

**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**

**February 5, 2019**

**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 on Tuesday, February 5, 2019, at 8:00 a.m., at the Four Points by Sheraton, 10655 Katy Freeway, Wycliffe Room, Houston, Texas 77024, inside the boundaries of the TIRZ, open to the public, and the roll was called of the duly appointed members of the Board, to-wit:

Position 1 – Marshall B. Heins  
Position 2 – John Rickel  
Position 3 – David P. Durham  
Position 4 – Ann T. Givens, *Chair*

Position 5 – Zachary R. Hodges  
Position 6 – Brad Freels, *Vice-Chair*  
Position 7 – Glenn E. Airola, *Secretary*

and all of the above were present, with the exception of Directors Rickel and Hodges, thus constituting a quorum. Also present were Scott Bean and Linda Clayton, both of Hawes Hill & Associates, LLP; Jessica Carr, Allen Boone Humphries Robinson, LLP; and Michelle Lofton, ETI Bookkeeping Services. Others attending the meeting were Jennifer Curley, COH - Economic Development Dept.; Council Member Greg Travis, District G; Ben Gillis and Pat Walters, both of Memorial Management District; Karen Glynn, City of Bunker Hill; Muhammad Ali and Derek St. John, both of Gauge Engineering; Ricky Gonzalez and Rick Butler, both of LAN; Jim Webb, The Goodman Corporation; James Vick and Clayton Bruner, both of SWA; Bart Standley, RPS; Jim Shroff; Ken Arnold; Emily Anderson; Lois Myers; John Jackson; David Tresch; and Bruce Nichols. Chair Givens called the meeting to order at 8:00 a.m.

**RECEIVE PUBLIC COMMENTS.**

Public comments were received from Lois Myers and Bruce Nichols.

**APPROVE MINUTES OF THE DECEMBER 11, 2018, MEETING.**

Upon a motion duly made by Director Durham, and being seconded by Director Heins, the Board voted unanimously to approve the Minutes of the December 11, 2018, Board meeting, as presented.

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

Ms. Lofton presented the Bookkeeper's Report and went over invoices, included in the Board materials. Mr. Bean reported the CIP Committee reviewed an invoice submitted by RPS and recommended paying the sub-contractor portion of the invoice in the amount of \$44,285.94 and

requested approval from the Board to pay. Upon a motion duly made by Director Feels, and being seconded by Director Airola, the Board voted unanimously to accept the Bookkeeper's Report and approved payment of invoices, including the sub-contractor portion the RPS invoice in the amount of \$44,285.94.

**CIP COMMITTEE:**

**a. Project update from Gauge Engineering, LLC**

Mr. Ali provided an update on the Briar Branch Channel & Straws Improvements project, a copy of the Progress Report is included in the Board materials. He reported the box culverts are on order and should be receiving them mid-February. He provided an update on the Gessner Rd. mobility and drainage project, a copy of the Progress Report is included in the Board materials. He reported a public meeting on the Gessner project was held January 8 and was well attended. He reported 95% plans will be submitted by the end of the month.

**i. Temporary Right of Entry Agreement (Briar Branch/W140 project)**

Mr. Ali reviewed the Temporary Right of Entry Agreement, included in the Board materials, and went over Exhibit A and answered questions. He reported the agreement allows access for vehicular and pedestrian ingress and egress of the tract of land for construction purposes. Upon a motion duly made by Director Freels, and being seconded by Director Heins, the Board voted unanimously to approve the Temporary Right of Entry Agreement.

**ii. Consider Pay Application No. 1 from Reytec Construction, Briar Branch Channel and Straws Improvements in the amount of \$332,500.00.**

Mr. Ali reviewed Pay Application No. 1 from Reytec Construction, Briar Branch Channel and Straws Improvements in the amount of \$332,500.00, included in the Board materials. He reported Gauge has reviewed the pay application and concurs with the amounts and quantities and is recommending for approval. Upon a motion duly made by Director Durham, and being seconded by Director Freels, the Board voted unanimously to approve Pay Application No. 1 from Reytec Construction, Briar Branch Channel and Straws Improvements in the amount of \$332,500.00, as presented.

**b. Project update from LAN**

Mr. Gonzalez provided an update on the Town & Country West Drainage and Mobility Improvements project, a copy of the Status Report is included in the Board materials. He reported the contractor is working on punch list items to close out the project. He provided an update on the Memorial Drive project and reported a public meeting is scheduled for February 7 at Frostwood Elementary beginning at 5:30 p.m.

**i. Task Order for additional hours, T&C Reconstruction**

Mr. Gonzalez reviewed LAN's task order for additional funds for Town & Country construction administration services in the amount of \$40,000.00, included in the Board materials. Upon a motion

duly made by Director Heins, and being seconded by Director Durham, the Board voted unanimously to approve LAN's task order for Town & Country construction administration services additional funds in the amount of \$40,000.00, as presented.

**ii. Consider Pay Application No. 15 from SER Construction Partners, T&C Reconstruction and Drainage Improvements in the amount of \$336,337.72.**

Mr. Gonzalez reviewed Pay Application No. 15 from SER Construction Partners, T&C Reconstruction in the amount of \$336,337.72, included in the Board materials. He reported LAN has reviewed the pay application and concurs with the amounts and quantities and is recommending for approval. Upon a motion duly made by Director Airola, and being seconded by Director Durham, the Board voted unanimously to approve Pay Application No. 15 from SER Construction Partners, T&C Reconstruction and Drainage Improvements in the amount of \$336,337.72, as presented.

**c. Project update from The Goodman Corporation**

Mr. Webb reported the public meeting for Gessner Road project was held January 8, 2019 and was well attended. He reported TxDOT will be making its decision on whether to move forward with the project or if it wants to hold additional public meetings. He provided an update on the HGAC Memorial Drive grant funding and encouraged everyone to visit the HGAC website to provide input. He reported there is a possible opportunity for sidewalk funding on the projects and HGAC funding process will take a minimum of three years to see funds.

**d. Project update from SWA**

Mr. Bruner presented SWA's project status report on various projects, a copy of the status report is included in the Board materials.

**CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.071, TEXAS GOVERNMENT CODE, TO CONDUCT A PRIVATE CONSULTATION WITH ATTORNEY, WITH REGARD TO PENDING OR CONTEMPLATED LITIGATION; AND CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.072, TEXAS GOVERNMENT CODE, TO DELIBERATE THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY.**

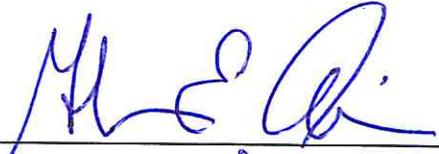
The Board convened in Executive Session at 8:32 a.m.

**RECONVENE IN OPEN SESSIONAL AND AUTHORIZE APPROPRIATE ACTIONS REGARDING PRIVATE CONSULTATION WITH ATTORNEY WITH REGARD TO PENDING OR CONTEMPLATED LITIGATION; AND RECONVENE IN OPEN SESSION AND AUTHORIZE APPROPRIATE ACTIONS REGARDING THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY.**

The Board reconvened in Open Session at 8:54 a.m. No action was taken.

**ADJOURNMENT.**

There being no further business to come before the Board, Chair Givens adjourned the meeting at 8:56 a.m.

  
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Secretary