

**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**

December 5, 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, December 5, 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 Directors Rickel and Freels, thus constituting a quorum. Also present were Scott Bean and Linda Clayton, both of 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.; Amy Peck, District A; Muhammad Ali and Derek St. John, both of LAN; Natalie Weiershausen, RPS; Jim Webb, Goodman Corporation; Mike Vandewater, HCFCD; Ben Gillis, Memorial Management District; Karen Glynn and Laurie Rosenbaum, City of Bunker Hill; Kay Haslam, Jim Shroff, Robert Benz, Virginia Gregory, Dean Bixler, Lee Richard, Lois Myers, Ed Browne, Cara Cullen, Emily Anderson and Bruce Nichols. Chair Givens called the meeting to order at 8:02 a.m.

RECEIVE PUBLIC COMMENTS.

Kay Haslam commented on the severe flooding of 49 townhomes during Harvey. She reported that there was water in homes for over three weeks due to the water release from the reservoir. She commented on the proposal from LAN and requested that it be withdrawn. Bruce Nichols commented on the support of Frostwood and surrounding neighborhoods on the TIRZ's efforts for plans for detention south of IH-10. He urged the Authority to continue with its plans for detention. Lois Myers commented on projects north of IH-10 namely the straws and W140 channel improvement and requested they be finished this year. She wanted to know when work was going to begin on her street (Springrock), and where the straws were going to empty into. She stated that this is a big concern and wanted to know if the Costco detention was going to be enlarged. Ed Browne commented on potential property on Westview for detention.

APPROVE MINUTES OF THE OCTOBER 31, 2017, REGULAR MEETING.

Upon a motion duly made by Director Durham, and being seconded by Director Heins, the Board voted unanimously to approve the Minutes of the October 31, 2017, Board meeting, as presented.

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

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

CONDUCT ANNUAL REVIEW OF INVESTMENT POLICY AND ADOPT RESOLUTION REGARDING ANNUAL REVIEW OF INVESTMENT POLICY AND ADOPTION OF AMENDED INVESTMENT POLICY

Ms. Holoubek reported during the last legislature changes were made to the Public Funds Information Act and she was recommending amending the Authority's Investment Policy. She provided an update on the legislature changes and answered questions. Upon a motion duly made by Director Hodges, and being seconded by Director Heins, the Board voted unanimously to adopt the Resolution Regarding Annual Review of Investment Policy and Adoption of Amended Investment Policy, as presented.

CIP COMMITTEE.

a. Project Update Report from LAN, including:

Mr. Ali provided an update on the Town & Country West Drainage & Mobility Improvements project, and answered questions. A copy of the Engineer's Progress Report is included in the Board agenda materials. He reported the reinforced concrete storm sewer box culverts will provide approximately 6.5 acre-feet of storage.

i. Pay Estimate No. 2 from SER Construction Partners, T&C Reconstruction and Drainage Improvement, in the amount of \$218,195.65.

Mr. Ali reviewed Pay Estimate No. 2 from SER Construction Partners, T&C Reconstruction and Drainage Improvement, in the amount of \$218,195.65. He reported LAN has reviewed the pay estimate and is recommending for approval. Upon a motion duly made by Director Airola, and being seconded by Director Heins, the Board voted unanimously to approve Pay Application No. 2 from SER Construction Partners, T&C Reconstruction and Drainage Improvement in the amount of \$218,195.65, as presented.

ii. Change Order No. 1 from SER Construction Partners, T&C Reconstruction and Drainage Improvement, in the amount of (\$230,135.00).

Mr. Ali reviewed Change Order No. 1 from SER Construction Partners, T&C Reconstruction and Drainage Improvement for a credit of \$230,135.00. He reported the change order deducts for a storm sewer system and substitutes another installation of a system and that the system still meets the requirements and maintenance needs. Upon a motion duly made by Director Heins, and being seconded by Director Airola, the Board voted unanimously to approve Change Order No. 1 from SER

Construction Partners, T&C Reconstruction and Drainage Improvement in a credit amount of \$230,135.00, as presented.

b. Receive and consider proposal from LAN for FEMA related grant funding opportunities.

Mr. St. John reviewed the proposal from LAN in the estimated amount of \$70,000.00 to provide services for evaluating drainage projects that would be candidates for the Hazard Mitigation Grant Program. He reported the City would be the one submitting a request for the grant on behalf of the TIRZ. He reported the grants typically cover 75% of the project costs. Mr. Bean reported the CIP Committee reviewed the proposal and was favorable and recommending Board approval. After full discussion by the Board, and upon a motion duly made by Director Durham, and being seconded by Director Hodges, the Board voted unanimously to approve the proposal from LAN for identifying potential projects for the Hazard Mitigation Grant Program in the amount of \$70,000.00, as presented.

c. Project Update Report from RPS

Ms. Weiershausen provided an update on Briar Branch Channel Improvements & Briar Branch 'Straws' and Bunker Hill Bridge project, a copy of RPS status report is included in the Board agenda materials. There was a lengthy discussion regarding the interlocal agreement between the City and Harris County Flood Control. Ms. Weiershausen provided an update on N. Gessner Drainage and Mobility Improvements, a copy of RPS status report is included in the Board agenda materials.

d. Project Update Report from Goodman Corporation

i. Resolution Authorizing Execution of Advance Funding Agreement with TxDOT for Memorial Drive Reconstruction Project.

Mr. Webb reviewed the Advance Funding Agreement relating to the Memorial Drive Reconstruction and Access Management Project, included in the Board agenda materials. He reported the Authority's attorney has reviewed and concurs with the agreement. Upon a motion duly made by Director Hodges, and being seconded by Director Durham, the Board voted unanimously to approve the Resolution Authorizing Execution of an Advance Funding Agreement with the Texas Department of Transportation, as presented.

e. Project Update Report from SWA

The SWA Status Report is included in the Board agenda materials for review.

CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.071, TEXAS GOVERNMENT CODE, TO CONDUCT A PRIVATE CONSULTATION WITH ATTORNEY, WITH REGARD TO PENDING OR CONTEMPLATED LITIGATION; AND CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.072, TEXAS GOVERNMENT CODE, TO DELIBERATE THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY.

An Executive Session was called at 9:14 a.m.

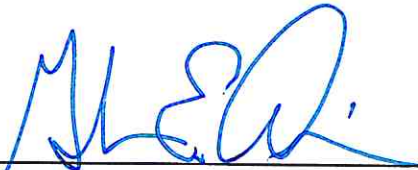
RECONVENE IN OPEN SESSION AND AUTHORIZE APPROPRIATE ACTIONS REGARDING PRIVATE CONSULTATION WITH ATTORNEY; AND RECONVENE IN OPEN SESSION AND

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 10:07 a.m. No action was taken.

ADJOURNMENT.

There being no further business to come before the Board, Chair Givens adjourned the meeting at 10:08 a.m.



Secretary