

MINUTES OF THE BOARD OF DIRECTORS MEETING
TIRZ 17 Redevelopment Authority/Memorial City Redevelopment Authority
City of Houston, Texas
September 28, 2010

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 September 28, 2010, in the HEB Community Room, 9710 Katy Freeway, Houston, Texas.

Board members in attendance:

Charles Turet, Chair
Dr. Zach Hodges
Ken Arnold
Ann T. Givens
Glenn Airola

Board members not in attendance:

Dan Moody, III
Brad Freels

Consultants in attendance:

Pat Hall and Michelle Lofton - ETI Bookkeeping Services
Rafael Ortega, Derek St. John, Mark Scates, Marty Kobs, and Robert Fiederlein - Lockwood, Andrews & Newnam, Inc. ("LAN")
Trey Lary and Susan Hostetler - Allen Boone Humphries Robinson LLP ("ABHR")
Michael McCall - McCall Gibson Swedlund Barfoot PLLC

Staff in attendance:

Pat Walters - Executive Director

City of Houston Representatives in attendance:

Council Member Stephen Costello
Council Member Oliver Pennington
Todd Curry - Council Member Jolanda Jones' office
Corrie Rae - Council Member Brenda Stardig's office
Julia Gee and Jesse Bounds - Economic Development Department, City of Houston ("City")

1. Call Meeting to Order

Director Turet called the meeting to order. All agenda items were considered in order except Agenda Item 7, which followed Public Comments.

2. Public Comments

Ms. Roberta Prazak commented on public access to Authority information and her conversations with the State of Texas.

Ms. Patricia Taylor commented on the Barryknoll improvement project.

Council Member Pennington thanked the Authority for the Regional Drainage Study, and commented on the Barryknoll improvement project.

Ms. Donna Freedman commented on detention and the Barryknoll improvement project.

3. Minutes

The Board reviewed the minutes of the August 31, 2010, meeting. Following discussion, Director Arnold moved to approve the minutes as submitted. The motion was seconded by Director Givens and carried by unanimous vote.

4. Financial and Bookkeeping Matters

Ms. Lofton reviewed the financial report for August and presented checks for payment. Following review and discussion, Director Hodges made a motion to approve the financial report and the payment of the bills presented. Director Airola seconded the motion, and it passed unanimously.

5. Fiscal Year 2010 Audit and Submittal to the City of Houston

Mr. McCall reviewed the audit with the Board and discussed reporting changes from the previous fiscal year. Following review and discussion, Director Arnold made a motion to approve the audit for the fiscal year ending June 30, 2010, subject to review and comment by Mr. Walters, the Authority's attorneys, and the City, and to authorize submittal of the audit to the City. The motion was seconded by Director Givens and carried by unanimous vote.

6. Renew Insurance Policies

Mr. Walters reviewed the 2011 insurance renewal proposal from Texas Municipal League, for general liability and errors and omissions liability coverage for the Authority and Reinvestment Zone Number Seventeen, City of Houston, Texas. He noted the premium is \$1,057 for each entity. After review and discussion, Director Arnold made a motion to renew insurance coverage with the Texas Municipal League intergovernmental risk pool. Director Givens seconded the motion, and it passed unanimously.

7. TIRZ 17 Regional Drainage Study

Director Turet discussed the process of creating the Regional Drainage Study. He noted that, based on the study, LAN has identified several improvement projects, but that the City, the Harris County Flood Control District ("HCFCD"), and other partners in the region will need to implement some of the projects due to cost and location. Mr. Walters stated that the Authority will consult with the City and the HCFCD on the Study. He noted a public meeting will be held to review the final results. Mr. St. John reviewed the draft results of the Regional Drainage Study.

In response to a question from Council Member Pennington, Mr. St. John reviewed LAN's calibration methods.

The Board then received public comments regarding the Regional Drainage Study. No action was taken by the Board.

8. Bunker Hill Widening Project

Mr. St. John reported the Bunker Hill widening project is complete. He stated that Conrad Construction Co., Ltd. has agreed to correct the ADA compliance issue and to remedy the settled median. Mr. St. John reported that they have not yet reached a resolution regarding replacement of two palm trees.

9. Kimberley Lane near Beltway 8 Improvement Project

Mr. St. John stated that design of improvements to Kimberley Lane near Beltway 8 is 99% complete.

10. Lumpkin Road Improvement Project

Mr. St. John stated that the Phase I Environmental Site Assessment has identified potential groundwater contamination at the site of the Lumpkin Road improvement project. He recommended the Authority perform a Phase II Environmental Site Assessment. Mr. St. John reviewed a proposal from Aviles Engineering Corporation to perform the Phase II Environmental Site Assessment at a cost not to exceed \$7,494. Following review and discussion and based upon the engineer's recommendation, Director Hodges moved to approve the proposal from Aviles Engineering Corporation to perform the Phase II Environmental Site Assessment for a cost not to exceed \$7,494. Director Arnold seconded the motion, which carried unanimously.

11. Town & Country Way Improvement Project

There was no report regarding the Town & Country Way Improvement Project.

12. Convene in Executive Session pursuant to Chapter 551.072, Texas Government Code, to deliberate the purchase, exchange, lease or value of real property

At 8:55 a.m., Director Turet announced the Board would convene in executive session to conduct a private consultation with its attorney regarding the purchase, exchange, lease, or value of real property.

13. Reconvene in Open Session and authorize appropriate action regarding the purchase, exchange, lease or value of real property

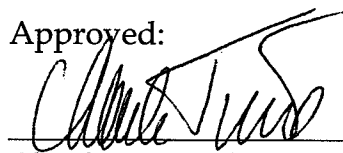
At 9:35 a.m., Director Turet announced the Board would reconvene in open session. Director Arnold moved to: (1) authorize negotiation and execution of an Option Contract, a Purchase Agreement, and a Confidentiality Agreement for the purchase of a tract of land; and (2) authorize a real property appraisal, environmental and geotechnical study and other due diligence matters related to such tract of land. The motion was seconded by Director Airola and passed unanimously.

Director Arnold then moved to: (1) authorize execution of a Purchase Agreement for a 0.2336 acre tract of land; (2) authorize LAN to prepare an Environmental Site Assessment; and (3) authorize the attorney, engineer and executive director to take necessary action to complete the feasibility study. Director Givens seconded the motion, which carried by unanimous vote.

14. Adjournment

There being no additional matters for the Board's consideration, Director Givens moved to adjourn the meeting. Director Hodges seconded the motion, and it passed unanimously.

Approved:



Chuck Turet, Chair

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