

**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, 2023

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 at Hawes Hill & Associates LLP, 9600 Long Point Road, Spring Branch District Conference Room, Suite 250, Houston, Texas 77055, open to the public on Tuesday, December 5, 2023, 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 Moody, III, thus constituting a quorum. Also present were Scott Bean and Linda Clayton, Hawes Hill & Associates, LLP; Sanjay Bapat, Allen Boone Humphries Robinson, LLP; and Jennifer Landreville, ETI Bookkeeping Services. Others attending the meeting were Andrew Busker, COH - Economic Development Dept.; James Rains, District G; Sarah Singleton, District A; Ben Gillis and Gabrielle Luevano, Memorial Management District; Bruce Nichols; Lois Myers; John Jackson; and Glen Crawford. Chair Givens called the meeting to order at 8:01 a.m.

RECEIVE PUBLIC COMMENTS.

Public comments were received from Lois Myers.

APPROVE MINUTES FROM OCTOBER 24, 2023, MEETING.

Upon a motion made by Director Rickel, and seconded by Director Freels, the Board voted unanimously to approve the Minutes of the October 24, 2023, Board meeting, as presented.

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

Ms. Landreville presented the Bookkeeper's Report and invoices for payment. Upon a motion made by Director Rickel, and seconded by Director Hodges, the Board voted unanimously to accept the Bookkeeper's Report and approved payment of invoices, as presented.

CONSIDER ANNUAL REPORT AND AUTHORIZE FILING OF SAME WITH APPROPRIATE INFORMATION DEPOSITORIES IN ACCORDANCE WITH THE AUTHORITY'S CONTINUING DISCLOSURE OF INFORMATION AGREEMENT AND AS REQUIRED BY SEC RULE 15c2-12.

Mr. Bapat reported information received from the Authority's financial advisor, Masterson Advisors, and ABHR is currently preparing the Annual Report for filing as required by SEC Rule 15c2-12. He stated the report is to be filed by December 31, 2023, and requested authorization to file same. Upon

a motion made by Director Iversen, and seconded by Director Rickel, the Board voted unanimously to authorize the Authority's attorney to file the Annual Report.

ANNUAL REVIEW OF PROCEDURES FOR CONTINUING DISCLOSURE COMPLIANCE.

Mr. Bapat reported the Authority's financial advisor and ABHR continue to monitor procedures for reporting for continuing disclosure compliance. He reported the annual report is part of this procedure. No action from the Board was required.

CIP COMMITTEE UPDATE AND RECOMMENDATIONS:

a. Consider Tax Abatement Agreement between City of Houston and BLEX Exchange GP VII, LLC.

Mr. Busker reported the Board received a report in October 2023 regarding the LEED Tax Abatement proposal from BLEX Exchange GP VII, LLC. requesting a 5% tax abatement. He reported no changes to the proposal and the proposed 5% abatement is projected to be an annual abatement of \$11,756 and the term is for 10 years with a maximum abatement in the amount of \$117,565. Upon a motion made by Director Rickel, and seconded by Director Freels, the Board voted unanimously to approve the Tax Abatement Agreement between the City of Houston and BLEX Exchange GP VII, LLC.

b. Receive update from City of Houston and HR Green regarding Detention Basin A.

Mr. Rickel reported the City of Houston and HR Green representatives provided an update to the CIP Committee regarding the status of the benefit cost ratio analysis for Detention Basin A. He stated they reported it will be another 2 weeks and Gauge Engineering is providing information to the City and HR Green to help with the analysis. No action from the Board was required.

c. Receive update from Gauge Engineering LLC.

Gauge Engineering's status report is included in the Board materials for review. No action from the Board was required.

d. Receive update from The Goodman Corporation.

The Goodman Corporation's status reports are included in the Board materials for review. No action from the Board was required.

e. Receive update from SWA.

SWA's status report is included in the Board materials for review. No action from the Board was required.

CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.087, TEXAS GOVERNMENT CODE, TO DISCUSS OR DELIBERATE REGARDING ECONOMIC DEVELOPMENT NEGOTIATIONS; PURSUANT TO SECTION 551.072, TEXAS GOVERNMENT CODE, TO DELIBERATE THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY; AND PURSUANT TO SECTION 551.071, TEXAS GOVERNMENT CODE, TO CONDUCT A PRIVATE CONSULTATION WITH ATTORNEY.

RECONVENE IN OPEN SESSION AND AUTHORIZE APPROPRIATE ACTIONS REGARDING TO ECONOMIC DEVELOPMENT NEGOTIATIONS; THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY; AND CONSULTATION WITH ATTORNEY.

An Executive Session was not called.

ADJOURN.

There being no further business to come before the Board, Chairwoman Givens adjourned the meeting at 8:17 a.m.


Secretary