAS, the Landowner is owner of certain property adjacent to the Project.

WHEREAS, it is to the mutual benefit of the Landowner and the Authority to add to the Contract the installation of Bomanite concreter coloring and texture at two driveway locations as more fully described in the attached Exhibit A, which is hereinafter called the "Improvements."

WHEREAS, the total estimated additional construction costs and associated fees of the Improvements (the "Project Costs") are approximately \$62,154.10.

WHEREAS, the Landowner is agreement to paying the Authority for the actual Project Costs.

AGREEMENT

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

## ARTICLE I

### THE IMPROVEMENTS

Section 1.1: Contract Administration. The Parties determined it would be economically advantageous to each Party to contract for the Improvements under a single contract administered by the Authority. The Authority therefore agrees to cause the work described in Exhibit A to be added to its existing street improvement project construction contract via work change directive.

Section 1.2: Costs of the Improvements. The Landowner agrees to be responsible for payment of all costs of construction, testing, and inspection arising in connection with the installation of the Improvements (the "Project Costs"). The Landowner agrees to reimburse the Authority for the Project Costs within 35 days of receipt of a written invoice from the Authority.

Section 1.3: Inspection. The Landowner, its agents, contractors and representatives, shall have the right to inspect the installation of the Improvements at any time, subject to reasonable identification, safety, notice, route, and date/time restrictions imposed by the Authority.

Section 1.4: Ownership and Maintenance. Upon completion of the Improvements and acceptance by the Authority from its contractor of the Improvements, the Landowner will be responsible for operation, maintenance and repair of the Improvements, and the Authority will have no further responsibility, financial or otherwise, for maintenance of the improvements.

## ARTICLE II

### MISCELLANEOUS PROVISIONS

Section 2.01. Term. This Agreement shall be in full force and effect from the date of execution hereof until the date on which the Landowner has fully reimbursed the Authority for the cost of the Improvements as described herein.

Section 2.02. Amendments and Supplements. This Agreement may be amended, supplemented or extended by mutual written agreement of the parties hereto.

Section 2.03. Merger. This Agreement embodies the entire understanding between the parties hereto, and there are no prior effective representations, warranties, or agreements between the parties hereto.

Section 2.04. Severability. The provisions of this Agreement are severable, and if any provision or part of this Agreement or the application hereof to any person or circumstance shall ever be held by any court of competent jurisdiction to be invalid or unconstitutional for any reason, the remainder of this Agreement and the application of such provision or part of this Agreement to other persons or circumstances shall not be affected thereby.

[EXECUTION PAGES FOLLOW]

EXECUTED in multiple counterparts as of the date first written above.

\_\_\_\_\_  
President, Board of Directors  
Memorial Authority Redevelopment Authority

ATTEST:

\_\_\_\_\_  
Secretary, Board of Directors  
Memorial Authority Redevelopment Authority

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

## EXHIBIT A

Bomanite concrete coloring & texture

### Alexan Centre Pavement

$$3020 \text{ SF} \times \$14.39 (\$8.30 + \$6.09) = \$43,457.80$$

### T&C Project Pavement

$$3070 \text{ SF} \times \$6.09 (\text{just coloring/texture}) = \$18,696.30$$

**Total Estimated Cost= \$62,154.10**



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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 October 26, 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.
    - 3.) Received CoH Storm water comments (Briar Branch) on 9-22-17.  
Same comments apply to the North Gessner Project.
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.
      - i. Drainage Impact Report was submitted to TxDOT on 10-23-17.
    - 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. CoH Comments submitted to Subconsultant on 7-24-17.
      - iv. Submitted to TxDOT for Review on 10-23-17.
      - v. Pending updates for final submittal to CoH and TxDOT.
    - 6.) Received updated Survey, 6-14-17.
      - i. Pending updates to survey to meet TxDOT survey standards.
    - 7.) Prepared cost estimate for potential OH powerline relocations, 8-14-2017.
  - b. Meetings
    - 1.) Council Member Brenda Stardig Project Meeting, 7-5-17.
    - 2.) CoH Interagency Storm Water Review Meeting, 7-13-17.
    - 3.) TIRZ 17 Meeting on 8-15-17 to review Drainage Improvements and Cost Estimate for Potential Overhead Powerline relocations to underground.
    - 4.) Pre-TxDOT Project Meeting Teleconference, 10-6-17.
    - 5.) TxDOT Project Meeting, 10-19-17.
    - 6.) Ongoing TIRZ Board & CIP Committee Meetings





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

1. Ph I PER Update for Resubmittal to City of Houston Interagency
  - a. Review and address review comments.
  - b. Incorporate TxDOT Design Standards to PER. Pending receipt of TxDOT comments.
  - c. Pending upon approval of Updated PER, CoH Technical Review Committee (TRC) Meeting and RDAI Process.
2. Ph II Final Design.
  - a. Basic and Additional Services
    - 1.) Submit Authorization Request to TIRZ 17 to conduct a Phase I Geological Fault Study for the existing Fault Line along the project limits.
    - 2.) Submit Final Geotech Report to CoH and TxDOT for review and approval. Pending receipt of TxDOT comments.
    - 3.) Complete development of draft design plans to comply with CoH and TxDOT Design Criteria.
    - 4.) Continue tasks for ESA II and FC 120 Categorical Exclusion.
    - 5.) Continue coordination with SWA for streetscape design.
    - 6.) Prepare Project Schematic and update typical sections for TxDOT's review.
  - 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.
    - 4.) TxDOT Environmental Scope Meeting on 10-27-17
    - 5.) TxDOT Drainage Coordination Meeting on 10-31-17

### **Issues and Information we are waiting to receive –**

- 1.) Geotechnical Report Review Comments from TxDOT
- 2.) Drainage Analysis Report Comments from TxDOT
- 3.) Authorization to Proceed with Phase I Geological Fault Study from the TIRZ 17

# 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 October 26, 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. COH approval granted 09-22-17.
    - 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. COH approval granted 09-22-17.
    - 6.) Submitted 95% Plans to COH for review.
  - b. Meetings
    - 1.) Project Team Meetings as required.
    - 2.) Additional meetings with TIRZ, SWA, HCFCD 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.) Finalize development of plans and documents for one construction package with all comments from HCFCD and COH



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- 2.) Updated Plans will be submitted to HCFCD upon approval of Drainage Impact Report by HCFCD.
  - 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



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THEGOODMANCORP.COM

**AUSTIN:**  
911 W. Anderson Lane  
Suite 200  
Austin, TX 78757  
(512) 236-8002

# PROGRESS REPORT

**To:** Scott Bean, Executive Director  
**From:** Jim Webb  
**Date:** November 1, 2017  
**Re:** TIP Project Assistance and Oversight (MCT101) – October 2017

Task	Previous % Complete	Current % Complete
<b>1 – Program Management, Oversight, and Intergovernmental Coordination for Memorial Drive</b>	<b>45%</b>	<b>50%</b>
Comments:		
<ul style="list-style-type: none"> <li>• Send e-mail correspondence to TxDOT related to Memorial Drive status</li> <li>• Discuss Memorial Drive AFA with TxDOT Consultant Contracts</li> <li>• Follow up conversation regarding Memorial Drive project with TxDOT Planning</li> </ul>		
<b>2 – Program Management, Oversight, and Intergovernmental Coordination for North Gessner</b>	<b>55%</b>	<b>65%</b>
Comments:		
<ul style="list-style-type: none"> <li>• Coordinate with TxDOT Project Manager related to kick off meeting</li> <li>• Facilitate internal meeting with RPS in advance of TxDOT kick off meeting</li> <li>• Review materials as provided by RPS, discuss with RPS and review items that will be a focus of kick off meeting</li> <li>• Provide draft agenda for RPS and TxDOT review, finalize agenda</li> <li>• Coordinate with City of Houston regarding attendance at kick off meeting</li> <li>• Preparation for kick off meeting</li> <li>• Attendance and facilitation of kick off meeting</li> <li>• Develop meeting minutes and send to RPS for review</li> <li>• Begin assembling documentation for TxDOT supporting decision not to include a bike facility along Gessner</li> </ul>		

## SWA Houston

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Geron P Aquino  
KINDER Baumgardner  
David Berkson  
Rene Bihan  
Scott Cooper  
Jaffey Craft  
Marco Esposito  
Tom Fox  
David R Gal  
Cinda Gilland  
Ying-Yu Hung  
Richard K Law  
Hui-Li Lev  
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Margaret Leonard  
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John Loomis  
Ye Luo  
Charles S McDaniel  
Ross Nadeau  
Sean O'Malley  
Timothy Peterson  
Lawrence Reed  
Joseph Bunce  
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: 31 October 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