

**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**

August 27, 2024

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, August 27, 2024, at 8:00 a.m., 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, thus constituting a quorum. Also present were Scott Bean, Naina Magon 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; Alan Roman, District A; Ben Gillis, Memorial Management District; Gerardo Barrera, , City of Bunker Hill; Muhammad Ali and Derek St. John, Gauge Engineering; Jim Webb, The Goodman Corporation; and Lois Myers. Chair Givens called the meeting to order at 8:00 a.m.

RECEIVE PUBLIC COMMENTS.

Public comments were received from Lois Myers.

APPROVE MINUTES FROM JULY 9, 2024, MEETING.

Upon a motion made by Director Rickel, and seconded by Director Durham, the Board voted unanimously to approve the Minutes of the July 9, 2024, Board meeting, as presented.

AUTHORIZE ANNUAL DEVELOPER PAYMENT IN ACCORDANCE WITH THE TERMS OF LIPEX DEVELOPMENT AGREEMENT.

Mr. Bean reported the minimum payment of \$3,013,459.49 is due September 1, 2024, in accordance with the Lipex Development Agreement. Ms. Landreville reported the wire was issued. Mr. Bean reported an Agreed-Upon Procedures Report will be prepared next year to true up the numbers. Upon a motion made by Director Rickel, and seconded by Director Freels, the Board voted unanimously to authorize the annual payment of \$3,013,459.49 to developer in accordance with the Development Agreement with Lipex.

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

Ms. Landreville presented the Bookkeeper's Report and review of current invoices for payment and review of invoices paid in July, included in the Board materials. Upon a motion made by Director Rickel, and seconded by Director Iversen, the Board voted unanimously to accept the Bookkeeper's Report and approved payment of current invoices and ratified payment of invoices paid in July, as presented.

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.

The Board convened in Executive Session at 8:10 a.m.

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.

The Board reconvened in Open Session at 8:36 a.m. Upon reconvening, no action was taken by the Board.

CIP COMMITTEE UPDATE AND RECOMMENDATIONS:

a. CIP Committee Appointments.

Chairwoman Givens appointed John Rickel, David P. Durham, and Chair Ann T. Givens to the CIP Committee.

b. Receive update and recommendations from Gauge Engineering, LLC

i. Receive bid tabulations and recommendation for W-140 Detention Basin Deepening; award contract; and authorize execution of contract.

Mr. Ali reviewed reported four bids were received for the W-140 detention basin expansion and storm sewer improvements, a copy of the bid tabs are included in the Board materials. He reported the low bid was received from Reytec Construction, Inc. in the amount of \$13,797,688.00. He reported Reytec Construction has the necessary resources and previous experience of performing the quality work required for the project. He recommended awarding the contract to the low bidder Reytec Construction, Inc. pending EPA review. Upon a motion made by Director Rickel, and seconded by Director Durham, the Board voted unanimously to award the W-140 Detention Basin Expansion and Storm Sewer Improvements to the low bidder, Reytec Construction Inc. in the amount of \$13,797,688.00, pending EPA review.

ii. Consider Gauge Task Order for construction management, inspection, materials testing and construction phase services for W-140 Detention Basin Deepening.

Mr. Ali reported the task order was divided into three (3) task orders for the W-140 Detention Basin Expansion and storm sewer improvements, included in the Board materials. He reviewed (1) Task Order for Construction Management and Inspection services in the amount of \$482,410.00; (2) Task Order for Construction Materials Testing in the amount of \$88,504.00; and (3) Task Order for Construction Phase services in the amount of \$298,743.00. Upon a motion made by Director Rickel, and seconded by Director Durham, the Board voted unanimously to (1) approve Gauge Engineering Task Order for Construction Management and Inspection services in the amount of \$482,410.00; (2) approve Gauge Engineering Task Order for Construction Materials Testing in the amount of \$88,504.00; and (3) approve Gauge Engineering Task Order for Construction Phase services in the amount of \$298,743.00.

c. Receive update and recommendations from The Goodman Corporation.

Mr. Webb presented the Status Report on grant funding applications and opportunities, a copy of the status report is included in the Board materials.

i. Consider Task Order for ongoing for pursuit of funding opportunities services for 2 years.

Mr. Webb reviewed Goodman Corporation's Task Order for pursuit of funding opportunities services for two years in an amount of \$2,000.00 per month and reviewed the approximate cost of grant applications based on tier level for \$105,000.00. He reported any application effort will be coordinated with the Authority before such application is made. Upon a motion made by Director Rickel, and seconded by Director Durham, the Board voted unanimously to approve the The Goodman Corporation's Task Order for a two-year period for grant funding identification and pursuit, as presented.

ii. Consider Amended and Restated Interlocal Agreement with City of Bunker Hill Village regarding Memorial Drive Phase 2.

Mr. Webb reviewed the Second Amended and Restated Interlocal Agreement with the City of Bunker Hill Village regarding Memorial Drive Phase 2 project, including an overview of the responsibilities of each party. He reported the agreement is currently being reviewed by the City of Bunker Hill Village. Upon a motion made by Director Freels, and seconded by Director Rickel, the Board voted unanimously to approve the Second Amended and Restated Interlocal Agreement with City of Bunker Hill Village regarding the Memorial Drive Phase 2 project, subject to non-substantive changes.

ADJOURN.

There being no further business to come before the Board, Chairwoman Givens adjourned the meeting at 8:54 a.m.


Secretary