

**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**

October 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 open to the public on Tuesday, October 26, 2021, at 8:00 a.m., and open to the public via videoconference, and the roll was called of the duly appointed members of the Board, to-wit:

Position 1 – Andy Iversen

Position 2 – John Rickel, *Vice-Chair*

Position 3 – David P. Durham, *Secretary*

Position 4 – Ann T. Givens, *Chair*

Position 5 – Zachary R. Hodges, *Asst. Secretary*

Position 6 – Brad Freels

Position 7 – Dan Moody III

and all of the above were present, with the exception of Director Givens, thus constituting a quorum. Also present were Scott Bean, and Linda Clayton, Hawes Hill & Associates, LLP; Jessica Holoubek, Allen Boone Humphries Robinson, LLP; Pat Hall, ETI Bookkeeping Services, and Joseph Ellis, McCall Gibson Swedlund Barfoot PLLC. Others attending the meeting were Jennifer Curley, COH - Economic Development Dept.; Council Member Greg Travis, District G; Council Member Amy Peck and Liz Miranda, District A; Kristin Blomquist, Masterson Advisors; Ben Gillis and Pat Walters, both of Memorial Management District; Karen Glynn and Laurie Rosenbaum, both of City of Bunker Hill; Muhammad Ali and Derek St. John, both of Gauge Engineering; Jim Webb, The Goodman Corporation; Marlene Gafrick, MetroNational; Lois Myers; Emily Anderson; Rob Benz; Nathan Seshadir; Nathan Kelley; Bruce Nichols; and Steve Sparks. Vice-Chair Rickel called the meeting to order at 8:02 a.m.

RECEIVE PUBLIC COMMENTS.

Public comments were received from Bruce Nichols and Lois Myers.

INTRODUCTIONS OF NEWLY APPOINTED BOARD MEMBERS; ACCEPT OATH OF OFFICE AND SWORN STATEMENT FROM NEWLY APPOINTED BOARD MEMBERS.

Directors Andy Iversen and Dan Moody III were introduced and provided information about themselves. Upon a motion made by Director Hodges, and seconded by Director Durham, the Board voted unanimously to accept the Oath of Office and Sworn Statement of Directors Iversen and Moody.

APPROVE LIST OF LOCAL GOVERNMENT OFFICERS PURSUANT TO LOCAL GOVERNMENT CODE, CHAPTER 176.0065.

Upon a motion made by Director Hodges, and seconded by Director Durham, the Board voted unanimously to approve the List of Local Government Officers Pursuant to Local Government Code, Chapter 176.0065, as presented.

RECEIVE NOMINATIONS AND APPOINT SECRETARY AND ASST. SECRETARY.

Secretary. Director Durham volunteered to be Secretary of the Board of Directors. Director Hodges seconded. The Board voted unanimously to appoint Director David Durham as Secretary.

Asst. Secretary. Director Hodges volunteered to be Asst. Secretary of the Board of Directors. Director Durham seconded. The Board voted unanimously to appoint Director Zachary Hodges as Asst. Secretary.

Vice-Chair. Director Brad Freels stated he would like to step down as Vice-Chair and made a motion to appoint Director John Rickel as Vice-Chair. Director Durham seconded. The Board voted unanimously to appoint Director John Rickel as Vice-Chair.

APPROVE MINUTES OF THE AUGUST 31, 2021, REGULAR MEETING.

Upon a motion made by Director Hodges, and seconded by Director Freels, the Board voted unanimously to approve the Minutes of the August 31, 2021, Board meeting, as presented.

APPROVE FY2021 ANNUAL FINANCIAL REPORT AND AUDIT FROM McCALL GIBSON SWEDLUND BARFOOT PLLC.

Mr. Ellis presented the FY2021 Annual Financial Report and Audit, included in the Board materials. He reviewed the Independent Auditor's Report and reported an unmodified/clean opinion. He went over pages 3-7, Management's Discussion and Analysis; page 10, Statement of Activities and Governmental Funds Statement of Revenues, Expenditures and Changes in Fund Balances; pages 13-26, Notes to the Financial Statements; and page 28, Schedule of Revenues, Expenditures and Changes in Fund Balance - Budget and Actual. Upon a motion made by Director Durham, and seconded by Director Hodges, the Board voted unanimously to approve the FY2021 Annual Financial Report and Audit, as presented.

RECEIVE FINANCIAL AND BOOKKEEPER'S REPORT, INCLUDING APPROVAL OF 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 made by Director Moody, and seconded by Director Freels, the Board voted unanimously to accept the Bookkeeper's Report and approved payment of invoices, as presented.

RECEIVE FINANCIAL ADVISOR REPORT ON PAYMENT OPTIONS FOR LIPEX DEVELOPMENT AGREEMENT; AND TAKE APPROPRIATE ACTION.

Ms. Blomquist provided an overview of two scenarios in paying the Lipex Development Agreement and answered questions. She reported currently the Authority as \$10.5 Million left in its Bond authorization and would need a bigger authorization to cover project costs and the commitment for the Lipex Development Agreement. No action was taken.

CIP COMMITTEE:

a. Project update and recommendations from Gauge Engineering LLC.

Mr. Ali reported the Memorial Drive mobility and drainage improvements project, phase 1, is approximately 65% complete. He reported the Chevron and Chase Bank corner clips have been acquired for the Memorial Drive Phase 1 project. A copy of Gauge's progress report is included in the Board materials for review. He provided an update on the Gessner project and stated the issue with

the streetlight at Westview has been resolved. He reported CenterPoint has completed the installation of the decorative lighting on Gessner.

8:35 a.m. Chair Givens arrived meeting; however, she was having technical difficulties and did not have audio or video until later in the meeting.

(i) Consider Task order for design services regarding W140 Basin Deepening.

Mr. St. John reviewed Gauge Engineering Task order for detail design services for the W140 Basin Deepening in the amount of \$556,644.70 and answered questions. Upon a motion made by Director Freels, and seconded by Director Durham, the Board voted unanimously to approve Gauge Engineering Task Order for design services for the W140 Basin Deepening in the amount of \$556,644.70, as presented.

b. Project update from The Goodman Corporation.

(i) Consider Task Order for Memorial Drive Phase II.

Mr. Webb reviewed The Goodman Corporation Task Order for H-GAC TIP funding pursuit services for Memorial Drive Phase II in the amount of \$50,000.00. He reported the Memorial City Redevelopment Authority's portion of the task order is \$34,500.00 and the City of Bunker Hill's portion is \$15,500.00. Upon a motion made by Director Hodges, and seconded by Director Iversen, the Board voted unanimously to approve The Goodman Corporation Task Order for H-GAC TIP funding pursuit services, as presented, the Authority's portion is in the amount of \$34,500.00.

(ii) Consider Interlocal Agreement with City of Bunker Hill regarding Memorial Drive Phase II.

Mr. Webb reviewed the Interlocal Agreement with the City of Bunker Hill, included in the Board materials. He reported the agreement outlines the responsibilities and the proportionate share of each entity for the Memorial Drive Phase II project. Upon a motion duly made by Director Durham, and seconded by Director Moody, the Board voted unanimously to approve the Interlocal Agreement with the City of Bunker Hill regarding the Memorial Drive Phase II project, as presented.

c. Project update from SWA.

SWA's status report on projects is included in the Board materials for review.

Chair Givens resolved the technical issues with her audio and video; and audio and video were turned on for her participation.

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

The Board convened in Executive Session at 8:50 a.m.

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

The Board reconvened in Open Session at 9:17 a.m. Upon reconvening, in open session the following action was taken:

Upon a motion made by Director Durham, and seconded by Director Freels, the Board voted unanimously to authorize an offer to purchase real property.

ADJOURN.

There being no further business to come before the Board, Chair Givens adjourned the meeting at 9:17 a.m.


Secretary