

**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**

January 26, 2021

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, January 26, 2021, at 8:00 a.m., via videoconference, 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 – Vacant

and all of the above were present, with the exception of Directors Rickel and Heins, thus constituting a quorum. Also present were Scott Bean, Linda Clayton, and Leticia Rodriguez, Hawes Hill & Associates, LLP; Jessica Holoubek, Allen Boone Humphries Robinson, LLP; and Pat Hall, ETI Bookkeeping Services. Others attending the meeting were Jennifer Curley, COH - Economic Development Dept.; James Rains, District G; Council Member Amy Peck, District A; Ben Gillis, Memorial Management District; Karen Glynn, City of Bunker Hill; Muhammad Ali and Derek St. John, both of Gauge Engineering; Jim Webb, The Goodman Corporation; James Vick, SWA; Margaret Dunlap, METRO; Cyd Dillahunty; Marlene Gafrick; Emily Anderson; Caroline Horsley; Bruce Nichols; and Monica Aizpurua. Chair Givens called the meeting to order at 8:03 a.m.

RECEIVE PUBLIC COMMENTS.

Public comments were received from Cyd Dillahunty.

APPROVE MINUTES OF THE DECEMBER 8, 2020, MEETING.

Upon a motion duly made by Director Durham, and being seconded by Director Hodges, the Board voted unanimously to approve the Minutes of the December 8, 2020, Board meeting, as presented.

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

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

RECEIVE UPDATE FROM BOARD CHAIR.

Chair Givens reported Glenn Airola resigned from the Board effective December 31, 2020 and the City is currently working on a replacement. She reported the Briar Branch Channel Improvements project is currently in its final stages. She stated the Memorial Drive project has been delayed due to utility work and will resume construction in February. She indicated a bond issuance will be needed in order for projects in the CIP to be done. No action from the Board was required.

CONSIDER AMENDMENT TO DEVELOPMENT AGREEMENT WITH TC BLVD PARTNERS II.

Ms. Holoubek reviewed the First Amendment to Development Agreement with TC Blvd Partners II LLC, included in the Board materials. She reported the amendment replaces Exhibits A and C to the original agreement which changes the area of property benefited for the sanitary sewer line. Upon a motion duly made by Director Hodges, and being seconded by Director Freels, the Board voted unanimously to approve the First Amendment to Development Agreement Between TC Blvd Partners II and Memorial City Redevelopment Authority.

CIP COMMITTEE:

a. Project update and recommendations from Gauge Engineering LLC

Mr. Ali provided an update on the Briar Branch Channel & Straws Improvements project, a copy of the progress report is included in the Board materials. He reported the access road is complete and a walk-through with the City will be held in February. He provided an update on the Gessner Road project, a copy of the progress report is included in the Board materials. He reported all six lanes are open and pavers are being installed. He reported the landscaping is in progress and final completion is expected in March. He reported the Memorial Drive project is currently on hold while a private utility company is working. He stated construction should begin in February. There was discussion regarding the pedestrian crossings and working with the City and Management District. Mr. St. John provided an update on the W140 Basin Deepening analysis. He reported Gauge is currently working towards finalizing the impact analysis. He provided an update on the benefit cost evaluation for a detention basin C which would provide approximately 100 acre ft. of detention. He reported they will be meeting with Houston Public Works before advancing on the project.

i. Consider Pay Application No. 25, Briar Branch Channel and Straws Improvements, from Reytec Construction.

Mr. Ali reviewed Pay Application No. 25, Briar Branch Channel & Straws Improvements, from Reytec Construction in the amount of \$96,862.72. He reported Gauge has reviewed the pay application and concurs with the amount and quantities and is recommending for approval.

ii. Consider Pay Application No. 26, Briar Branch Channel and Straws Improvements, from Reytec Construction.

Mr. Ali reviewed Pay Application No. 26, Briar Branch Channel & Straws Improvements, from Reytec Construction in the amount of \$303,317.21. He reported Gauge has reviewed the pay application and concurs with the amount and quantities and is recommending for approval.

Upon a motion duly made by Director Durham, and being seconded by Director Hodges, the Board voted unanimously to (i) approve Pay Application No. 25, Briar Branch Channel & Straws Improvements, from Reytec Construction in the amount of \$96,862.72, as presented; and (ii) approve reviewed Pay Application No. 26, Briar Branch Channel & Straws Improvements, from Reytec Construction in the amount of \$303,317.21, as presented.

b. Project update from The Goodman Corporation.

Mr. Webb reported HGAC refining criteria for 2021-2022 Call and is anticipated to open the call for projects in October. He reported TCEQ has funds available for electric vehicle charging stations. No action from the Board was required.

c. Project update from SWA.

Mr. Vick provided an update on landscape architectural projects. He answered questions regarding landscape improvements on the W140 access road. No action from the Board was required.

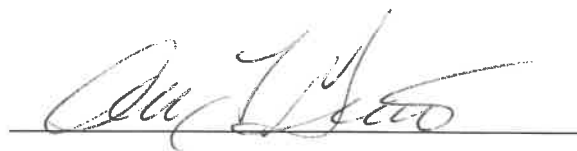
CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.072, TEXAS GOVERNMENT CODE, TO DELIBERATE THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY.

RECONVENE IN OPEN SESSION AND AUTHORIZE APPROPRIATE ACTIONS WITH REGARD TO THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY.

An Executive Session was not called.

ADJOURNMENT.

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

A handwritten signature in black ink, appearing to be "Du...". The signature is written over a horizontal line.