

MINUTES OF THE BOARD OF DIRECTORS MEETING  
TIRZ 17 Redevelopment Authority/  
Memorial City Redevelopment Authority  
City of Houston, Texas  
December 9, 2008

The Board of Directors (the "Board") of the TIRZ 17 Redevelopment Authority/  
Memorial City Redevelopment Authority (the "Authority") met in regular session, open  
to the public, on December 9, 2008, in Memorial Hermann Hospital's Memorial City  
Conference Room, 920 Frostwood, Houston, Texas 77024, inside the boundaries of the  
District.

Board members in attendance:

Charles Turet, Chair  
Brenda Stardig Patrick  
Glenn Airola  
Ken Arnold

Board members not in attendance:

Dan Moody, III  
Zachary Hodges  
Brad Freels

City of Houston representatives in attendance:

Robert Fiederlein

Consultants in attendance:

Paula Cox - ETI Accounting Services  
Rafael Ortega, Derek St. John and Steven Holt - Lockwood, Andrews & Newnam, Inc.  
("LAN")  
Trey Lary and Susan Hostetler - Allen Boone Humphries Robinson LLP ("ABHR")

Staff in attendance:

Pat Walters - Executive Director  
Perry Pace - Project Manager

**1. Call meeting to order, take attendance and verify that a quorum is present**

Director Turet called the meeting to order. All agenda items were considered in  
order.

## **2. Minutes of the November 4, 2008 Board meeting**

The Board reviewed the minutes of the November 4, 2008, Board meeting. Following discussion, Director Arnold moved to approve the minutes of the meeting as submitted, subject to their ratification at the next meeting. The motion was seconded by Director Stardig Patrick. The Board then concurred to take no action to approve the minutes of the November 4, 2008, and the motion was not brought to a vote.

## **3. Financial report and payment of invoices**

Ms. Cox reviewed the financial report, and presented checks for payment from the general operating fund and the capital projects fund. Mr. St. John reviewed the updated construction project log and project impact chart. The Board discussed the \$47,000 wire transfer received from the City of Houston, which Mr. Walters said he is investigating. Mr. Walters stated he continues to work with the City of Houston regarding amounts owed to the Authority for the City's portion of the Bunker Hill construction project.

Following review and discussion, Director Arnold made a motion to approve payment of the invoices presented in the financial report, and authorize future bond proceeds or other funds to be used to reimburse the operating account for capital funds expenditures to Conrad Construction Co., Ltd., Cravens Partners, Ltd. and LAN, as necessary. Director Stardig Patrick seconded the motion, and it passed unanimously.

## **4. Gessner Road widening project**

Mr. St. John and Mr. Ortega reported on the status of the Gessner widening project. Mr. St. John noted that the contractor is not planning to work from December 20 through January 1. Director Stardig Patrick asked that LAN and Authority staff make sure that the public is made aware that the contractor will not be working on site during these times.

Mr. St. John discussed the relocation of the Sears fire vault. He reviewed and recommended payment of: (1) Change Order No. 1 in the amount of \$13,230 for hiring an off-duty police officer for traffic control; (2) Change Order No. 2 in the amount of \$8,453.92 for the revised traffic control plan at the Gessner/Barryknoll intersection; and (3) Change Order No. 4 in the amount of \$91,243.80 as a quantity adjustment for asphalt used for temporary paving. Following review and discussion and based on the engineer's recommendation, Director Arnold made a motion to approve Change Order Nos. 1, 2, and 4 to the contract for Gessner

widening. Director Stardig Patrick seconded the motion, and it passed by unanimous vote.

Mr. Lary updated the Board on negotiations with Sears regarding relocation of the fire vault. He reviewed the letter agreement between the Authority and Sears, which authorizes the contractor and a licensed plumber to enter Sears' property to work on relocation of the fire vault. Director Airola made a motion to approve Director Turet's execution of the letter agreement with Sears. The motion was seconded by Director Stardig Patrick and passed by unanimous vote.

#### **5. Bunker Hill widening project**

Mr. St. John and Mr. Ortega reported on the status of the Bunker Hill widening project. Director Turet asked that LAN investigate drainage at the site after the next major rain event. Mr. St. John reviewed and recommended payment of Change Order No. 5 in the amount of \$11,748.69, for additional flashing lights and traffic control drums at the school, traffic control on Westview, installation of an additional irrigation meter, and two time extension requests totaling three days. Mr. St. John reported that LAN has contacted the City about payment for the traffic control measures at the school and on Westview. Following review and discussion and based on the engineer's recommendation, Director Arnold made a motion to approve Change Order No. 5 to the contract with Conrad Construction Company. The motion was seconded by Director Stardig Patrick, and passed by unanimous vote.

Mr. St. John reviewed a proposal from AECOM for \$2,328.98, for supplemental engineering services to install pedestrian signals for two additional sidewalks. He stated this proposal will be presented for Board action at the next meeting.

#### **6. Kingsride intersection improvements**

Mr. Ortega reviewed documentation relating to the finalization of the contract with Cravens Partners, Ltd. for construction of the Kingsride intersection improvements. He recommended that the Board authorize Director Turet to sign the Certificate of Final Completion. Following review and discussion and based on the engineer's recommendation, Director Arnold made a motion to authorize Director Turet to sign the Certificate of Final Completion for the Kingsride intersection improvements. The motion was seconded by Director Stardig Patrick, and passed by unanimous vote.

**7. Preliminary planning work on Gessner and Barryknoll northbound right turn lane**

Mr. Ortega stated that LAN has approached the Texas Department of Transportation (“TxDOT”) about adding the Gessner/Barryknoll northbound right turn lane to the Gessner widening project. Mr. Ortega reported that initially TxDOT declined to include the project as a change order, but that TxDOT has since agreed to include it. The Board discussed timing and funding of the project, and costs to complete it as stand-alone project, versus a change order to the Gessner widening project. Mr. Ortega reviewed a proposal for LAN to design the project as a change order, for an estimated fee of \$93,000.

Following review and discussion, and based on the engineer’s recommendation, Director Arnold made a motion to: (1) authorize LAN to begin design of the right turn lane as a change order to the TxDOT contract, pursuant to LAN’s proposal; and (2) authorize Mr. Walters to notify TxDOT of the Authority’s intent to add the northbound right turn lane at Gessner and Barryknoll to the Gessner widening project. Director Airola seconded the motion, which passed unanimously.

**8. Preliminary planning work on Memorial near Beltway 8 drainage and mobility improvements**

Mr. St. John discussed proposed drainage and mobility improvements to Memorial Drive near Beltway 8. The Board reviewed a proposal for LAN to prepare a Preliminary Engineering Report for \$65,166.00. Following review and discussion, Director Stardig Patrick made a motion to approve LAN’s proposal to prepare the Preliminary Engineering Report for Memorial Drive near Beltway 8 drainage and mobility improvements, for \$65,166.00. The motion was seconded by Director Airola, and carried by unanimous vote.

**9. Preliminary planning work on Town and Country Boulevard and Queensbury signalization**

Mr. St. John discussed the proposed Town and Country Boulevard and Queensbury signalization project. The Board reviewed a proposal for LAN to prepare a Preliminary Engineering Report for the project, at a cost of \$36,700.00. Following review and discussion, Director Stardig Patrick made a motion to approve LAN’s proposal to prepare the Preliminary Engineering Report for Town and Country Boulevard and Queensbury signalization, for \$36,700.00. The motion was seconded by Director Airola, and carried by unanimous vote.

**10. Appoint Strategic Planning and Budget Review Committee to review budget and projects for fiscal year 2010**

The Board discussed appointing a strategic planning and budget review committee. Following discussion, Director Airola made a motion to appoint Directors Arnold, Stardig Patrick and Freels to the strategic planning and budget review committee. The motion was seconded by Director Turet, and carried unanimously. Director Airola stated his willingness to serve on the committee, should Director Freels be unable to serve.

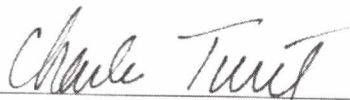
**11. Public comments**

Ms. Prazak commented on City council public forums, traffic studies, improvements to Memorial Drive and Beltway 8, Kimberly and Memorial Drive, the left turn lane at the HEB Store, the Fonn Villas sign and drainage project, the Authority's reserve, and TxDOT's landscaping.

**12. Adjournment**

There being no additional matters for the Board's consideration, Director Stardig Patrick moved to adjourn the meeting. The motion was seconded by Director Airola, and passed unanimously.

Approved:



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Chuck Turet, Chairman  
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