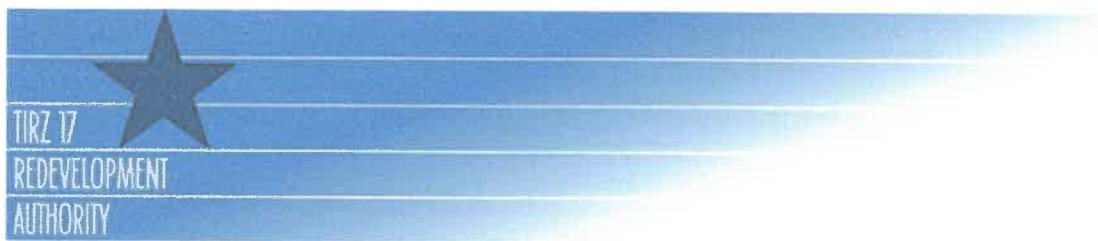


MEMORIAL CITY
REDEVELOPMENT AUTHORITY,
TIRZ No. 17,
City of Houston



Agenda and Agenda Materials
Meeting of the Board of Directors

August 27, 2019

**JOINT MEETING OF THE BOARD OF DIRECTORS OF THE
TIRZ 17 REDEVELOPMENT AUTHORITY/MEMORIAL CITY REDEVELOPMENT AUTHORITY
and TAX REINVESTMENT ZONE NUMBER SEVENTEEN
HOUSTON, TEXAS**

Notice is hereby given that the Board of Directors of the TIRZ 17 Redevelopment Authority (aka the Memorial City Redevelopment Authority) and the Tax Reinvestment Zone Number Seventeen, City of Houston, Texas, will hold a joint meeting on **Tuesday, August 27, 2019, at 8:00 a.m.**, at Four Points by Sheraton, Wycliffe Room, 10655 Katy Freeway, Houston, Texas 77024, open to the public, to discuss and adopt such orders, resolutions or motions, and take direct or indirect actions as may be necessary, convenient, or desirable with respect to the following matters:

AGENDA

1. Establish quorum and call meeting to order.
2. Receive public comments. (A statement of no more than 3 minutes may be made on items of general relevance. There will be no yielding of time to another person. State law prohibits the Board Chair or members of the Board from deliberating a topic without an appropriate agenda item being posted in accordance with the Texas Open Meetings Law; therefore, questions or comments will not be addressed. Engaging in verbal attacks or comments intended to insult, abuse, malign or slander any individual shall be cause for termination of time privileges).
3. Approve Minutes of the July 30, 2019, meeting.
4. Receive financial and bookkeeper's report, including payment of invoices, review of investments, and project cash flow reports.
5. Development Agreement with T&C Way Partners, LLC:
 - a. Approve Second Amendment to Development Agreement with T&C Way Partners, LLC.
 - b. Approve supplemental reimbursement report and release of funds for T&C Partners
6. Receive update regarding Mathewson Ln.
7. CIP Committee:
 - a. Project update and recommendations from Gauge Engineering, LLC.
 - i. Consider Pay Application No. 8 from Reytec Construction, Briar Branch Channel and Straws Improvements in the amount of \$1,962,159.16.
 - b. Project update from LAN.
 - c. Project update from The Goodman Corporation.
 - d. Project update from SWA.
8. 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.
9. Reconvene in Open Session and authorize appropriate actions regarding private consultation with attorney; and reconvene in Open Session and authorize appropriate actions with regard to the purchase, exchange, lease or value of real property.
10. Adjournment.



Executive Director for Authority

**MEMORIAL CITY REDEVELOPMENT AUTHORITY TIRZ NO. 17,
TAX REINVESTMENT ZONE NO. 17
HOUSTON, TEXAS**

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ No. 17 Board of Directors

FROM: Executive Director

SUBJECT: Agenda Item Materials

3. Approve minutes of the July 30, 2019 regular meeting.

**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**

July 30, 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, July 30, 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 Holoubek, Allen Boone Humphries Robinson, LLP; and Jennifer Landreville, ETI Bookkeeping Services. Others attending the meeting were Jennifer Curley, COH - Economic Development Dept.; Council Member Greg Travis, District G; Amy Peck, District A; Ben Gillis and Pat Walters, both of Memorial Management District; Laurie Rosenbaum, City of Bunker Hill; Muhammad Ali and Derek St. John, both of Gauge Engineering; Ricky Gonzalez, LAN; Jim Webb, The Goodman Corporation; James Vick and Clayton Bruner, both of SWA; Dean Bixler; Jim Shroff; Ed Browne; Lois Myers; Bruce Nichols; and David Tresch. Chair Givens called the meeting to order at 8:01 a.m.

RECEIVE PUBLIC COMMENTS.

Public comments were received from Bruce Nichols, Ed Browne and Lois Myers.

APPROVE MINUTES OF THE JULY 2, 2019, MEETING.

Upon a motion duly made by Director Airola, and being seconded by Director Freels, the Board voted unanimously to approve the Minutes of the July 2, 2019, Board meeting, as presented.

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

Ms. Landreville presented the Bookkeeper's Report and went over invoices, included in the Board materials. Mr. Bean reported the check to City of Houston for the Municipal Services Fee is being voided and payment will be made at a later date. Upon a motion duly made by Director Freels, and

being seconded by Director Heins, the Board voted unanimously to accept the Bookkeeper's Report and approved payment of invoices, as presented.

CIP COMMITTEE:

a. Consider Second Amendment to Development Agreement with T&C Way Partners, LLC.

Ms. Holoubek reviewed the Second Amendment to Development Agreement with T&C Way Partners LLC, in the board materials. She reported the amendment pertains to the definition of developer interest and captures how the interest is calculated. She reported no action is requested at this meeting, and the item will be on the agenda for consideration at the next meeting.

b. Project update from Gauge Engineering LLC

Mr. Ali provided updates on projects, a copy of the Progress Reports is included in the Board materials. He reported the contractor is currently installing boxes on the west side of Bunker Hill. He reported work on the retaining wall continues and is expected to be completed early September. He reported Gauge is currently working with the City to resolve conflicts encountered with the wastewater line. He reported TxDOT bid the Gessner project and the low bidder was SER Construction Partners. He reported TxDOT will be overseeing the Gessner project.

i. Consider Pay Application No. 7 from Reytec Construction, Briar Branch Channel and Straws Improvements in the amount of \$904,670.38.

Mr. Ali reviewed Pay Application No. 7 from Reytec Construction and reported Gauge has reviewed the pay application and concurs with the quantities and amounts and is recommending for approval. Upon a motion duly made by Director Heins, and being seconded by Director Durham, the Board voted unanimously to approve Pay Application No. 7, Briar Branch Channel & Straws Improvements, from Reytec Construction in the amount of \$904,670.38.

ii. Consider advancing funds to CenterPoint for raising lines on Gessner to be reimbursed by Memorial City and Spring Branch Management Districts; authorize execution of Facilities Extension Agreement.

Mr. Ali reported Memorial City and Spring Branch Districts have agreed to pay for the raising of the lines on Gessner for the theater lighting and CenterPoint will be doing the work. He reported the Facilities Extension Agreement is with the Authority and we will be reimbursed from the Districts. He reported the cost for raising the lines is \$95,669.00. Upon a motion duly made by Director Durham, and being seconded by Director Freels, the Board voted unanimously to authorize advancing the funds to CenterPoint for raising the lines on Gessner to be reimbursed by Memorial City and Spring Branch Districts; and authorized execution of the Facilities Extension Agreement.

c. Project update from LAN.

Mr. Gonzales provided an update on the Memorial Drive project, a copy of LAN's progress report is included in the Board materials. He reported LAN is working on the 95% design submittal due in

November. He stated flow patterns are not being changed and approximately 11-acre feet of detention is being added (stored underground). No action from the Board was required.

d. Project update from The Goodman Corporation.

i. Authorize payment to TxDOT for Gessner project.

Mr. Webb reported the bids were received by TxDOT on the Gessner project and the low bidder was SER Construction. He reported the project is funded with Federal funds participating at 80 percent of costs up to a maximum amount and the Authority is responsible for paying 100 percent of all items in excess of the Federal participation. He reported the cost to the Authority for the project is \$12,425,043.05 to be paid upfront and TxDOT is requesting payment of the Authority's share. He reported there is a potential of an additional \$1 million extra cost for hazardous testing at a future date. After full discussion by the Board, and upon a motion duly made by Director Durham, and being seconded by Director Airola, the Board voted unanimously to authorize payment to TxDOT in the amount of \$12,425,043.05, upon approval of the FY2019 Budget and bond authorization.

e. Project update from SWA.

Mr. Vick provided an update on projects and answered questions. No action from the Board was required.

CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.072, TEXAS GOVERNMENT CODE, TO DELIBERATE THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY.

RECONVENE IN OPEN SESSION AND AUTHORIZE APPROPRIATE ACTIONS REGARDING THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY.

An Executive Session was not called.

ADJOURNMENT.

There being no further business to come before the Board, Chair Givens adjourned the meeting at 8:58 a.m.

Secretary

MEMORIAL CITY REDEVELOPMENT AUTHORITY TIRZ NO. 17,
TAX REINVESTMENT ZONE NO. 17
HOUSTON, TEXAS

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ No. 17 Board of Directors

FROM: Executive Director

SUBJECT: Agenda Item Materials

4. Receive the financial and bookkeeper's report, including payment of invoices, review of investments, and project cash flow reports.

Memorial City Redevelopment Authority

Cash Management Report

July 31, 2019

ETI BOOKKEEPING SERVICES

17111 ROLLING CREEK DRIVE SUITE 108

HOUSTON TX 77090

TELEPHONE 281 444 3384 FAX 281 440 8304

Fiscal Year End: June 30, 2020

Summary

<u>Current Activity</u>	<u>Memorial City Redevelopment Authority</u>			
	<u>General Fund</u>	<u>Capital Projects</u>	<u>Debt Service</u>	<u>Total</u>
Beginning Balance	13,516,341.01	0.00	18,158.68	13,534,499.69
Revenue	13,222,169.14	0.00	4,197,528.35	17,419,697.49
Expenditures	3,436,250.03	0.00	0.00	3,436,250.03
Ending Balance	23,302,260.12	0.00	4,215,687.03	27,517,947.15

NOTES:

Debt Service Payments due in Fiscal Year End 2020:

Date	Series	Principal	Interest	Total
9/1/2019	2008	535,000.00	11,903.75	546,903.75
9/1/2019	2011R	645,000.00	107,916.00	752,916.00
9/1/2019	2011A	2,045,000.00	122,718.75	2,167,718.75
9/1/2019	2016R	120,000.00	213,526.00	333,526.00
3/1/2020	2008		0.00	0.00
3/1/2020	2011R		96,048.00	96,048.00
3/1/2020	2011A		83,352.50	83,352.50
3/1/2020	2016R		212,080.00	212,080.00
		Total FYE 2020	4,192,545.00	

General Operating Fund

BEGINNING BALANCE: **13,516,341.01**

REVENUE:

City of Houston Increment	10,924,089.99
Checking Interest - Wells Fargo	76.00
Texpool Interest	3,851.40
Wells Fargo/TexSTAR (Surplus Funds) Interest	36,438.76
Texas Exchange CD Interest	1,093.99
Voided Check(s) 2978	2,256,619.00
Total Revenue:	13,222,169.14

DISBURSEMENTS:

Checks Presented At Last Meeting	3,436,250.03
Checks Written at/after Last Meeting	0.00
Total Expenditures	3,436,250.03

Ending Balance: **23,302,260.12**

Location of Assets:

Institution	Investment Number	Interest Rate	
Wells Fargo Checking	*5490	0.1800	245,771.18
TexPool	*0001	2.3876	1,903,091.94
Wells Fargo/TexSTAR	TexSTAR Surplus Funds	2.2425	20,903,397.00
Texas Exchange Bank CD	*3601	2.6184	250,000.00
		Total	23,302,260.12
Certificate of Deposit	CD *3601	Term: 12 Months	Matures: 09/28/2019

Memorial City Redevelopment Authority
Checks Presented
August 27, 2019

Num	Name	Description	Amount
2986	Texas Department of Transportation	Ck Couriered 8/16/19	-12,425,043.05
2987	Allen Boone Humphries Robinson LLP	Legal Fee	-3,638.89
2988	Equi-Tax, Inc	Tax Assessor Fee	-400.00
2989	ETI Bookkeeping Services	Bookkeeping Fee	-1,224.87
2990	Hawes Hill & Associates	Professional Consultant	-8,500.00
2991	Sal Esparza, Inc.	Landscaping	-1,310.80
2992	SWA Group	Engineering Fee	-11,941.10
2993	The Goodman Corporation Inc	Contract Services	-19,320.53
2994	VOID	VOID	0.00
2995	T&C Way Partners (Midway)	Reimbursement	-235,449.78
2996	T&C Way Partners (Midway)	Reimbursement	-49,500.00
2997	SWA Group	Engineering Fee	-10,795.00
2998	Allen Boone Humphries Robinson LLP	Legal Fee	-5,377.50
2999	SWA Group	Engineering Fee	-18,957.14
3000	Gauge Engineering, LLC	Engineering Fee	-74,450.00
3001	Gauge Engineering, LLC	Engineering Fee	-17,395.00
3002	Reytec Construction Resources, Inc.	Briar Branch Channel & Straws	-1,962,159.16
Total			-14,845,462.82

Debt Service Fund

BEGINNING BALANCE	18,158.68
REVENUE	
TexPool DSF Interest	16.55
Wells Fargo/TexSTAR (2008 DSF) COH Increment	4,182,660.71
Wells Fargo/TexSTAR (2008 DSF) Interest	5,445.58
Wells Fargo/TexSTAR (2008 Pled Rev) Interest	12.40
Wells Fargo/TexSTAR (2008 Pled Rev) COH Increm.	9,393.11
Total Revenue	4,197,528.35
EXPENDITURES	
Debt Service Interest Payment	0.00
Debt Service Principal Payment	0.00
Trustee Fee	0.00
Total Expenditures	0.00
ENDING BALANCE	4,215,687.03

Location of Assets:

Institution	Investment Number	Interest Rate	Current Balance
Wells Fargo *4601	TexSTAR 2008 DSF	2.2425	4,198,009.91
Wells Fargo *4600	TexSTAR 2008 Pledged Rev	2.2425	9,512.65
TexPool	*0004	2.3876	8,164.47
		Total	4,215,687.03

Memorial City Redevelopment Authority
Investment Report
July 31, 2019

SCHEDULE OF INVESTMENTS

Investment Pools

Fund	Location Of Assets	Interest Rate	Market	Beginning Balance N.A.V.	Interest Earned	Deposits or (Withdrawals)	Ending Balance N.A.V.	Book Value
GOF	TexPool	2.3876	1,899,392.48	1.00008	1,899,240.54	3,851.40	1,903,187.09	1,903,091.94
DSF	TexPool	2.3876	8,148.57	1.00008	8,147.92	16.55	8,164.88	8,164.47
GOF	Wells Fargo/ TexStar	2.2425	11,117,691.20	1.000042	11,117,224.28	36,438.76	9,749,733.96	20,902,853.51
DSF	Wells Fargo/ TexStar DSF	2.2425	9,904.04	1.000042	9,903.62	5,445.58	4,182,660.71	4,197,900.76
DSF	Wells Fargo/ TexStar PI Rev	2.3876	107.14	1.000042	107.14	12.40	9,393.11	9,512.40
							0.999974	20,903,397.00

Certificates of Deposit

Fund	Location Of Assets	Interest Rate	Purchase Value	Term	Maturity Date	Beginning Balance	Deposits or (Withdrawals)	Interest Earned	Ending Balance
GOF	TX Exch *3601	2.6184	245,000.00	12 Months	9/28/2019	250,000.00	(1,093.99)	1,093.99	250,000.00

Demand Accounts

Fund	Location Of Assets	Interest Rate	Purchase Date	Beginning Balance	Interest Earned	Deposits or (Withdrawals)	Ending Balance
GOF	Wells Fargo	0.18	6/8/2015	249,876.19	76.00	(4,181.01)	245,771.18

Collateral Pledged In Addition to FDIC

Depository Institution	Total Funds On Deposit	Custodial Institution	Securities Pledged	Collateral Description	Par Value	Market Value
Wells Fargo	245,771.18	BNYM	15,772,262	WU2246	11,041,371	11,012,713

Certification:

The District's investments are in compliance with the investment strategy as expressed in the District's Investment Policy and the Public Funds Investment Act. I hereby certify that pursuant to the Senate Bill 253 and in connection with the preparation of this investment report, I have reviewed the divestment lists prepared and maintained by the Texas Comptroller of Public Accounts, and the District does not own direct or indirect holdings in any companies identified on such lists.

Bookkeeper

Investment Officer

Investment Officer	Date Assumed Office	Training Completed
Kenneth Byrd	8/6/2015	10/27/2018

Memorial City Redevelopment Authority
Profit & Loss Budget vs. Actual
July 2019

		July			Year to Date (1 Month)			Annual
		Actual	Budget	Variance	Actual	Budget	Variance	Budget
Income								
1000 · Income								
8223 · Interest Income	46,397	3,081	43,316	46,397	3,081	43,316	36,969	
8930 · Bond Proceeds	0	0	0	0	0	0	0	73,300,000
Total 1000 · Income	46,397	3,081	43,316	46,397	3,081	43,316	73,336,969	
6-4320 · Increment Collections	15,116,144	16,599,074	-1,482,930	15,116,144	16,599,074	-1,482,930	16,599,074	
6-4350 · Grants	0	0	0	0	0	0	0	3,400,000
Total Income	15,162,541	16,602,155	-1,439,614	15,162,541	16,602,155	-1,439,614	93,336,043	
Expense								
3335 · Management Consulting Services								
6320 · Legal	5,469	12,500	-7,031	5,469	12,500	-7,031	150,000	
6322 · Eng Consultant/General Prof.Svc	2,200	1,667	533	2,200	1,667	533	20,000	
6337 · Construction Audit	0	0	0	0	0	0	0	10,000
Total 3335 · Management Consulting Services	7,669	14,167	-6,498	7,669	14,167	-6,498	180,000	
5650 · Transfers								
6420 · COH Administration Fee	0	829,954	-829,954	0	829,954	-829,954	829,954	
6430 · Municipal Services	2,256,619	0	2,256,619	2,256,619	0	2,256,619	2,256,619	
Total 5650 · Transfers	2,256,619	829,954	1,426,665	2,256,619	829,954	1,426,665	3,086,573	
5706 · Debt Service								
5707 · Principal	0	0	0	0	0	0	0	3,100,000
5708 · Interest	0	0	0	0	0	0	0	1,096,176
5710c · Trustee Fee	0	0	0	0	0	0	0	9,500
Total 5706 · Debt Service	0	0	0	0	0	0	0	4,205,676
6300 · Administration & Overhead								
6321 · Auditor	0	0	0	0	0	0	0	20,000
6333 · Bookkeeping/Accounting	1,300	900	400	1,300	900	400	10,800	
6340 · Administration Salaries/Benefit	8,500	8,000	500	8,500	8,000	500	96,000	
6344 · Bond Svcs/Trustee/FA	0	267	-267	0	267	-267	3,200	
6350 · Office Expense	0	250	-250	0	250	-250	3,000	
6353 · Insurance	0	0	0	0	0	0	0	1,290
Total 6300 · Administration & Overhead	9,800	9,417	383	9,800	9,417	383	134,290	
7000 · Capital Expenditure								
1717 · Town & Country W. Drain/Mobil	3,154	293,333	-290,179	3,154	293,333	-290,179	3,520,000	
1725 · Parks & Green Space Improv.	0	10,417	-10,417	0	10,417	-10,417	125,000	
1731A · Detention Basin & W-140 Bridge	1,311	0	1,311	1,311	0	1,311	0	
1732A · N Gessner Drainage & Mobility	10,926	49,758	-38,832	10,926	49,758	-38,832	597,100	
1734 · W140 Channel Improvements	2,067,507	526,250	1,541,257	2,067,507	526,250	1,541,257	6,315,000	
1735A · Detention Basin A	17,526	83,333	-65,807	17,526	83,333	-65,807	1,000,000	
1738 · T&C Way Partners, LLC	284,950	0	284,950	284,950	0	284,950	1,649,593	
1738A · Memorial Dr Drain & Mobility 1	17,252	33,333	-16,081	17,252	33,333	-16,081	400,000	
1738B · Memorial Dr Drain & Mobility 2	0	4,167	-4,167	0	4,167	-4,167	50,000	

July 2019 FYE 2020 Budget based on FYE 2018 Numbers
FYE 2020 Budget not approved by COH as of 07/31/2019

July 31, 2019

Memorial City Redevelopment Authority
Profit & Loss Budget vs. Actual
 July 2019

	July			Year to Date (1 Month)			Annual
	Actual	Budget	Variance	Actual	Budget	Variance	Budget
1799 · Concrete Panel Replace Program	0	2,917	-2,917	0	2,917	-2,917	35,000
Total 7000 · Capital Expenditure	2,402,626	1,003,508	1,399,118	2,402,626	1,003,508	1,399,118	13,691,693
Total Expense	4,676,714	1,857,046	2,819,668	4,676,714	1,857,046	2,819,668	21,298,232
Net Income	10,485,827	14,745,109	-4,259,282	10,485,827	14,745,109	-4,259,282	72,037,811

2962

ALLEN BOONE HUMPHRIES ROBBINS LLP

To contact the ABLR, Billion Department call 713 860 6400 or email info@ablrbillion.com.

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July 30, 2018

MEMORIAL CITY REDEVELOPMENT AUTHORITY

General MEM001-01
Client/Matter: Statement Number: 104-720
Billing Attorney: Jessica Bidle Holubek

REMITTANCE PAGE

Fees for services posted through July 12, 2019

Please return this note with your payment to the manager.

Allen Boone Humphries Robinson LLP
PO Box 4346
Department 90
Houston, TX 77210-4346

Checks should be made payable to Allen Boone Humphries Robinson LLP
Please include the invoice number on your check.
Total amount payable in U.S. dollars

6320
12019

三

MEMORIAL CITY REDEVELOPMENT AUTHORITY

MEM001-01
104720
Jessica Biddle
Holoubek

Client
Statement
Billing A

Ms. Michelle Lofton
ETI Bookkeeping Services
1711 Rolling Creek Drive, Suite 110
Houston, TX 77090

General		Professional Fees		Fees for services posted through July 12, 2019, as follows:	
Date	Professional	Date	Professional	Hours	
06/11/19	Diana Soriano	Banking and Investments			
07/09/19	Diana Soriano				
		Transmit collateral statement from BNY Mellon as appropriate.	Transmit collateral statement from BNY Mellon as appropriate.	0.25	0.25
06/13/19	Jessica Biddle Holoubek				
06/14/19	Yvonne Onak				
06/17/19	Mitchell McFee				
06/18/19	Kelsie Wade				
06/21/19	Jessica Biddle Holoubek				
06/24/19	Jessica Biddle Holoubek				
06/26/19	Jessica Biddle Holoubek				
06/28/19	SHARED FEES				
		Transmit collateral statement from BNY Mellon as appropriate.	Monitor City of Houston Council agenda for tax increment appropriations from zone.	0.25	0.25
			Review, sort, and add documents into district records in accordance with Records Management Act and District's Records Management Policy.	0.50	0.50
			Attend CIP committee meeting.		
			Research and forward document as requested.		
			Review and comment on Board of Directors meeting agenda draft; telephone conference with Scott Bean and follow up with RPs regarding outstanding dislodged invoice.		
			Review final draft of Board of Directors meeting.		
			Draft resolution requesting increase in bond authorization and follow up regarding the same.		
			Public Funds: Public Funds Investment Act and Public Funds Collateral Act Compliance and coordination.		

July 30, 2019

Allen Boone Humphries Robinson LLP

Memorial City Redevelopment Authority
MEM01-01

		Statement Number:	Page: 2 104720
06/28/19	Monique Sonnier	Receive and review District documentation, distribute if necessary to District consultants, and forward for filing per the District's Records Management Policy.	0.25

Public Information Requests

06/28/19	Jessica Bidde Holoubek	Work on Texas Public Information Act request.	0.25
05/28/19	Jessica Bidde Holoubek	Review Texas Public Information Act request and follow up regarding the same.	0.25
06/12/19	Jessica Bidde Holoubek	Receive and review various email correspondence regarding Texas Public Information Act requests; research records and forward Public Improvement Development Contract to Scott Bean.	0.50
06/14/19	Jessica Bidde Holoubek	Review response to Texas Public Information Act request.	0.25

	Total Task Hours:	3.75
	Total Task Amount:	\$1,451.39

Total Task Hours:

Total Task Amount:

Total Fees:

\$656.25

\$2,195.14

Hours	Amount
0.50	87.50
3.75	1,451.39
1.25	656.25

TASK FEE BREAKDOWN

Banking and Investments	
General	
Public Information Requests	

Total Fees:	\$ 2,195.14
Total Expenses and Other Items:	\$ 0.00
Total Amount Due:	\$ 2,195.14

Total Fees:

Total Expenses and Other Items:

Total Amount Due:

Please return this page with your payment to the remittance address below:

Allen Boone Humphries Robinson LLP
PO Box 4346
Department 90
Houston, TX 77210-4346

Checks should be made payable to Allen Boone Humphries Robinson LLP
Please include the invoice number on your check
Total amount payable in U.S. dollars

Allen Boone Humphries Robinson LLP

July 30, 2019

(Signature)
Date of service see above
8/8/2019

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ALLEN BOONE HUMPHRIES ROBINSON LLP

Telephone 713-597-7731

July 30, 2019

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Ms. Michelle Lofton
ETI Bookkeeping Services
1711 Rolling Creek Drive, Suite 110
Houston, TX 77050

Projects

Professional Fees

Fees for services posted through July 12, 2019, as follows:

Date

Professional

Gessner Widening - 1701-1732 A

06/14/19 Jessica Biddle Holoubek Telephone conference with Scott Bean and telephone conference with Muhammad Ali regarding funding of raising overhead power lines along N. Gessner.

SBMSA Detention # 1735

06/18/19 Jessica Biddle Holoubek Telephone conference with Scott Bean regarding purchase of easement.

Town & Country W. Drain/Mobil - 1717

06/18/19 Jessica Biddle Holoubek Telephone conference with Scott Bean regarding developer reimbursement for right-of-way acquisition.
06/19/19 Jessica Biddle Holoubek Review development agreement and exchange of emails with Trevor Janecek regarding developer reimbursement.
07/04/19 Jessica Biddle Holoubek Draft amendment to development agreement for reimbursement of loan interest and fees; follow up with Austin Jackson, City of Houston, Texas, regarding right-of-way dedication.
07/11/19 Jessica Biddle Holoubek Work on revisions to amendment to T&C Way Partners LLC development agreement and exchange of emails with Trevor Janecek regarding the same.

Allen Boone Humphries Robinson LLP

Total Task Hours: 2.25
July 30, 2019

Allen Boone Humphries Robinson LLP

July 30, 2019

**Memorial City Redevelopment Authority
MEM001-03**

TASK FEE BREAKDOWN		Hours	Amount
Statement Number:	Total Task Amount:	Total Fees:	\$1,181.25 \$1,443.75
Gessner Widening - 1701-1732 A	0.25	131.25	
SBMSA Detention # 1735	0.25	131.25	
Town & Country W. Drain/Mobil - 1717	2.25	1,181.25	

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Client/Matter:	Statement Number:	Hours	Amount
MEM001-03	104721	0.25	131.25
Jessica Biddle Holoubek		0.25	131.25
		2.25	1,181.25

Project:	Client/Matter:	Statement Number:	Hours	Amount

Fees for services posted through July 12, 2019, as follows:

Total Expenses and Other Items:

Total Amount Due:

\$ 1,443.75

\$ 0.00

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Equi-Tax Inc.
 Suite 200
 17111 Rolling Creek Drive
 Houston Texas 77090
 281-444-4866

Invoice

ETI Bookkeeping Services
 PO BOX 73109
 Houston, TX 77273

DATE	INVOICE #
8/1/2019	54289

BILL TO

TIRZ No. 17 - Memorial City RDA
 c/o ETI Bookkeeping Services
 Suite 108
 17111 Rolling Creek Drive
 Houston TX 77090

DESCRIPTION	AMOUNT
Monthly Consultant Services fee per Contract	400.00

Invoice emailed to:
 Michelle Lofton at bkp1@etiaccounting.com
 Scott Bean at sbean@awesthill.com
 Linda Clayton at lclayton@awesthill.com

Total	\$400.00
<i>(Signature)</i>	<i>Code # 6333 8/18/2019</i>
Total	\$400.00
Payments/Credits	\$0.00

Balance Due	\$1,224.87
<i>(Signature)</i>	<i>Code # 6333 8/18/2019</i>

Invoice

Date	Invoice #
8/1/2019	3390

Bill To
TIRZ 17 Redevelopment Authority P.O. Box 73109 Houston, Texas 77273

Description	Qty	Rate	Amount
Bookkeeping Annual Records Retention Fee		900.00 324.87	900.00 324.87

Total	\$1,224.87
Payments/Credits	\$0.00
Balance Due	\$1,224.87

Balance Due	\$1,224.87
<i>(Signature)</i>	<i>Code # 6333 8/18/2019</i>

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HAWES HILL & ASSOCIATES
L.L.P.

8/8/2019

Invoice #: 43016082

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Memorial City Redevelopment Authority/TIRZ #17
Q Box 22167
Houston, TX 77227-2167

SAL ESPARZA, INC.

Return To Address:
PO BOX 90616
HOUSTON, TEXAS 77290
281-444-2983

Balance Due: \$8,500.00

DESCRIPTION	Amount	\$8,500 on
Professional consulting and administration fee, August 2018		

Professional consulting and administration fee, August 2018

Code # 6340
8/8/2019 

Terms: C.O.D. Total \$8,500.00

Hawes Hill & Associates, LLP, P.O. Box 22167, Houston TX 77227-2167
713-595-1200 FEIN 76-05685838

Code # 1731A
8/8/2019

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Date	Invoice #
7/31/19	1136

Quantity	Description	Rate	Amount	Project
S.O. No.	P.O. No.	Terms		
2	GROUND'S MAINTENANCE SERVICES FOR BRUAR BRANCH BASIN FOR JULY 2019	655.40	1,310.80	
				\$1,310.80

Code # 1731A
8/8/2019

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The Goodman Corporation
3200 Travis Street, Ste. 200
Houston, TX 77006

Invoice

WORK ORDER # 18			
To:	Project No:	Amount	Hours
Memorial City Redevelopment Authority/Houston TIRZ 17 Attn: Linda Clayton c/o Hawes Hill and Associates LLP PO Box 22167 Houston, TX 77227-2167	RHTS901		
Project	W140 Maintenance Access		
WORK PERFORMED: Planting Plans for Bidding; Project Coordination. Professional Services from June 1, 2019 to June 30, 2019			
Professional Personnel			
Principal Vick, James	245.00	2,450.00	10.00
Associate Principal Robinson, Michael	151.50	5,757.00	38.00
Staff He, Jiliu 'Heddy'	92.20	3,734.10	40.50
Total Due This Invoice		\$11,941.10	

Authorized Fee:	\$ 53,680.00
Previously Billed:	\$ 2,076.00
Billed to Date:	\$ 14,017.10
Remainder Fee:	\$ 39,662.90

Remit to:
SWA Group
PO Box 6804
Sausalito, CA 94968
+1.415.332.5100

Please refer to our invoice number and Project number when making payment.
A discount of 1% on current charges allowed if paid in full in thirty days.
A service charge will be assessed on all past due accounts.

Phone #	Fax #
713-951-7951	713-951-7957

Date	Invoice #
7/31/2019	7-2019-22
Terms	Project

Date	Invoice #
7/31/2019	7-2019-22
Terms	Project

Date	Invoice #
7/31/2019	7-2019-22
Terms	Project

Date	Invoice #
7/31/2019	7-2019-22
Terms	Project

Date	Invoice #
7/31/2019	7-2019-22
Terms	Project

Date	Invoice #
7/31/2019	7-2019-22
Terms	Project

Date	Invoice #
7/31/2019	7-2019-22
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Terms	Project

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7/31/2019	7-2019-22
Terms	Project

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Date	Invoice #
7/31/2019	7-2019-22
Terms	Project

Date	Invoice #

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The Goodman Corporation
3200 Travis Street, Ste. 200
Houston, TX 77006

Invoice

Bill To					
Mr. Michelle Lofton ETI Bookkeeping Services P.O. Box 73109 Kosciusko, TX 77273					
Date	Invoice #				
7/31/2019	7-2019-21				
		Terms	Project		
			MCT103		
Item	Description	Rate	Prior %	Curr %	Amount
Contract Services	Task 1 - North Gessner Project Implementation Assistance	20,000.00	100%	0.00%	0.00
Contract Services	# Task 2 - Memorial Drive Project Implementation Assistance	105,000.00	86%	4.00%	4,200.00
	#1738 A				

Phone #	Fax #
713-951-7951	713-951-7957

Code 1738A
8/8/2019

3,000.00

Phone #	Fax #
713-951-7951	713-951-7957

Balance Due \$218.03

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The Goodman Corporation
3200 Travis Street, Ste. 200
Houston, TX 77006

Invoice

Bill To	Name	Description
Contract Services	Task 1 - Public Meeting per TxDOT Environmental Standards	<i>Personal Wk.</i>
	Ms. Michelle Lofkin ETI Blockkeeping Services P.O. Box 7109 Houston, TX 77273	

Balance Due \$218.03

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Balance Due \$218.03

Phone #	Fax #
713-951-7951	713-951-7957

Balance Due \$218.03

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The Goodman Corporation
3200 Travis Street, Ste. 200
Houston, TX 77006

Invoice

Bill To	
Date	Invoice #
7/31/2019	7-2019-19
Ms. Michelle Lofton ETI Bookkeeping Services P.O. Box 73109 Houston, TX 77273	

Project	
Terms	MCT107

Bill To	
Date	Invoice #
7/31/2019	7-2019-47
Ms. Michelle Lofton ETI Bookkeeping Services P.O. Box 73109 Houston, TX 77273	
Terms	Project

Project	
Terms	MCT108

Date	Invoice #
7/31/2019	7-2019-47

Total	\$10,875.00

Total	\$2,200.00

Total	\$10,875.00

Date	Invoice #
7/31/2019	7-2019-47

Total	\$2,200.00

Date	Invoice #
7/31/2019	7-2019-47

Date	Invoice #
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Total	\$2,200.00

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Total	\$2,200.00

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Total	\$2,200.00

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Total	\$2,200.00

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Total	\$2,200.00

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McCALL GIBSON SWEDLUND BARFOOT PLLC

Certified Public Accountants

13100 Wortham Center Drive
 Suite 255
 Houston, Texas 77065-3610
 (713) 462-0347
 Fax: (713) 462-2708
 E-Mail: usw@mcgswb.com

August 27, 2019

Board of Directors
 Memorial City Redevelopment Authority
 City of Houston, Texas

Dear Board Members,

We have previously submitted an agreed-upon procedures report dated August 28, 2018 for reimbursement from schedules updated for T&C Way Partners, LLC (the "Company") for funds advanced to the Authority for the purpose of acquiring land for Public Improvements. In that report, there was a balance due to the Company of \$147,130.56.

We have recalculated the interest in accordance with the promissory note, and included interest holdback advances and the loan extension fee in 2018 of \$10,000.00 as provided under the new agreement. We applied the procedures outlined in the above-referenced report and have calculated the final reimbursement under the agreement in the amount of \$235,449.78 which includes interest of \$78,319.22. Interest was calculated at 4.5% in accordance with the Development Agreement from August 29, 2018 through September 30, 2019.

In addition, a termination fee will be due on the loan at closing of \$49,500.00 in accordance with the promissory note. That amount will be reimbursable to the Developer when paid.

Per Schedule B of the above referenced report, and verified by the bookkeeper, it appears the District will have sufficient funds to make this payment.

Sincerely,

McCall Gibson Swedlund Barfoot PLLC
 Certified Public Accountants
 Houston, Texas
 Supplemental T&C Way

*Member of
 American Institute of Certified Public Accountants
 A Team Society of Certified Public Accountants*

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Work Order # 12 CIF T-1732A/B
 Date: August 14, 2019
 Invoice No.: 178223
 For Period: July
 Project No.: RHTSS02
 Project Manager: James Vick

To: Memorial City Redevelopment
 Authority/Houston TIRZ 17
 Attn: Linda Clayton
 c/o Hawes Hill and Associates LLP
 PO Box 22167
 Houston, TX 77227-2167
 Project: North Geissner DD CD

WORK PERFORMED:
 Coordinate Bidding Questions with TxDOT and Engineer; Review and Respond to Bidder Inquiries; Research Design Issues Including Specification and Quantities; Coordination/Management of Design Team.
Professional Services from July 1, 2019 to July 31, 2019
Professional Personnel

Principal	Hours	Rate	Amount
Rentrop, Rhett	2.00	210.00	\$420.00
Vick, James	36.00	245.00	\$8,820.00
Associates			
Burner, Clayton	10.00	141.93	\$1,419.30
Staff			
Acciase, Joseph	2.00	67.85	\$135.70

Total Fee Due This invoice

10,795.00
 Total Due this invoice
 \$10,795.00

Total Budget:	\$243,620.00
Prior Billed:	\$195,712.49
Current:	\$10,795.00
Billed to Date:	\$206,507.49
Percent Complete:	85%
Remaining Budget:	\$37,112.51

Remit to:
 SMA Group
 PO Box 5504
 Seal Beach, CA 90736
 *1.415.332.5100

Please refer to our invoice number and Project number when making payment.
 A discount of 1% on current charges allowed if paid in full in thirty days.
 A service charge will be assessed on all past due accounts.

(Signature)
 Code # 1732 A
 8/26/19

Memorial City Redevelopment Authority
MEM001-01

	Statement Number:	Page:
	103156	2
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Public Information Requests		
07/26/19	Jessica Biddle Holoubek Exchange of emails with Linda Clayton regarding Texas Public Information Act request.	0.25
08/06/19	Jessica Biddle Holoubek Review Texas Public Information Act requests and follow up with Linda Clayton regarding the same.	0.25
08/07/19	Jessica Biddle Holoubek Work on Texas Public Information Act requests.	0.50
	<i>Total Task Hours:</i>	1.00
	<i>Total Task Amount:</i>	\$625.00
	<i>Total Fees:</i>	<u>\$3,273.75</u>

TASK FEE BREAKDOWN

Banking and Investments	Hours	Amount
General	0.25	43.75
Public Information Requests	5.75	2,705.00
	1.00	525.00

	Fees for services posted through August 09, 2019	
Total Fees:	\$ 3,273.75	
Total Expenses and Other Items:	\$ 0.00	
Total Amount Due:	<u>\$ 3,273.75</u>	
		<i>Total Amount Due:</i>
		<u>\$ 3,273.75</u>

Please return this page with your payment to the remittance address below:

Allen Boone Humphries Robinson LLP
PO Box 4346
Department 90
Houston, TX 77210-4346

Checks should be made payable to Allen Boone Humphries Robinson LLP
Please include the invoice number on your check
Total amount payable in U.S. dollars

Allen Boone Humphries Robinson LLP

August 16, 2019

Code : See detail
8/16/2019

ABHHR

ALLEN BOONE HUMPHRIES ROBINSON LLP

Taxper ID#439751

August 16, 2019

MEMORIAL CITY REDEVELOPMENT AUTHORITY

Ms. Michelle Lofton
ETI Bookkeeping Services
1711 Rolling Creek Drive, Suite 110
Houston, TX 77080

Projects

Professional Fees

Fees for services posted through August 09, 2019, as follows:

Date

Professional

Memorial near Hwy 8 Drainage - #1712

1/1384

07/30/19 Jessica Biddle Holoubek Work on conveyance of right-of-way.

Hours

0.25

Total Task Hours:

Total Task Amount:

0.25

\$131.25

Total Task Hours:

Total Task Amount:

0.25

\$131.25

Total Task Hours:

Total Task Amount:

0.50

\$131.25

Total Task Hours:

Total Task Amount:

0.75

\$131.25

Total Task Hours:

Total Task Amount:

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Total Task Hours:

Total Task Amount:

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\$131.25

Total Task Hours:

Total Task Amount:

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\$131.25

Total Task Hours:

Total Task Amount:

1.25

\$131.25

Total Task Hours:

Total Task Amount:

0.25

\$131.25

Total Task Hours:

Total Task Amount:

4.50

\$131.25

Total Task Hours:

Total Task Amount:

0.25

\$131.25

Total Task Hours:

Total Task Amount:

0.25

\$131.25

Memorial City Redevelopment Authority
MEM001-03

Page: 2
105/57

Statement Number:
\$1,972.50
\$2,103.75

TASK FEE BREAKDOWN

Memorial near Hwy 8 Drainage - #1712
Town & County W. Drain/Mobil - 1717

Total Task Amount:

Amount
131.25

Total Fees:

Amount
1,972.50

Hours

0.25

4.50

4.50

Total Expenses and Other Items:

\$ 0.00

Total Amount Due:

\$ 2,103.75

Allen Boone Humphries Robinson LLP

Allen Boone Humphries Robinson LLP

August 16, 2019

August 16, 2019

swa

Please send ACH/Wire payments to:
Gauge Engineering, LLC
 3200 Wilcrest Drive, Suite 220
 Houston, TX 77042

8/20/2019

Please send ACH/Wire payments to:
Amergy Bank
 Routing No.: 113011258
 Account No.: 5735771931

8/20/2019

WORK ORDER # 18

To:	Memorial City Redevelopment Authority/Houston TIRZ 17
Invoice No:	178255
For Period:	July
Project No:	RHTSS01
Project Manager:	Michael Robinson

Professional Personnel

Planning Plans for Bidding and Permit by City of Houston; Project Coordination.

Professional Services from July 1, 2019 to July 31, 2019

Principal	Hours	Rate	Amount
Rantrop, Rhett	.50	210.00	105.00
Vick, James	24.00	245.00	5,880.00
Associate Principal			
Robinson, Michael	68.00	163.48	10,436.64
Staff			
He, Jisu 'Heju'	27.50	92.20	2,535.50
Total Fee Due This Invoice			\$18,957.14

WORK PERFORMED:

Planning Plans for Bidding and Permit by City of Houston; Project Coordination.

Professional Services from July 1, 2019 to July 31, 2019

Principal	Hours	Rate	Amount
Rantrop, Rhett	.50	210.00	105.00
Vick, James	24.00	245.00	5,880.00
Associate Principal			
Robinson, Michael	68.00	163.48	10,436.64
Staff			
He, Jisu 'Heju'	27.50	92.20	2,535.50
Total Fee Due This Invoice			\$18,957.14

Remaining Fees:

Authorized Fee:	\$ 53,600.00
Previously Billed:	\$ 14,017.10
Billed to Date:	\$ 32,974.24
Remainder Fees:	\$ 20,705.76

Total Due this invoice

\$18,957.14

Task Name	Contract Amount	Percent Complete	Remaining Amount	Contracted Date	Invoiced Date	Previously Invoiced	Current Payment Due
Construction Mgmt & Inspection	\$725,500	28.20%	\$513,654	\$211,948	\$165,003	\$26,364	
Construction Phase Services	\$217,900	30.00%	\$152,530	\$85,370	\$61,012	\$4,358	
Construction Materials Testing (Aviles)	\$48,000	27.50%	\$363,800	\$134,200	\$111,020	\$23,180	
Add Services							
Straw Extension Evaluation & Design	\$95,235	18.00%	\$76,093	\$17,142	\$9,524	\$7,519	
Access Road Design	\$83,000	40.00%	\$49,800	\$33,200	\$20,750	\$12,450	
Total This Invoice:			\$74,450				

Billings to Date:

Construction Mgmt & Inspection	\$26,844	\$183,003	\$211,846
Construction Phase Services	\$4,358	\$61,012	\$65,370
Construction Materials Testing (Aviles)	\$23,180	\$111,020	\$134,200
Add Services			
Straw Extension Evaluation & Design	\$7,619	\$9,524	\$17,142
Access Road Design	\$12,450	\$20,750	\$33,200

Total This Invoice:

\$74,450

I certify the above to be true and correct

[Signature]
Muhammad Ali • PE

Code # 1734
Code # 1734
8/1/2019

Remit to:
SWA Group
 PO Box 5504
 Sausalito, CA 94968
 +1.415.332.5100

Please refer to our invoice number and Project number when making payment.
 A discount of % on current charges allowed if paid in full in thirty days.
 A service charge will be assessed on all past due accounts.

Code # 1734
8/1/2019

3200 Wilcrest Drive, Suite 220 • Houston, TX 77042

1



Please make checks payable to:
Gauge Engineering, LLC
3200 Wilcrest Drive, Suite 220
Houston, TX 77042

8/20/2019

Please send ACH/Wire payments to:
Ametry Bank
Routing No.: 113011258
Account No.: 5793771931

Scott Bean - Executive Director
Memorial City Redevelopment Authority/TIRZ 17
9610 Long Point Road, Suite 150
Houston, TX 77055

Project Name: Preliminary Engineering Services for Detention Basin A - (T-1735B)
Project No. 1007
Professional Services: from July 24, 2019 to August 16, 2019
Contract Type: Lump Sum
Invoice Number: 1010

Task Name	Contact Amount	Percent Complete	Remaining Contract Amount	Total Invoiced Date	Previously Invoiced	Current Payment Due
Preliminary Engineering	\$347,900	83.00%	\$59,143	\$288,757	\$271,362	\$17,395

Total This Invoice:			\$17,395
Billing to Date:	Current	Prior	Total
	\$17,395	\$271,362	\$288,757

Mohammad Ali, P.E.

Project Manager

Enclosures: Reytec Pay Est. No. 08

Sincerely,

If you have any questions or require additional information, please feel free to contact me at (832) 318-8800.

The following billing information is to be used for payment:

Reytec Construction Resources, Inc.
1901 Hollister St.
Houston, TX 77080

Reytec Construction Resources, Inc. (Reytec) has submitted estimate No. 08 in the amount of \$1,962,159.16 for construction services rendered through July 31, 2019. Based on our review, Reytec has complied with all requirements stated in the estimate and we recommend payment of \$1,962,159.16 to Reytec.

Dear Mr. Bean:

August 9, 2019

Scott Bean
Memorial City Redevelopment Authority/TIRZ 17
9610 Long Point, Suite 150
Houston, Texas 77055

References:
Bilair Branch (W14D-01-40) Channel and Straits Improvements Reconstruction and Drainage
Improvements
Gauge Project No.: 1005
WBS No.: N-T-7100-0108-3 (T-1734 & T-1734E)

Reytec Construction Resources, Inc. Payment No. 08

Code # 1734
8/22/2019

Code # 17354
8/29/2019

3200 Wilcrest Drive, Suite 220 • Houston, TX 77042

1

I certify the above to be true and correct

Mohammad Ali

3200 Wilcrest Drive, Suite 220 • Houston, TX 77042

1

Reytec Construction Resources, Inc.



Estimate No.	6	Memorial City Redevelopment Authority/NFRZ 17
Out of Date	07/21/19	Estimate and Certificate for Payment Unit Price Work
Estimate Date	08/21/19	

: Briar Branch (W140-01-00) Channel and Straws Improvements Reconstruction and Drainage
Project Name : Reytec Construction Resources, Inc.
Address : 191 Hollister St., Houston, Texas 77080

Contract Date : 11/3/2016 Start Date : 12/1/2016 Current Contract Completion Date : 11/30/2020 Substantial Completion Date : In Place : 52.23% Percentage By Time : Due Insurance Exp. : 31.68% Due Policy Due Date : N/A CONTRACT AMOUNT TO DATE : 10/1/2019 CONTRACT AMOUNT TO DATE : 1- Original Contract Amount 2- Approval Change Orders

3- Approved Work Change Orders	Total Approved Extensions		Total Change Orders to Date	Amount
	No.	Date		

Total Pending Work Change Orders to Date : \$0.00
Current Month Earnings : \$2,016.00 Total Contract Amount (excluding WCD's) : \$11,714,557.00
Previous Month Earnings : \$1,113,351.00

65% \$0.00
TOTAL EARNINGS TO DATE : \$11,714,557.00

- A. EARNINGS TO DATE
 1- Work Completed & Paid
 2- Material Stored on Site
 3- Material Stored in Place
 4- Balance Material Accepted Not in Place
 5- Work Change Directives - In Place

5% CF	\$8,816,351.43	\$8,816,351.43
0% CF	\$0.00	\$0.00
0.00 Days @ \$5,000.00	\$0.00	\$0.00

\$8,616,351.43
\$0.00
\$0.00
\$0.00
TOTAL REDUCTIONS : \$8,616,351.43
\$0.00
\$0.00

- B. DEDUCTIONS
 1- Retainage
 2- Retainage Releases
 3- Tax Retainage
 4- Liquidated Damages
 5- Assessments
 6- Inspector Overning Costs

\$8,616,351.43
\$0.00
\$0.00
\$0.00
\$0.00
\$0.00
TOTAL REDUCTIONS : \$8,616,351.43
\$0.00
\$0.00

- C. AMOUNT DUE THIS PERIOD
 1- Total Earnings to Date
 2- Total Deductions
 3- Total Payments Due
 4- Less Previous Payments
 5- Retention Adjustment

\$8,616,351.43
\$0.00
\$0.00
\$0.00
\$0.00
\$0.00
\$0.00
\$0.00
\$0.00
\$0.00

TOTAL AND DUE CONTRACTOR THIS DATE : \$8,616,351.43
BALANCE REMAINING : \$0.00

Prepared By : Karim Bushi, P.E. Revised By : Mohammad Ali, P.E.
Approved By : Scott Bean, TFCZ1 Executive Date : 08/21/2019 Date : 08/21/2019

Memorial City Redevelopment Authority/TIRZ 17 Unconditional Waiver of Liens

**CITY OF HOUSTON
STANDARD DOCUMENT**

MONTHLY SUBCONTRACTOR PAYMENT REPORTING FORM

Document 00842

Reyloc Construction Resources, Inc. has been paid and has received a progress payment in the sum of \$504,670.35 for services, equipment or materials furnished to Memorial City Development Authority/TIRZ 17 for the 8th Branch Channel & Streets Improvements Project (WES No. M-17400-0015-3 located in Houston, Texas, and does hereby release any mechanic's lien or hold right that undersigned has on the above referenced project to the following extent. This release covers a progress payment for labor, services, equipment or material furnished to the Memorial City Redevelopment Authority/TIRZ 17 through June 30, 2019 only, and does not cover any retention if any labor, services, equipment or materials furnished after that date. The undersigned warrants that all undisputed amounts due to its equipment lessors, suppliers, subcontractors, labor, insurance and taxes applicable to this work have been paid in full through the date set forth and held the Memorial City Redevelopment Authority/TIRZ 17 against any loss arising from the cancellation thereof.:

Daniel Bellile, Jr.
Date: 08/01/2019
Title: Project Manager/Representative

SIGNED TO AND SUBSCRIBED before me on:

Terri Hardin
My Commission Expires: 9/28/2022
Commissioner Date: 9/28/2022
Title: Project Manager/Representative

MONTHLY SUBCONTRACTOR PAYMENT REPORTING FORM

Legal Project Name: Brier Branch Channel & Streets Improvement

Outline Agreement No.: WES No. M-17400-0015-3

Contractor Company Name: Reyloc Construction Resources

Address: 1901 Hollister St, Houston, Texas 77080

CERTIFICATION

Daniel Bellile, Jr.
undersigned, Contract Number certifies that (1) Contractor has filed all subcontracts with the City and Contractor has made each payment to the subcontractor in accordance with the contract documents and (2) In accordance with all applicable Contract Documents and laws, and (3) Contractor will not file any claim or subcontract for allegations of performance. The term "Performance" as used herein, includes all items on or firms furnishing work, materials, services or equipment. Contractor shall report to the City made partial payment, near the Project for which the City made partial payment.

EXCEPTION: Contractor will Payment Notifications to the following subcontractor, explaining why Contractor withheld payment. Copies are attached.

Subcontractor Name:	Subcontractor Name:
Street Address:	Street Address:
City, State, and Zip Code:	City, State, and Zip Code:
Amount of Payment Withheld:	Amount of Payment Withheld:
Date Payment First Withheld:	Date Payment First Withheld:
Description of Good Work Received:	Description of Good Work Received:
<i>[Signature]</i>	
(Print or Type Name of Contractor Representative)	
SUBD TO AND SUBSCRIBED before me on:	
<i>[Signature]</i>	
Date: 08/01/2019	
Title: Project Manager/Representative	
<i>[Signature]</i>	
My Commission Expires: 9/28/2022	
Commissioner Date: 9/28/2022	
Title: Project Manager/Representative	

My Commission Expires: 9/28/2022
Commissioner Date: 9/28/2022

Title: Project Manager/Representative

00842

02-07-2010



Terri Hardin
Title: Project Manager/Representative

APPLICATION AND CERTIFICATE FOR PAYMENT

AIA DOCUMENT G702

TO (OWNER): Memorial City Redevelopment Authority

PROJECT: Bhar Branch (W140-01-00) Channel and Straws Improvements

APPLICATION NO: 008

FROM (CONTRACTOR):

Reytec Construction
1901 Hollister Rd.
Houston, Texas 77080
Ph. 713-957-4003; Fax 713-681-0077

PERIOD TO: 7/1/2019
7/31/2019

PROJECT NO: WBS No. N-T17000-0018-3
TIRZ 17 CIP No. T-1734 & T-1734B

CONTRACTOR'S APPLICATION FOR

Application is made for Payment, as shown below, in connection with the Contract.
Continuation Sheet, AIA Document G703, is attached.

1. ORIGINAL CONTRACT SUM.....	\$ 16,794,957.00
2. Net change by Change Order.....	\$ 0.00
3. CONTRACT SUM TO DATE (Line 1+2).....	\$ 16,794,957.00
4. TOTAL COMPLETED & STORED TO DATE.....	\$ 9,816,351.63

5. RETAINAGE:

a. _____ %	of Completed Work	\$ 490,817.59
b. _____ %	of Stored Material	

Total Retainage (Line 5a + 5b or

6. TOTAL EARNED LESS RETAINAGE.....
(Line 4 less Line 5 Total)

7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate).....	\$ 7,363,375.08
8. CURRENT PAYMENT DUE.....	\$ 1,962,159.16
9. BALANCE TO FINISH, PLUS RETAINAGE..... (Line 3 less Line 6)	\$ 9,459,422.76

State of: Texas

Subscribed and sworn to before me this 1st day of August 2019

Notary Public: *[Signature]*
My Commission Expires: 9/28/2022



INSPECTOR'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and
the data comprising the above application, the Architect certifies to the Owner

that to the best of the Architect's knowledge, information and belief the Work has
progressed as indicated, the quality of the Work is in accordance with the
Contract Documents, and the Contractor is entitled to payment of the AMOUNT
CERTIFIED.

AMOUNT CERTIFIED.....
(Attach explanation if amount certified differs from the amount applied for)
ARCHITECT:

By: This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the
Contractor named herein. Issuance, payment and acceptance of payment are without
prejudice to any rights of the Owner or Contractor under this Contract.

Date:

By:

G702-1983

ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and
the data comprising the above application, the Architect certifies to the Owner

that to the best of the Architect's knowledge, information and belief the Work has
progressed as indicated, the quality of the Work is in accordance with the
Contract Documents, and the Contractor is entitled to payment of the AMOUNT
CERTIFIED.

AMOUNT CERTIFIED.....
\$ 1,962,159.16

Date:

By:

G702-1983

Project: Briar Branch (WY140-01-00) Channel & Street Improvements
 WBS No. N-17000-0018-3
 TIR2 17 CIP No. T-1734 & T-1734B

Owner:
 Memorial City Redevelopment Authority
 9810 Long Point Road, Ste 160
 Houston, Texas 77090

Item Description		Contractor: Ray Construction Resources, Inc 1601 Hollister St. Houston, Texas 77090						Today's Date: 8/1/2019 Pay Period: 07/01 to 07/31 Pay Estimate No.: 008 Rain Days This Month: 0		
Item	UOM	Ext Unit Quantity	Unit Price	Contract Amount	Previous Quantities	This Month Quantities	To Date Quantities	This Month Billing	Total Amount Billed	% Complete
48.0	LF	15	\$60.00	\$10,800.00	16.00	16.00	16.00	\$	\$ 10,800.00	100%
49.0	LF	25	\$50.00	\$12,500.00	20.00	20.00	20.00	\$	\$ 12,500.00	80%
50.0	LF	25	\$50.00	\$12,500.00	164.00	164.00	164.00	\$	\$ 17,320.00	70%
51.0	LF	2542	\$55.00	\$125,970.00	164.00	345.00	345.00	\$	\$ 132,745.00	100%
52.0	LF	3029	\$45.00	\$137,185.00	309.00	309.00	309.00	\$	\$ 135,651.00	36%
53.0	LF	8287	\$567.00	\$490,000.00	595.00	2439.00	3024.00	\$	\$ 1,480,473.00	61%
54.0	LF	940	\$56.00	\$544.00	588.00	588.00	588.00	\$	\$ 365,782.00	0%
55.0	LF	80	\$761.00	\$561,960.00	0.00	0.00	0.00	\$	\$ 0.00	0%
56.0	LF	2628	\$740.00	\$1,944,720.00	2486.00	2486.00	2486.00	\$	\$ 1,447,046.00	56%
57.0	LF	1324	\$748.00	\$1,114,272.00	1248.00	1248.00	1248.00	\$	\$ 1,058,304.00	56%
58.0	EA	1	\$103,000.00	\$103,000.00	1.00	1.00	1.00	\$	\$ 103,000.00	100%
59.0	EA	1	\$81,500.00	\$81,500.00	0.00	0.00	0.00	\$	\$ 81,500.00	0%
60.0	EA	3	\$46,500.00	\$139,500.00	1.00	1.00	1.00	\$	\$ 68,500.00	33%
61.0	EA	1	\$116,000.00	\$116,000.00	0.00	0.00	0.00	\$	\$ 0.00	0%
62.0	EA	1	\$90,000.00	\$90,000.00	0.00	0.00	0.00	\$	\$ 0.00	0%
63.0	EA	1	\$27,000.00	\$27,000.00	1.00	1.00	1.00	\$	\$ 27,000.00	100%
64.0	EA	1	\$21,700.00	\$21,700.00	0.00	0.00	0.00	\$	\$ 0.00	0%
65.0	EA	1	\$15,800.00	\$15,800.00	1.00	1.00	1.00	\$	\$ 15,800.00	100%
66.0	EA	3	\$29,100.00	\$87,300.00	0.00	0.00	0.00	\$	\$ 0.00	0%
67.0	EA	15	\$5,400.00	\$51,000.00	7.00	7.00	7.00	\$	\$ 23,800.00	47%
68.0	EA	17	\$54,000.00	\$91,800.00	3.00	2.00	2.00	\$	\$ 27,000.00	25%
69.0	EA	1	\$2,500.00	\$2,500.00	0.00	0.00	0.00	\$	\$ 0.00	0%
70.0	EA	3	\$4,300.00	\$13,900.00	0.00	0.00	0.00	\$	\$ 0.00	0%
70.1	EA	1	\$3,300.00	\$3,300.00	0.00	0.00	0.00	\$	\$ 0.00	0%
70.2	EA	1	\$10,000.00	\$10,000.00	0.00	0.00	0.00	\$	\$ 0.00	0%
70.3	EA	1	\$12,000.00	\$12,000.00	0.00	0.00	0.00	\$	\$ 0.00	0%
70.4	EA	1	\$18,000.00	\$18,000.00	0.00	0.00	0.00	\$	\$ 0.00	0%
70.5	EA	1	\$10,000.00	\$10,000.00	0.00	0.00	0.00	\$	\$ 0.00	0%
71.0	EA	1	\$18,000.00	\$18,000.00	0.00	0.00	0.00	\$	\$ 0.00	0%
71.1	EA	1	\$18,000.00	\$18,000.00	0.00	0.00	0.00	\$	\$ 0.00	0%
71.2	EA	1	\$18,000.00	\$18,000.00	0.00	0.00	0.00	\$	\$ 0.00	0%
71.3	EA	1	\$18,000.00	\$18,000.00	0.00	0.00	0.00	\$	\$ 0.00	0%
72.0	Remove and Dispose of Concrete rubble and concrete structures									81%
73.0	CF	130	\$21.00	\$2,100.00	5.03	5.03	5.03	\$	\$ 110.68	6%
74.0	SY	1035	\$18.00	\$15,880.00	126.22	126.22	126.22	\$	\$ 2,344.00	25%
74.1	SY	684	\$135.00	\$22,340.00	0.00	0.00	0.00	\$	\$ 10,687.00	50%
74.2	EA	2	\$1,000.00	\$1,000.00	0.00	0.00	0.00	\$	\$ 5,000.00	50%
74.3	SY	6634	\$179.00	\$52,048.00	1919.85	1919.85	1919.85	\$	\$ 34,748.00	21%
74.4	LF	158	\$235.00	\$37,340.00	0.00	0.00	0.00	\$	\$ 12,712.00	0%
74.5	LF	517	\$73.00	\$37,741.00	0.00	0.00	0.00	\$	\$ 0.00	0%
74.6	EA	1	\$1,800.00	\$1,800.00	0.00	0.00	0.00	\$	\$ 0.00	0%
74.7	LF	39	\$180.00	\$56,840.00	0.00	0.00	0.00	\$	\$ 0.00	0%
74.8	LF	465	\$9.00	\$81,000.00	188.87	188.87	188.87	\$	\$ 6,285.00	14%
74.9	SY	1500	\$13.00	\$19,300.00	212.86	212.86	212.86	\$	\$ 1,327.10	78%
75.0	LF	57200	\$15.00	\$240,240.00	315.00	315.00	315.00	\$	\$ 18,000.00	56%
75.1	Bulldozer Channel & Retaining Walls									81%
76.0	SY	1038	\$8.00	\$88,304.00	0.00	110.64	110.64	\$	\$ 881.12	11%
76.1	SY	7155	\$17.00	\$50,365.00	84.00	389.64	389.64	\$	\$ 2,010.48	55%
76.2	SY	410	\$15.00	\$6,150.00	0.00	0.00	0.00	\$	\$ 0.00	0%
76.3	SY	196	\$6.00	\$1,176.00	3.33	3.33	3.33	\$	\$ 19.98	2%
76.4	LF	4150	\$1.50	\$5,285.00	104.00	1524.00	1524.00	\$	\$ 2,289.00	24%
76.5	LF	178	---	\$3,024.00	0.00	0.00	0.00	\$	\$ 0.00	0%
76.6	TON	146	\$210.00	\$24,220.00	0.00	85.30	85.30	\$	\$ 11,271.00	41%
76.7	SY	9509	\$7.00	\$46,965.00	0.00	3974.47	3974.47	\$	\$ 27,821.28	47%
76.8	EA	35	\$35.00	\$12,250.00	0.00	0.00	0.00	\$	\$ 0.00	0%
76.9	SY	6391	\$53.00	\$402,631.00	0.00	2750.57	2750.57	\$	\$ 17,265.91	43%
77.0	SY	300	\$65.00	\$19,500.00	0.00	0.00	0.00	\$	\$ 0.00	0%
77.1	SY	1154	\$46.00	\$75,013.00	0.00	0.00	0.00	\$	\$ 0.00	0%
77.2	EA	210	\$7.00	\$1,700.00	0.00	0.00	0.00	\$	\$ 0.00	0%
77.3	LF	210	\$6.00	\$1,189.00	0.00	405.00	405.00	\$	\$ 1,240.00	193%

Project: Briar Branch (W#40-01-00) Channel & Straw Improvements
 WBS No. T-17000-001-B-3
 TR2 17 CIP No. T-1734 & T-1734B

Owner:
 Memorial City Redevelopment Authority
 9810 Land Point Road, Site 150
 Houston, Texas 77065

Item Description		UoM	Unit Quantity	Contract Amount	Previous Quantities	This Month Quantities	% Date Complete	This Month Billing	Total Amount Billed	% Complete
96.0 Saw Cutting		LF	373	\$7,160.00	0.00	27.00	7%	\$40.00	\$40.00	7%
97.0 Concrete Driveway 5' including Excavation 6-inch thick Res.		SF	0	\$7.00	0.00	995.76	\$	\$,970.32	\$,970.32	100% (WIP)
97.1 Concrete Curbs		SF	8180	\$7.50	\$61,350.00	0.00	0.00	0.00	0.00	0%
98.0 6-inch Concrete Curb		LF	4812	\$4.00	\$19,248.00	0.00	0.00	0.00	0.00	0%
99.0 Concrete Pavement Header		LF	367	\$6.00	\$2,256.00	0.00	0.00	0.00	0.00	0%
100.0 Turf Base		SF	291	\$16.00	\$4,656.00	0.00	0.00	0.00	0.00	0%
101.0 Sidepanel 4 1/2 inch thick		SF	1512	\$9.00	\$13,658.00	0.00	0.00	0.00	0.00	0%
102.0 Pav Rocks and Re-lacement with base material/ Ash Surface		SF	454	\$120.00	\$54,746.00	0.00	0.00	0.00	0.00	0%
Wastewater Works		Detailed Planning Items								
103.0 Remove and Dispose 4-inch diameter Sanitary Sewer		LF	36	\$17.00	\$512.00	0.00	0.00	0.00	0.00	0%
104.0 Remove and Dispose 6-inch diameter Sanitary Sewer		LF	22	\$15.00	\$530.00	30.00	0.00	0.00	0.00	0%
105.0 Remove and Dispose 8-inch diameter Sanitary Sewer		LF	22	\$17.00	\$514.00	55.00	0.00	0.00	0.00	13%
106.0 Remove and Dispose 10-inch diameter Sanitary Sewer		LF	110	\$27.00	\$2,791.00	159.00	0.00	0.00	0.00	250%
107.0 Remove and Dispose 15-inch diameter Sanitary Sewer		LF	22	—	\$531.00	0.00	0.00	0.00	0.00	148%
108.0 4-inch diameter PVC Sanitary Sewer Pipe, by open-cut		LF	4	—	\$3,280.00	0.00	0.00	0.00	0.00	0%
109.0 6-inch diameter PVC Sanitary Sewer Pipe, by open-cut with casing		LF	48	\$49.00	\$21,650.00	0.00	0.00	0.00	0.00	0%
110.0 6-inch diameter PVC Sanitary Sewer Pipe, by open-cut with casing		LF	4	—	\$2,760.00	0.00	0.00	0.00	0.00	0%
111.0 6-inch diameter PVC Sanitary Sewer Pipe, by open-cut with casing		LF	19	—	\$4,400.00	0.00	0.00	0.00	0.00	0%
112.0 6-inch diameter PVC Sanitary Sewer Pipe, by open-cut with casing		LF	8	—	\$4,000.00	0.00	0.00	0.00	0.00	0%
113.0 6-inch diameter PVC Sanitary Sewer Pipe, by open-cut with casing		LF	144	—	\$5,000.00	0.00	0.00	0.00	0.00	0%
114.0 10-inch diameter PVC Sanitary Sewer Pipe, by open-cut with casing		LF	16	—	\$160.00	0.00	0.00	0.00	0.00	0%
115.0 10-inch diameter PVC Sanitary Sewer Pipe, by open-cut with casing		LF	204	\$42,840.00	\$159.00	0.00	0.00	0.00	0.00	0%
116.0 15-inch diameter PVC Sanitary Sewer Pipe, by open-cut with casing		LF	4	—	\$2,860.00	0.00	0.00	0.00	0.00	0%
117.0 15-inch diameter PVC Sanitary Sewer Pipe, by open-cut with casing		LF	28	—	\$3,940.00	0.00	0.00	0.00	0.00	0%
118.0 Point Repair 4-inch diameter Sanitary Sewer		EA	2	—	\$3,200.00	0.00	0.00	0.00	0.00	0%
119.0 Point Repair 6-inch diameter Sanitary Sewer		EA	2	—	\$6,600.00	0.00	0.00	0.00	0.00	0%
120.0 Point Repair 10-inch diameter Sanitary Sewer		EA	4	—	\$3,400.00	0.00	0.00	0.00	0.00	0%
121.0 Point Repair 15-inch diameter Sanitary Sewer		EA	8	—	\$13,600.00	0.00	0.00	0.00	0.00	0%
122.1 4-foot diameter concrete Sanitary Sewer manhole		EA	2	—	\$8,800.00	0.00	0.00	0.00	0.00	0%
122.2 Construct 4-foot Extra Depth Sanitary Sewer Manhole		EA	4	—	\$14,500.00	0.00	0.00	0.00	0.00	0%
122.3 Allcast existing meter box to new trade		VF	3	\$200.00	\$600.00	0.00	0.00	0.00	0.00	0%
Water Items		Hydrant/Water/Water Main								
123.0 Allcast existing meter box to new trade		EA	20	—	\$800.00	\$16,000.00	0.00	0.00	0.00	0%
124.0 Remove and Dispose 8-inch diameter Water Line		LF	52	\$18.00	\$303.60	0.00	0.00	0.00	0.00	0%
125.0 Remove and Dispose 8-inch diameter Water Line		LF	51	\$10.00	\$32,040.00	0.00	0.00	0.00	0.00	0%
126.0 Cut, tie and abandon existing 8-inch diameter Water Line		LF	16	\$1,200.00	\$19,200.00	6,00	0.00	0.00	0.00	0%
127.0 8-inch diameter Water line by Open-cut		LF	258	\$140.00	\$35,120.00	80,00	0.00	0.00	0.00	41%
128.0 8-inch diameter DIP water line by Open-cut with restrained joints		LF	223	\$250.00	\$55,750.00	122,00	0.00	0.00	0.00	11%
129.0 20-inch diameter DIP water line by Open-cut with restrained joints		LF	10	\$160.00	\$1,600.00	0.00	0.00	0.00	0.00	0%
130.0 8-inch diameter wet connection		LF	40	\$360.00	\$14,400.00	0.00	0.00	0.00	0.00	0%
131.0 20-inch diameter wet connection		LF	16	\$1,400.00	\$22,400.00	8,20	0.00	0.00	0.00	10%
132.1 Repair damaged water service lines, 4-inch		LF	2	\$3,500.00	\$7,000.00	37,000.00	0.00	0.00	0.00	0%
132.2 Repair damaged water service lines, 6-inch		LF	150	\$500.00	\$13,500.00	0.00	0.00	0.00	0.00	0%
132.3 Repair damaged water service lines, 8-inch		LF	150	\$100.00	\$15,000.00	0.00	0.00	0.00	0.00	0%
Pavement Marking Items		Hydrant/Water Main								
133.0 Raised Pav Marker True I with Two Face Reflective (W/Y)		EA	3	\$1.00	\$21.00	0.00	0.00	0.00	0.00	0%
134.0 Thermoplastic Pavement Marking, 4-inch White Solid		LF	92	\$6.00	\$552.00	0.00	0.00	0.00	0.00	0%
135.0 Thermoplastic Pavement Markings, 4-inch Yellow Dashed		LF	10	\$6.00	\$60.00	0.00	0.00	0.00	0.00	0%
136.0 Remove moist concrete and masonry		CY	100	\$4,500.00	\$4,500.00	0.00	0.00	0.00	0.00	0%
137.0 6-inch Over Excavate trench bottom		LF	100	\$1,100.00	\$1,100.00	0.00	0.00	0.00	0.00	0%

Project: Ender Branch (W140-01-0) Channel & Straw Improvements

WBS No.: T17000-0018-3
TIR2-17 U.P. No.: 1-1734 & 1-1734B

Owner:
Memorial City Redevelopment Authority
5610 Long Point Road, Ste 600
Houston, Texas 77066

Contractor:
Revive Construction Resources, Inc.
1801 Bellfort St.
Houston, Texas 77000

Today's Date:
8/1/2019
Pay Period:
07/01 to 07/31
Pay Estimate No.:
008
Rain Days this Month:
0

Item	Item Description	UOM	Ext Unit Quantities	Unit Price	Contract Unit	Previous Contract Unit	This Month Quantity	Fee Date	This Month Billing	Total Actual Work	Corporate
138.0	Extra Excavation around obstructions	CY	100	\$25.00	\$2,500.00		0.00	\$	\$	0	0%
139.0	Extra Hand Excavation	CY	100	\$35.00	\$3,500.00		0.00	\$	\$	0	0%
140.0	Extra Machine Excavation	CY	50	\$25.00	\$1,250.00		0.00	\$	\$	0	0%
141.0	Extra Placement of Backfill Material	CY	100	\$25.00	\$2,500.00		0.00	\$	\$	0	0%
142.0	Extra Placement of Granular Fill	CY	100	\$20.00	\$2,000.00		0.00	\$	\$	0	0%
143.0	Extra Cement Stabilized Sand	CY	100	\$40.00	\$4,000.00		0.00	\$	\$	0	0%
144.0	Extra Water Filter In Place	TON	1	\$1,000.00	\$1,500.00		0.00	\$	\$	0	0%
145.0	Extra Grade 50 Reinforcing Steel	LB	1000	\$2.00	\$2,000.00		0.00	\$	\$	0	0%
146.0	Extra Class 'A' concrete with or without forms complete-in-place	CY	100	\$65.00	\$6,500.00		0.00	\$	\$	0	0%
146.1	Installation of wooden fence, Complete in place	LF	2500	\$25.00	\$62,500.00		0.00	\$	\$	0	0%
146.2	Installation of chain link fence, Complete in place	LF	1500	\$30.00	\$45,000.00		0.00	\$	\$	0	0%
147.0	City of Houston Permits	LS	1	\$1,000.00	\$1,000.00		0.00	\$	\$	0	0%
148.0	Street Cut Permit	LS	1	\$1,000.00	\$1,000.00		0.00	\$	\$	0	0%
149.0	HCFCD Permit	LS	1	\$750.00	\$750.00		0.00	\$	\$	0	0%
150.0	TPOSE Permit	LS	1	\$750.00	\$750.00		0.00	\$	\$	0	0%
151.0	Pronounced Power Pole and/or street light pole removal/relocation with re-strik	LS	1	\$10.00	\$10.00		0.00	\$	\$	0	0%
152.0	Work Change Directives	LS	1	\$30,000.00	\$30,000.00		0.00	\$	\$	0	0%
152A	Remove 36" RCP & Replace with 42" RCP	LF	170	\$1,000,000.00	\$1,000,000.00		0.00	\$	\$	0	0%
152B	Remove 36" RCP & Replace with 36" RCP	LF	60	\$227,000.00	\$185,580.00		0.00	\$	\$	0	0%
152C	Install 24" RCP	LF	420	\$1,740,00	\$562,280.00		0.00	\$	\$	0	0%
152D	Adust 69" Net	EA	2	\$4,920.00	\$9,840.00		0.00	\$	\$	0	0%
152E	Install 6" Diameter Manhole	EA	1	\$1,460.00	\$1,460.00		0.00	\$	\$	0	0%
152F	Mill Surface Slight, Including base material & trench	SF	515	\$45.00	\$22,175.00		0.00	\$	\$	0	0%
152G	Marble at 24" needed	EA	1	\$3,760.00	\$3,760.00		0.00	\$	\$	0	0%
152H	Remove & Install Wooden Fence	LF	140	\$1,200.00	\$1,200.00		0.00	\$	\$	0	0%
152J	Clearing and Grubbing	LS	1	\$2,500.00	\$2,500.00		1.00	\$	\$	0	0%
152K	Traffic Control & Flagging	LS	1	\$4,500.00	\$4,500.00		0.50	\$	\$	0	0%
Overall Totals											
Work Change Directive Budget											
\$16,784,857.00											
\$2,000,000.00											
\$63,378.00											
\$1,936,621.00											
Work Change Directive Complied To Date											
Remaining Work Change Directive Budget:											
\$0.00											
Sub Total											
\$9,326,534.24											
Less Total Previous Payment											
\$7,383,376.08											
Amount due this Estimate											
\$1,982,158.18											

52%

Contractor
Signature

Date

8/1/19

Date

8/1/19

Reytec Project No. 2203

Deviated Plan

Project Name: 2203: Briar Branch (W140-01-00)Channel & Straws Improvement

Contract Amount: \$18,794,957.00

Work Progress: 52% complete

Pay Estimate Number: 8

Pay Period: 07/01/2019 to 07/31/2019

Overall Goal:

Contracted:	18.00%	\$ 3,383,092.26
Current:	10.11%	\$ 1,900,405.27
	-7.89%	\$ (1,482,685.99)

MWSBE Goal:

MBE Goal:		WBE Goal:	
Contracted:	10.00%	\$ 1,879,495.70	8.00% \$ 1,503,596.56
Current:	2.39%	\$ 449,348.54	7.72% \$ 1,451,057.73
	-7.61%	\$ 1,430,147.16	-0.28% \$ 52,538.83

Individual Goal:

Moran Construction (MBE)		Access Data (WBE)	
Contracted:	6.11%	\$ 1,148,371.87	8.00% \$ 1,503,596.56
Current:	0.33%	\$ 63,499.14	7.72% \$ 1,451,057.73
	-5.78%	\$ -1,084,872.70	-0.28% \$ 52,538.83

Ecung (MBE)

Rosales Trucking (MBE)		Fabco (MBE)	
Contracted:	0.36%	\$ 67,661.85	1.00% \$ 187,949.57
Current:	0.08%	\$ 15,225.00	0.36% \$ 69,222.06
	-0.28%	\$ 52,436.85	-0.64% \$ 118,727.51

**MEMORIAL CITY REDEVELOPMENT AUTHORITY TIRZ NO. 17,
TAX REINVESTMENT ZONE NO. 17
HOUSTON, TEXAS**

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ No. 17 Board of Directors

FROM: Executive Director

SUBJECT: Agenda Item Materials

5. Development Agreement with T & C Partners LLC:
 - a. Approve the Second Amendment to the Development Agreement with T & C Partners LLC
 - b. Approve the supplemental reimbursement report and release of funds for T & C Partners

**SECOND AMENDMENT TO DEVELOPMENT AGREEMENT BETWEEN
T&C WAY PARTNERS, LLC AND
MEMORIAL CITY REDEVELOPMENT AUTHORITY**

THIS FIRST AMENDMENT TO DEVELOPMENT AGREEMENT ("Amendment"), dated effective as of August 1, 2019, (the "Effective Date") is made in Harris County, Texas, by and between T&C WAY PARTNERS, LLC, a Texas limited liability company (the "Company") and MEMORIAL CITY REDEVELOPMENT AUTHORITY, a not for profit local government corporation organized and existing under the laws of the State of Texas (the "Authority") (individually referred to a "Party" and collectively as "Parties").

RECITALS

WHEREAS, the Authority and the Company previously entered into that certain Development Agreement ("Agreement") to assist the Authority in the acquisition, development and construction of public street and associated detention improvements on certain real property shown, a portion of which was dedicated, developed and constructed as public street right-of-way, with associated detention improvements, for the extension of Town & Country Way from Town & Country Boulevard west toward Beltway 8, which project is included in the Authority's Project and Financing Plan;

WHEREAS, the Company and the Authority now wish to enter into this First Amendment to the Development Agreement for the purpose of, among other things, reimbursing the Company for interest on funds advanced to the Authority for the purpose of acquiring, developing and constructing the Public Improvement;

NOW THEREFORE, and in consideration of the mutual promises, covenants, benefits, and obligations herein described, the City and the Authority hereby agree to the terms and conditions of this Agreement.

AGREEMENT

A. Incorporation of Recitals. The recitals to this Amendment are hereby incorporated for all purposes.

B. Definitions and Terms. All capitalized terms have the meanings given to them in the Agreement, except as specifically provided herein.

1. "Developer Interest" means interest accrued on the Company Contribution at a per annum rate equal to the lesser of i) 4.5% or ii) the interest rate on any loan or financing provided to the Company to fund the Company Contribution, calculated using a 360 day method, plus the cost of any loan

origination or other related fees or costs including but not limited to: extension fees, termination fees, and interest accrued on interest reserve funds.

C. Agreement in Effect. Except as specifically amended herein, the Agreement shall remain in full force and effect.

D. Counterparts. This Amendment may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same agreement.

[EXECUTION PAGES FOLLOW]

IN TESTIMONY OF WHICH this instrument has been executed in multiple counterparts, each of equal dignity and effect, on behalf of the Authority and the Company effective as of the date first above written.

COMPANY:

T&C Way Partners, LLC
a Texas limited liability company

By: Midway Interests, Inc.,
A Delaware corporation,
As its sole member

By: _____
Name: T. C. Way
Title: W

AUTHORITY:

Memorial City Redevelopment Authority

By: _____
Ann Givens, Chair

APPROVED AS TO FORM:

Andrew Icken
Chief Development Officer
City of Houston, Texas

McCALL GIBSON SWEDLUND BARFOOT PLLC

Certified Public Accountants

13100 Wortham Center Drive
Suite 235
Houston, Texas 77065-5610
(713) 462-0341
Fax (713) 462-2708
E-Mail: mgsb@mgsbpllc.com

9600 Great Hills Trail
Suite 150W
Austin, Texas 78759
(512) 610-2209
www.mgsbpllc.com

August 27, 2019

Board of Directors
Memorial City Redevelopment Authority
City of Houston, Texas

Dear Board Members,

We have previously submitted an agreed-upon procedures report dated August 28, 2018 for reimbursement from schedules updated for T&C Way Partners, LLC (the "Company") for funds advanced to the Authority for the purpose of acquiring land for Public Improvements. In that report, there was a balance due to the Company of \$147,130.56.

We have recalculated the interest in accordance with the promissory note, and included interest holdback advances and the loan extension fee in 2018 of \$10,000.00 as provided under the new agreement. We applied the procedures outlined in the above-referenced report and have calculated the final reimbursement under the agreement in the amount of \$235,449.78. which includes interest of \$78,319.22. Interest was calculated at 4.5% in accordance with the Development Agreement from August 29, 2018 through September 30, 2019.

In addition, a termination fee will be due on the loan at closing of \$49,500.00 in accordance with the promissory note. That amount will be reimbursable to the Developer when paid.

Per Schedule B of the above referenced report, and verified by the bookkeeper, it appears the District will have sufficient funds to make this payment.

Sincerely,

McCall Gibson Swedlund Barfoot PLLC
Certified Public Accountants
Houston, Texas

Supplemental T&C Way

MEMORIAL CITY REDEVELOPMENT AUTHORITY TIRZ NO. 17,
TAX REINVESTMENT ZONE NO. 17
HOUSTON, TEXAS

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ No. 17 Board of Directors

FROM: Executive Director

SUBJECT: Agenda Item Materials

6. Receive an update regarding Mathewson Lane.

MEMORIAL CITY REDEVELOPMENT AUTHORITY TIRZ NO. 17,
TAX REINVESTMENT ZONE NO. 17
HOUSTON, TEXAS

AGENDA MEMORANDUM

TO: Memorial City Redevelopment Authority TIRZ No. 17 Board of Directors

FROM: Executive Director

SUBJECT: Agenda Item Materials

7. CIP Committee.

- a. Project update and recommendations from Gauge Engineering LLC
 - i. Consider Pay Application No. 8 from Reytec Construction, Briar Branch Channel and Straws Improvements, in the amount of \$1,962,159.16
- b. Project update from LAN
- c. Project update from the Goodman Corporation
- d. Project update from SWA

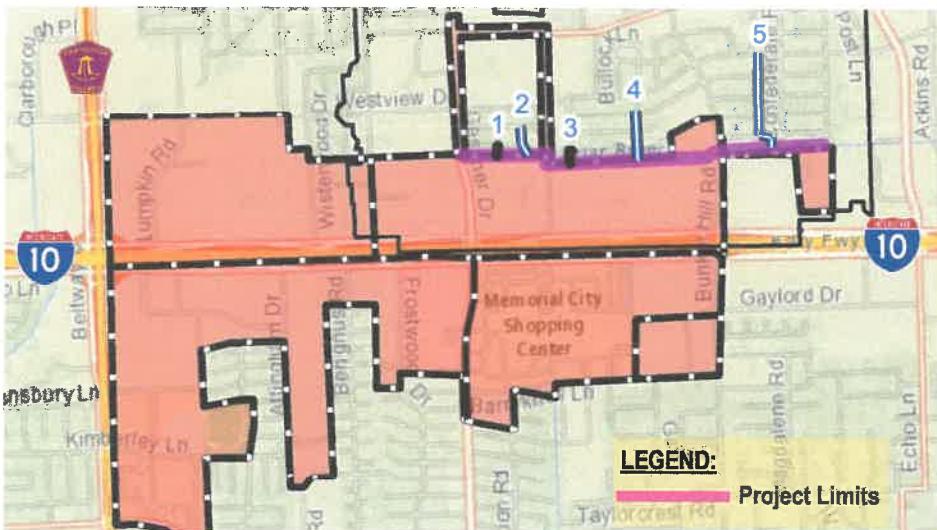
PROGRESS REPORT—AUGUST 2019

Briar Branch (W140-01-00) Channel & Straws Improvements

WBS No. N-T17000-0018-3, T-1734 & T-1734B

PROJECT LOCATION

The channel improvement project is approximately 6,200 feet long, from Gessner Road east to Oak Tree Drive, approximately 1,750 feet east of Bunker Hill Road. This project is located in City Council District A.



PROJECT OBJECTIVE

Improve drainage by increasing conveyance and storage

The Briar Branch (W140-01-00) Channel & Straws Improvements project involves the construction of storm drainage improvements that are designed to lower water levels on Briar Branch, provide flood mitigation storage, and deliver flooding relief and protection to the surrounding community.

PROJECT DESCRIPTION

- The channel improvement project is approximately 6,200 feet long, from Gessner Road east to Oak Tree Drive, approximately 1,750 feet east of Bunker Hill Road. The proposed channel improvements will include constructing box culverts ranging in size from 7-FT x 7-FT to 10-FT x 8-FT RCBs along the length of the system, effectively enclosing the channel.
- The Straw improvements consist of approximately 2,600 linear feet of perpendicular improvements at five (5) separate lateral locations along Briar Branch, from Gessner Road east to Confederate Lane, approximately 1,000 feet east of Bunker Hill Road.
- Included in the channel improvements is the reconstruction of the Bunker Hill Road crossing at Briar Branch from dual 7-FT x 7-FT RCBs to triple 8'x8' RCBs.

PROJECT STATUS

- Storm box sewers are currently being installed west of Bunker Hill Rd.
- Worked with City and Contractor to resolve 3 wastewater line conflicts.
- Work on straw no. 5 (Spring Rock Lane) continues to progress (90% complete), pavement work done.
- Retaining wall work scheduled for completion early September.

CURRENT TRAFFIC CONTROL CONFIGURATION

- All streets are open
- Northbound Bunker Hill Road is shifted towards the east at Bunker Hill crossing

Cont. PROGRESS REPORT—AUGUST 2019

Briar Branch (W140-01-00) Channel & Straws Improvements

WBS No. N-T17000-0018-3, T-1734 & T-1734B

CONSTRUCTION TIME

- Contract time: 24 Months
- Notice to Proceed date: December 17, 2018

CONTACT INFORMATION

Construction Manager (CM)

Gauge Engineering
3200 Wilcrest Drive, Suite 220
Houston, TX 77042



Contractor

Reytec Construction Resources
1901 Hollister St.
Houston, TX 77080



PROGRESS PHOTOS



RCB installation west of Bunker Hill Road — Phase II

PAYMENT ESTIMATES

Original Contract Amount	\$18,794,957.00
Change Order Amount to Date	\$0.00
Current Contract Amount	\$18,794,957.00
Previous Payments	\$7,363,375.08
Current Payment Due	\$1,962,159.16
Contract Completion Date	11/30/2020
Balance Remaining	\$8,978,605.17



Pouring floor in junction box near Gessner Road



Repaving of Springrock Lane



Repaving of Bunker Hill Road

PROGRESS REPORT

AUGUST 2019

MEMORIAL CITY REDEVELOPMENT AUTHORITY/TIRZ 17



3200 Wilcrest Drive, Suite 220
Houston, TX 77042

GESSNER ROAD MOBILITY & DRAINAGE IMPROVEMENTS PS&E (T-1732A & T-1732B):

- TIRZ 17 made the advanced payment to TxDOT
- SER \$14.59 M – Lowest Bidder
- Construction begins – October 2019

Activities Planned for Next Period:

- Provide Construction Administration Proposal

PRELIMINARY ENGINEERING SERVICES FOR DETENTION BASIN A (T-1735B):

Activities This Period:

- Continue to coordinate with City on grant application
- Advancing Preliminary Engineering Report
- Developing layout plans

Activities Planned for Next Period:

- Continue follow up efforts with City of Houston on grant application

Items Affecting Schedule:

- N/A



August 9, 2019

Scott Bean
Memorial City Redevelopment Authority/TIRZ 17
9610 Long Point, Suite 150
Houston, Texas 77055

Reference: Briar Branch (W140-01-00) Channel and Straws Improvements Reconstruction and Drainage Improvements
Gauge Project No.: 1005
WBS No. N-T17000-0018-3 (T-1734 & T-1734B)
Reytec Construction Resources, Inc. Payment No. 08

Dear Mr. Bean:

Reytec Construction Resources, Inc. (Reytec) has submitted estimate No. 08 in the amount of \$1,962,159.16 for construction services rendered through July 31, 2019. Based on our review, Reytec has complied with all requirements stated in the estimate and we recommend payment of **\$1,962,159.16** to Reytec.

The following billing information is to be used for payment:

Reytec Construction Resources, Inc.
1901 Hollister St.
Houston, TX 77080

If you have any questions or require additional information, please feel free to contact me at (832) 318-8800.

Sincerely,

A handwritten signature in blue ink, appearing to read "Muhammad Ali".

Muhammad Ali, P.E.
Project Manager

Enclosures: Reytec Pay Est. No. 08

Estimate No. 8
Cut off Date 07/31/19
Estimate Date 08/02/19

Memorial City Redevelopment Authority/TIRZ 17
Estimate and Certificate for Payment Unit Price Work



Project Name	Briar Branch (W140-01-00) Channel and Straws Improvements Reconstruction and Drainage		
Contractor Name	Reytec Construction Resources, Inc.		
Address	191 Hollister St., Houston, Texas 77080		
			WBS No. N-T17000-0018-3 (T-1734 & T-1734B)
Contract Date	11/31/2018		
Start Date	12/17/2018		
Current Contract Completion Date	11/30/2020		
Substantial Completion Date			
Percentage By Time	: 31.65%	In Place : 52.23%	
Date Insurance Exp.:	10/16/2019	Drug Policy Due Date: N/A	Current M/SBE : 10.11%

CONTRACT TIME IN CALENDAR DAYS

Original Contract Time	:	714
Approved Extensions	:	0
Total Contract Time	:	714
Days Used to Date	:	226
Days Remaining to Date	:	488
Schedule Update	:	7/2/2019

CONTRACT AMOUNT TO DATE :

- 1- Original Contract Amount
- 2- Approved Change Orders

\$18,794,957.00

No.	Date	Ext.Days	Amount

Total Approved Extentions 0

Total Change Orders to Date \$0.00

- 3- Approved Work Change Directives

No.	Date	Ext.Days	Amount

Total Pending Work Change Directives to Date \$0.00

TOTAL CONTRACT AMOUNT (excludes WCDs) \$18,794,957.00

A. EARNINGS TO DATE

1- Work Completed to Date	52.23% Complete
2- Material Stored on Site	\$0.00
3- Material Stored in Place	\$0.00
4- Balance-Materials Accepted Not in Place	\$0.00
5- Work Change Directives - In Place	@ 85% \$0.00

Current Month Billing	\$2,065,430.69
	<u>\$9,816,351.83</u>
	\$0.00

TOTAL EARNINGS TO DATE \$9,816,351.83

B. DEDUCTIONS

1- Retainage	5%	Of	\$9,816,351.83	<u>\$490,817.59</u>
2- Retainage Release	0%	Of	\$9,816,351.83	<u>\$0.00</u>
3- Total Retainage				\$490,817.59
4- Liquidated Damages		0.00	Days @ \$5,000.00	<u>\$0.00</u>
5- Assessments				\$0.00
6- Inspector Overtime Costs				<u>\$0.00</u>

	\$490,817.59
	\$0.00
	\$0.00
	\$0.00

TOTAL DEDUCTIONS \$490,817.59

C. AMOUNT DUE THIS PERIOD

1- Total Earnings to Date	\$9,816,351.83
2- Total Deductions	<u>\$490,817.59</u>
3- Total Payments Due	
4- Less Previous Payments	\$9,325,534.24
5- Restoration Adjustment	<u>\$7,363,375.08</u>
	\$0.00

TOTAL AMOUNT DUE CONTRACTOR THIS DATE \$1,962,159.16

BALANCE REMAINING \$8,978,605.17

Prepared By

8/5/2019

Karam Qaddo, P.E.

Date

Approved By:

8/22/2019

Scott Bean, TIRZ17 Executive

Date

Reviewed By

8/9/2019

Muhammad Ali, P.E.

Date

Reytec Construction Resources, Inc.

1901 Hollister
Houston, Texas 77080
Office 713.957.4003
Fax 713.681.0077

Briar Branch Channel & Straws Improvements Project Pay Application

August 2, 2019

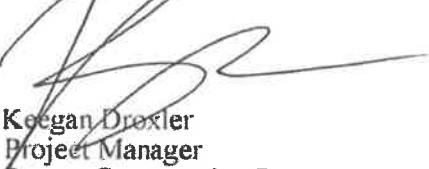
Mr. Muhammad Ali
Gauge Engineering
3200 Wilcrest Drive, Suite 220
Houston, TX 77042

**Re: Memorial City Redevelopment Authority
Briar Branch (W140-01-00) Channel and Straws
Improvements Project
WBS No. N-T17000-0018-3**

Dear Muhammad,

Please see attached for pay application 008 for July 2019, Briar Branch (W140-01-00) Channel and Straws Improvements.

Thanks,



Keegan Droxler
Project Manager
Reytec Construction Resources
832-844-8322
kdroxler@reytec.net

APPLICATION AND CERTIFICATE FOR PAYMENT

AIA DOCUMENT G702

TO (OWNER): **Memorial City Redevelopment Authority**

Briar Branch (W140-01-00) Channel and Straus Improvements

PROJECT: **Briar Branch (W140-01-00) Channel and Straus Improvements**

APPLICATION NO: **008**
PERIOD TO: **7/1/2019**
7/31/2019

FROM (CONTRACTOR):

**Reytec Construction
1901 Hollister Rd.
Houston, Texas 77080
Ph. 713-957-4003; Fax 713-681-0077**

CONTRACTOR'S APPLICATION FOR PAYMENT

CHANGE ORDER SUMMARY		ADDITIONS	DEDUCTIONS	TOTAL
Approved this Month	Date			
				TOTALS \$
Net change by Change Orders				\$ -

Application is made for Payment, as shown below, in connection with the Contract Continuation Sheet, AIA Document G703, is attached.

1. ORIGINAL CONTRACT SUM.....\$ **18,794,957.00**
2. Net change by Change Order.....\$ **0.00**
3. CONTRACT SUM TO DATE (Line 1+2).....\$ **18,794,957.00**
4. TOTAL COMPLETED & STORED TO DATE.....\$ **9,816,351.83**

5. RETAINAGE:

- a. _____ % of Completed Work \$ **490,817.59**
 b. _____ % of Stored Material _____

Total Retainage (Line 5a + 5b or

6. TOTAL EARNED LESS RETAINAGE

(Line 4 less Line 5 Total)

7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)
8. CURRENT PAYMENT DUE.....\$ **7,363,375.08**
9. BALANCE TO FINISH, PLUS RETAINAGE.....\$ **1,962,159.16**

(Line 3 less Line 6)

State of: **Texas**
Subscribed and sworn to before me this **1st** day of **August**, 20**22**
Notary Public: **TERRI HARDIN**
My Commission Expires: **September 28, 2022**



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the above application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

INSPECTOR:
By: Date: **8/1/19**

CONTRACTOR:
By: Date: **8/28/2022**

AMOUNT CERTIFIED.....\$ **1,962,159.16**
(Attach explanation if amount certified differs from the amount applied for)
ARCHITECT:

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

By: _____ Date: _____
G702-1983

CITY OF HOUSTON
STANDARD DOCUMENT

**MONTHLY SUBCONTRACTOR
PAYMENT REPORTING FORM**

Document 00642

MONTHLY SUBCONTRACTOR PAYMENT REPORTING FORM

Legal Project Name: Briar Branch Channel & Straws Improvements

Outline Agreement No.: _____ WBS No.: N-T17000-0018-3

Contractor's Company Name: Reytec Construction Resources

Address: 1901 Hollister St. Houston, Texas 77080

CERTIFICATION

Daniel Bonilla Jr Contractor's Representative for the above referenced Contract, hereby certifies that (1) Contractor has paid all subcontractors, except those noted below, (2) Contractor made such payments (a) in proportion to the amount City paid Contractor and (b) in accordance and compliance with all applicable Contract Documents and laws; and (3) Contractor withheld no sums from any subcontractor for allegations of deficiency in Work. The term "subcontractor", as used herein, includes all persons or firms furnishing work, materials, services or equipment Contractor ordered incorporated into Work or placed near the Project for which the City made partial payment.

EXCEPTION: Contractor sent Payment Notifications to the following subcontractors explaining why Contractor withheld payment. Copies are attached.

Subcontractor Name: _____ Subcontractor Name: _____

Street Address: _____ Street Address: _____

City, State, and Zip Code: _____ City, State, and Zip Code: _____

Amount of Payment Withheld: _____ Amount of Payment Withheld: _____

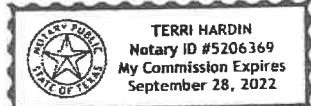
Date Payment First Withheld: _____ Date Payment First Withheld: _____

Description of Good Faith Reason: _____ Description of Good Faith Reason: _____


(Signature of Contractor's Representative)

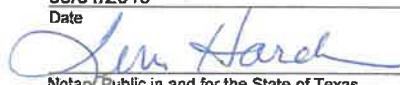
Daniel Bonilla Jr
(Print or Type Name of Contractor's Representative)

SWORN TO AND SUBSCRIBED before me on:



08/01/2019

Date


Notary Public in and for the State of Texas

My Commission Expires: 9/28/2022
Expiration Date

Terri Hardin
Print or Type Name of Notary Public

00642
02-01-2010

Reytec Construction Resources, Inc has been paid and has received a progress payment in the sum of \$904 670.38 for services, equipment or material furnished to Memorial City Development Authority/TIRZ 17 for the Briar Branch Channel & Straws Improvements Project (WBS No. N-T17000-0018-3 located in Houston, Texas, and does hereby release any mechanic's lien or bond right that undersigned has on the above referenced project to the following extent. This release covers a progress payment for labor, services, equipment or material furnished to the Memorial City Redevelopment Authority/TIRZ 17 through June 30, 2019 only, and does not cover any retention if any labor, services, equipment or materials furnished after that date. The undersigned warrants that all undisputed amounts due to its equipment lessors, suppliers, subcontractors, labor, insurance and taxes applicable to this work have been paid in full through the date set forth and hold the Memorial City Redevelopment Authority/TIRZ 17 against any loss arising from the nonpayment thereof..


(Signature of Contractor's Representative)

Daniel Bonilla Jr
(Print or Type Name of Contractor's Representative)

SWORN TO AND SUBSCRIBED before me on:

08/01/2019

Date


Notary Public in and for the State of Texas



My Commission Expires: 9/28/2022
Expiration Date

Terri Hardin
Print or Type Name of Notary Public

Project: Brdar Branch (W440-01-00) Channel & Straw Improvements

WBS No. N-T1000-QD18-3
TIR2 17 CIP No. T-1734 & T-1734B

Today Date: 8/1/2019
Pay Period: 07/01 to 07/31
Pay Estimate No.: 008
0

Owner:
Memorial City Redevelopment Authority
9610 Long Point Road, Ste 150
Houston, Texas 77055

Contractor:
Reactive Construction Resources, Inc
1901 Helioter St.
Houston, Texas 77003

Item	Description	With Direct Upgrade		Without Direct Upgrade		Breakdown Quantity	Unit Price	Total Unit Quant.	Total Cost	Total Cost Diff/Bdg	Total % Complete
		Qty	Unit	Qty	Unit						
138.0	Extra Excavation around obstructions					575.00	\$2,100.00	575.00	\$1,150.00	\$0.00	0%
139.0	Extra Hand Excavation					555.00	\$3,100.00	555.00	\$1,750.00	\$0.00	0%
140.0	Extra Machine Excavation					525.00	\$1,250.00	525.00	\$650.00	\$0.00	0%
141.0	Extra Placement of Backfill Material					515.00	\$2,500.00	515.00	\$1,250.00	\$0.00	0%
142.0	Extra Placement of Granular Fill					500.00	\$3,000.00	500.00	\$1,500.00	\$0.00	0%
143.0	Extra Cement Stabilized Sand					480.00	\$4,000.00	480.00	\$2,000.00	\$0.00	0%
144.0	Extra Water Piping In Place					450.00	\$3,500.00	450.00	\$1,750.00	\$0.00	0%
145.0	Extra Grade 60 Reinforcing Steel					420.00	\$2,000.00	420.00	\$1,000.00	\$0.00	0%
146.0	Extra Class "A" concrete block or without forms (complete in place)					390.00	\$6,000.00	390.00	\$3,600.00	\$0.00	0%
146.1	Installation of wooden fence, Complete in place					360.00	\$625.00	360.00	\$225.00	\$0.00	0%
146.2	Installation of chain link fence, Complete in place					330.00	\$450.00	330.00	\$150.00	\$0.00	0%
Cash Allowances											
147.0	City of Houston Permits	LS	1	51,000.00		\$3,000.00	0.00	0.00	\$0.00	0.00	0%
148.0	Street Cut Permit	LS	1	\$1,000.00		\$1,000.00	0.00	0.00	\$0.00	0.00	0%
149.0	HCFCD Permit	LS	1	\$1,000.00		\$1,000.00	0.00	0.00	\$0.00	0.00	0%
150.0	TIDES Permit	LS	1	\$1,000.00		\$1,000.00	0.00	0.00	\$0.00	0.00	0%
151.0	Protruding Power Pole and/or street light pole removal (removal and replacement with new circuit)	LS	1	\$100.00		\$100.00	0.00	0.00	\$0.00	0.00	0%
152.0	Work Change Directives	LS	1	\$1,000,000.00		\$2,000,000.00	0.00	0.00	\$0.00	0.00	0%
152A	Remove 35' RCP & Replace with 42' RCP	LF	170	\$2,277.00		\$38,956.00	0.00	0.00	\$0.00	0.00	0%
152B	Remove 35' RCP & Replace with 35' RCP	LF	60	\$2,249.00		\$13,494.00	0.00	0.00	\$0.00	0.00	0%
152C	Install 24' RCP	EA	420	\$134.00		\$56,280.00	392.00	0.00	\$0.00	0.00	0%
152D	Adjust BR Int'l	EA	2	\$2,460.00		\$4,920.00	0.00	0.00	\$0.00	0.00	0%
152E	Install 8' Diameter Manhole	EA	1	\$13,460.00		\$13,460.00	0.00	0.00	\$0.00	0.00	0%
152F	Mill Surface, Asphal Lining/CC Base Material at trench	SF	515	\$45.00		\$23,750.00	0.00	0.00	\$0.00	0.00	0%
152G	Machine a 24" trench	EA	1	\$3,760.00		\$3,760.00	0.00	0.00	\$0.00	0.00	0%
152H	Remove & Install Wooden Fence	LF	40	\$30.00		\$1,200.00	40.00	0.00	\$0.00	1,200.00	100%
152I	Cleaning and Scrubbing	LF	140	\$35.00		\$4,900.00	140.00	0.00	\$0.00	4,900.00	100%
152J	Traffic Control & Fencing	LS	1	\$2,500.00		\$2,500.00	1.00	0.00	\$0.00	2,500.00	100%
152K	Overall Total			\$16,784,987.00		\$16,784,987.00	1	1	\$0.00	\$0.00	0%
	Work Change Directive Budget			\$2,000,000.00		\$2,000,000.00	1	1	\$0.00	\$0.00	0%
	Remaining Work Change Directive Budget			\$63,378.00		\$63,378.00	1	1	\$0.00	\$0.00	0%
	Sub Total:			\$1,596,622.00		\$1,596,622.00	1	1	\$0.00	\$0.00	0%
	Less Total Previous Payment			\$7,383,375.00		\$7,383,375.00	1	1	\$0.00	\$0.00	0%
	Amount due this Estimate			\$1,982,159.16		\$1,982,159.16	1	1	\$0.00	\$0.00	0%

Overall Totals
Work Change Directive Complied To Date
Remaining Work Change Directive Budget
Sub Total:
Less Total Previous Payment
Amount due this Estimate

Date

Comments

Retaingage 5% \$ 490,817.56

Sub Total: \$9,325,534.24

Total: \$9,816,351.63

Total: \$2,065,430.69

52%

8/1/19
Supt
Contractor

Reytec Project No. 2203**Deviated Plan**

Project Name:

2203: Briar Branch (W140-01-00) Channel & Straws Improvement
Contract Amount: \$18,794,957.00
Work Progress: 52% complete

Pay Estimate Number:

8

Pay Period:

07/01/2019 to 07/31/2019

Overall Goal:Contracted: 18.00% \$ 3,383,092.26
Current: 10.11% \$ 1,900,406.27
-7.89% \$ (1,482,685.99)

double check Overall Goal

MWSBE Goal:Contracted: 10.00% \$ 1,879,495.70
Current: 2.39% \$ 449,348.54
-7.61% \$ 1,430,147.16**Individual Goal:**Contracted: 8.00% \$ 1,503,596.56
Current: 7.72% \$ 1,451,057.73
-0.28% \$ 52,538.83**Moran Construction (MBE)**Contracted: 6.11% \$ 1,148,371.87
Current: 0.33% \$ 63,499.14
-5.78% \$ -1,084,872.70**Rosales Trucking (MBE)**Contracted: 2.50% \$ 1,503,596.56
Current: 1.60% \$ 1,451,057.73
-0.90% \$ 52,538.83**Ecung (MBE)**Contracted: 0.36% \$ 67,661.85
Current: 0.08% \$ 15,225.00
-0.28% \$ 52,436.85**Fabco (MBE)**Contracted: 1.00% \$ 187,949.57
Current: 0.36% \$ 69,222.06
-0.64% \$ 118,727.51**Access Data (WBE)**Contracted: 8.00% \$ 1,503,596.56
Current: 7.72% \$ 1,451,057.73
-0.28% \$ 52,538.83



THE GOODMAN
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THEGOODMANCORP.COM

PROGRESS REPORT

To: Scott Bean, Executive Director
From: Stephanie Kirschner
Date: August 1, 2019
Re: Environmental Studies for Categorical Exclusion Memorial Drive (Beltway 8 to Tallowood Road) (MCT102) – July 2019

Task	Previous % Complete	Current % Complete
1 – Purpose and Need	60%	100%
Comment: Response to TxDOT comments on scoping document		
2 – Alternative Analysis	15%	15%
Comment: No activity.		
3.1 – Socioeconomic Analysis	85%	100%
Comment: Response to TxDOT comments on Community Impacts Assessment regarding access/medians; provide new maps at the Block level for environmental justice analysis		
3.2 – Water Quality Conditions	90%	100%
Comment: Texas Natural Diversity Database map and analysis; Tier I Site Assessment for biological resources; Biological Evaluation Form		
3.3 – Plant Communities and Wildlife Habitat	90%	95%
Comment: Texas Natural Diversity Database map and analysis; Tier I Site Assessment for biological resources; Biological Evaluation Form		
3.4 – Waters and Wetlands Identification	80%	85%
Comment: Texas Natural Diversity Database map and analysis; Tier I Site Assessment for biological resources; Biological Evaluation Form		
3.5 – Air Quality Assessment	70%	70%
Comment: No activity.		

3.6 – Floodplains Assessment	80%	100%
Comment: Texas Natural Diversity Database map and analysis; Tier I Site Assessment for biological resources; Biological Evaluation Form; review new Phase II Environmental Site Assessment		
3.7 – Cultural Resource Identification	25%	25%
Comment: No activity.		
3.7a – Historical Resource Analysis	0%	0%
Comment: No activity.		
3.8 – Hazardous Materials	85%	100%
Comment: Review new Phase II Environmental Site Assessment		
3.9 – Historical Resource Identification	5%	5%
Comment: No activity.		
3.9A – Indirect Impacts Assessment	85%	85%
Comment: No activity.		
3.10 – Cumulative Impacts Assessment	85%	85%
Comment: No activity.		
4 – Draft and Final EA	35%	35%
Comment: No activity.		



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PROGRESS REPORT

To: Scott Bean
From: Jim Webb
Date: August 1, 2019
Re: Memorial City Redevelopment Authority Continued Implementation Assistance (MCT103) – July 2019

Task	Previous % Complete	Current % Complete
1 – North Gessner Project Implementation Assistance Comment: Coordinate letting information with TxDOT.	100%	100%
2 – Memorial Drive Project Implementation Assistance Comment: <ul style="list-style-type: none">• Coordination and development of supportive narrative for median openings and other proposed access management improvements.• Provide engineer with information on environmental specifications.	86%	90%



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PROGRESS REPORT

To: Scott Bean
From: Stephanie Kirschner
Date: August 1, 2019
Re: Memorial Drive Public Meeting (Beltway 8 to Tallowood) (MCT104) – July 2019

Task	Previous % Complete	Current % Complete
1 – Public Meeting per TxDOT Environmental Standards	98%	99%

Comments:

Response to TxDOT comments; update public meeting documentation package



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PROGRESS REPORT

To: Scott Bean
From: Jim Webb
Date: August 1, 2019
Re: Continued Funding Pursuit and Coordination (MCT107) – July 2019

Task	Previous % Complete	Current % Complete
1 – Continued Funding Pursuit and Coordination	10%	14%

Comments:

H-GAC Region: TGC monitored TAC and TPC activity in July 2019. The focus of both meetings was the allocation of additional funding for the IH-45 project. Ultimately, the TPC approved \$151.5M for the project, under the following allocation:

- \$100M in Category 2 (Metro and Urban Area Corridor Projects) for the project.
- \$1.5M in funding (unspecified source) for community planning activities to “complement TxDOT’s on-going efforts to identify additional measures to mitigate potentially adverse impacts”
- \$50M of federal transportation funds for the implementation of recommendations from the planning activities.

The TPC also tied an enhanced level of oversight to the project, to include regular updates to ensure that TxDOT is being responsive to community concerns.

Takeaway: Impacted or potentially impacted communities should participate in the planning process in order to identify projects for which the \$50M in mitigation funding can help support.

Summary here: <http://www.h-gac.com/transportation-policy-council/meeting-agendas/documents/2019/july/ITEM-08-North-Houston-Highway-Improvement-Program.pdf>

State of Texas: The Texas Water Development Board released preliminary guidance on new grant and loan programs created by the 86th Texas Legislature. This includes a one-time transfer of almost \$800M for a new flood funding program. These funds will become available in 2020.

Summary here:

[http://www.twdb.texas.gov/flood/doc/Flood Implementation Issues for Stakeholder Consideration.pdf?d=8056.480000028387](http://www.twdb.texas.gov/flood/doc/Flood%20Implementation%20Issues%20for%20Stakeholder%20Consideration.pdf?d=8056.480000028387)

Federal: The Senate Environmental and Public Works Committee approved a new transportation bill for further consideration in the full Senate. The bill would authorize \$287B in funds over five years. This would be a 27% increase of current funding levels and would be the largest transportation bill in history. It would also create several new competitive discretionary grant programs related to resilience, bridges, safety, and alternative fuels.

Summary here: https://www.epw.senate.gov/public_cache/files/6/2/625bacd0-b17c-4416-8620-e5ff055b2988/371A1DFB7DCFCE38D52F6E05114599C3.atia-one-pager.pdf



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PROGRESS REPORT

To: Scott Bean
From: Jim Webb
Date: August 1, 2019
Re: Memorial Drive Reconstruction Project (BW-8 to Tallowood) Soil and Groundwater Management Plan (MCT108) – July 2019

Task	Previous % Complete	Current % Complete
1 – Create Soil Management Plan for TxDOT	10%	85%

Comments: Draft SMP completed and submitted to TxDOT for review.

swa Houston

1245 W 18th Street
Houston, Texas
77008
+1.713.868.1676
www.swagroup.com

PROJECT STATUS REPORT BY SWA

SCOPE: LANDSCAPE ARCHITECTURE FOR MEMORIAL CITY
REDEVELOPMENT AUTHORITY
PROJECTS: TIRZ #17 CIP
DATE: 27 August 2019

CURRENT PROJECTS STATUS

1. N. GESSNER DRAINAGE AND MOBILITY IMPRVTs – PH 1 (T-1732A) (SWA WO#12)
 - SWA has finalized post-100% / bid-ready design of the streetscape with Gauge Engineering, TXDOT, METRO, CenterPoint as well as with the partnering management districts (Memorial Management and Spring Branch Management Districts) and key property owners and other agencies.
2. MEMORIAL DRIVE DRAINAGE AND MOBILITY IMPROVEMENTS - (T1731B)(SWA WO#13)
 - SWA is coordinating design review of the 90% design submittal of the streetscape with TXDOT and LAN, as well as the Memorial Management District and local property owners.
3. ON-CALL (SWA WO#15)
 - SWA is working with area stakeholders (TIRZ 17, City of Houston, TXDOT, Memorial Management District, H-GAC) on the Beltway 8 Pathway connecting Buffalo Bayou and Memorial Drive. Phase One of the project by TXDOT is complete and work on amenity design and installation on-going. (also see SWA WO#17 below). (Project paused at client request).
4. TOWN & COUNTRY WEST DRAINAGE AND MOBILITY IMPRVTs (T-1717) (SWA WO#16)
 - Project is complete.
5. ON-CALL BELTWAY 8 TXDOT ENHANCE SIDEWALK (SWA WO#17)
 - SWA has prepared design documents to construct the landscape amenities to complement the sidewalk installation by TXDOT and is coordinating these with TxDOT. (Project paused at client request).
6. W140 MAINTENANCE ACCESS LAYOUT (SWA WO#18)

swa

- SWA is preparing design documents for access improvements associated with the W140 in coordination with Gauge Engineering. (Project paused at client request).

END OF REPORT

swa