

MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY

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JOINT MEETING OF THE BOARDS OF DIRECTORS

APRIL 26, 2018

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REINVESTMENT ZONE NUMBER FIVE, CITY OF HOUSTON, TEXAS

# **MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY**

## **TIRZ NO. 5**

### **MEETING OF APRIL 26, 2018**

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**NOTICE OF JOINT MEETING  
AT UNITED WAY BUILDING, 50 WAUGH DRIVE, HOUSTON, TEXAS 77007  
MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY  
AND  
REINVESTMENT ZONE NUMBER FIVE, CITY OF HOUSTON, TEXAS**

**TO: THE BOARDS OF DIRECTORS OF THE MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY AND REINVESTMENT ZONE NUMBER FIVE, CITY OF HOUSTON, TEXAS, AND TO ALL OTHER INTERESTED PERSONS:**

Notice is hereby given that the Board of Directors of the Memorial-Heights Redevelopment Authority (the "Authority") will hold a joint meeting with the Board of Directors of the Reinvestment Zone Number Five, City of Houston, Texas, (the "Zone") on **THURSDAY, APRIL 26, 2018, at 10:00 A.M., at the United Way Building, 50 Waugh Drive, Houston, Texas 77007**, open to the public, to consider, discuss, and adopt such orders, resolutions, or motions, and take other direct or indirect actions as may be necessary, convenient, or desirable with respect to the following matters:

1. **Minutes of previous meetings:**
  - a. Approve Authority minutes of February 13, 2018; **3**
  - b. Approve Zone minutes of February 13, 2018; **8**
2. **Confirm COH appointment to Board of Directors [Dr. Robert Stein];**
3. **Receive Administrator Report (Authority only):**
  - a. Receive report on Regent Square development [GID];
  - b. Receive update on Website RFP; **10**
  - c. Approve Resolution Designating Offices and Meeting Places [GR 2018-1]; **15**
  - d. Authorize appropriate action;
4. **Projects and Engineering (Authority only):**
  - a. **Receive Projects Committee Report:**
  - b. **11th/Bryce Trail Head [CIP Project T-0515]: 16**
    - i) Update on construction matters [Jerdon Enterprise, L.P.];
  - c. **Houston Avenue/White Oak Drive Intersection [CIP Project T-0520]: 17**
    - i) Update on project development;
  - d. **Shepherd Reconstruction [CIP Project T-0523A]:**
    - i) Update on project development;
  - e. **Durham Reconstruction [CIP Project T-0523B]:**
    - i) Update on project development;
  - f. Approve related pay estimates or change orders, or other design, construction, or management contract administration items, and authorize other appropriate action;
5. **Financial matters (Authority only):**
  - a. Receive Finance Committee Report;
  - b. Receive Financial Report Summary, including account and fund activity statements, and Investment Report; **18**
  - c. Authorize payment of invoices; **27**
  - d. Review budget for fiscal year ending June 30, 2019, and authorize submission to the City of Houston; **37**
  - e. Confirm engagement of auditor to prepare annual audit; **52**
  - f. Authorize other appropriate action;
6. **Receive Attorney Report;**
7. **Executive Session (Authority only, the Zone will recess for duration of closed session):**
  - a. **Convene executive session** for attorney consultation on authorized matters pursuant to Open Meetings Act, § 551.071, Government Code; deliberations regarding purchase, exchange, lease, or value of real property pursuant to Open Meetings Act, §551.072, Government Code; and/or deliberations regarding economic development negotiations pursuant to Open Meetings Act, § 551.087, Government Code;
  - b. **Reconvene public session** and authorize appropriate action regarding executive session discussion;

8. Receive comments and questions from the public;
9. Consider, confirm, or ratify actions of the Authority, as necessary (*Zone only*);
10. Adjourn.

A handwritten signature in blue ink, appearing to be 'L. Li', is written above a horizontal line.

SKLaw, Attorneys for the Authority and the Zone

# **MINUTES OF REGULAR MEETING OF MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY**

FEBRUARY 13, 2018

The Board of Directors (the "Board") of Memorial-Heights Redevelopment Authority (the "Authority"), convened in regular session, open to the public, at 50 Waugh Drive, Houston, Texas 77007, on the 13<sup>th</sup> day of February, 2018, and the roll was called of the duly constituted officers and members of the Board, to-wit:

|                             |            |
|-----------------------------|------------|
| Ann Lents                   | Chair      |
| Alejandro Colom             | Vice Chair |
| Tom Kvinta                  | Secretary  |
| Bryan Brown                 | Director   |
| Andrew MacPhillimy          | Director   |
| Janice Hale-Harris          | Director   |
| Christopher David Manriquez | Director   |

and all of said persons were present, except Directors Colom and MacPhillimy, thus constituting a quorum.

Also present at the meeting were Jennifer Curley from the City of Houston (the "City"); Sherry Weesner of SMW Principle Solutions, Inc.; Chau Bao of Edminster Hinshaw Russ & Associates ("EHRA"); Erin Williford and Kristen Hennings of Jones|Carter ("J|C"); Cassandra Robinson-Bacon of The Morton Accounting Services ("TMAS"); Jim Webb of The Goodman Corporation ("TGC"); Mario Castillo on behalf of Bill Baldwin, an area realtor; Jessica Wiggins of Bike Houston; and Laura C. Davis and Susan Demiany of Sanford Kuhl Hagan Kugle Parker Kahn LLP ("SKLaw").

## **DETERMINE QUORUM; CALL TO ORDER**

Chairman Lents noted that a quorum was present and called the meeting to order.

## **APPROVE MINUTES**

The Board considered approving the minutes of the December 12, 2017, meeting. Chairman Lents noted that the reference to "Councilmember Castillo" on page 2 should be "Chief Sustainability Officer Costello". Upon motion by Director Manriquez, seconded by Director Kvinta, and after full discussion, the Board voted unanimously to approve the minutes, with the change noted.

## **ADMINISTRATOR REPORT**

Ms. Weesner then gave the Administrator Report.

### **Authorize Website/Graphic Design RFQ**

Ms. Weesner reviewed with the Board a draft of the Website/Graphic Design RFQ. Upon motion by Director Brown, seconded by Director Manriquez, and after full discussion, the Board voted unanimously to authorize Ms. Weesner to finalize and advertise the RFQ.

## **PROJECTS AND ENGINEERING**

### **Receive Projects Committee Report**

Director Brown updated the Board on Projects Committee matters.

Approve JJC WA No. 1, Amendment No. 4

Mr. Brown reviewed with the Board JJC Work Authorization No. 1, Amendment No. 4, advising that it will replenish authorization for administrative items and basic consultant services. He advised the Projects Committee recommends that the Board approve the Amendment. Upon motion by Director Brown, seconded by Director Manriquez, and after full discussion, the Board voted unanimously to Approve JJC Work Authorization No. 1, Amendment No. 4.

11<sup>th</sup>/Bryce Trail Head

Update on construction matters

Mr. Bao updated the Board on construction matters, and the Jerdon Enterprise, L.P. ("Jerdon") contract [CIP Project T-0515]. He advised construction will begin on February 19<sup>th</sup>, and Trees for Houston is coordinating with Jerdon. Ms. Weesner reported on community coordination and outreach.

Houston Avenue/White Oak Drive Intersection

Mr. Brown updated the Board on the Houston Avenue/White Oak Drive Intersection [CIP Project T-0520].

Approve JJC Work Authorization No. 2, Amendment No. 3

Mr. Brown then reviewed with the Board JJC Work Authorization No. 2, Amendment No. 3, in the amount of \$304,810.00. Ms. Williford advised 90% plans have been submitted to the City, and a 4-week comment period is expected. She advised the Amendment includes continued coordination with Greater Northside Management District, METRO, and CenterPoint. Ms. Weesner updated the Board on communications with residents along the corridor.

Upon motion by Director Brown, seconded by Director Manriquez, and after full discussion, the Board voted unanimously to approve JJC Work Authorization No. 2, Amendment No. 3.

Shepherd and Durham Reconstruction

Update on project development

The Board then received an update on Shepherd Reconstruction [CIP Project T-0523A] and Durham Reconstruction [CIP Project T-0523B]. Ms. Weesner reported on meetings with property owners along the corridor, and the timing of funding for the project. She also discussed communications regarding the possible issuance of bonds if funds are needed before increment payments are received. Ms. Hennings reviewed SWA snapshots of the different corridor functions and the varied approaches for each corridor.

Approve Amendment to TGC Contract

Director Brown and Mr. Webb then reviewed an Amendment to the TGC Contract and authorization of tasks [Shepherd and Durham Bike Demand and Updated Benefits]. Mr. Webb discussed the project, which includes quantifying current bike-use data, estimating bike demand in the project area, and calculating the benefits of bike improvements along the corridor. Upon motion by Director Brown, seconded by Director Manriquez, and after full discussion, the Board voted unanimously to approve the Amendment to the TGC Contract.

### Other Project Matters

Ms. Williford advised that the USACE has determined that no permit is necessary for the proposed improvements at Little Thicket Park.

### Approve related change orders or other design, construction, or management contract administration items/authorize payment of invoices

Chairman Lents advised that there are no related change orders or other design, construction, or management contract administration items for consideration at this time.

### **FINANCIAL MATTERS**

#### Receive Finance Committee Report

Director Kvinta next reported to the Board on financial matters.

#### Receive Financial Report Summary

Ms. Robinson-Bacon reviewed with the Board the Financial Report Summary, including account and fund activity statements.

#### Authorize payment of invoices

Director Kvinta then reviewed with the Board the invoices submitted for payment. Following discussion of the invoices, a motion was made by Director Kvinta, seconded by Director Manriquez, and approved unanimously by the Board to authorize the payment of all invoices.

#### Review Tax Increment Report

Ms. Weesner reviewed with the Board the Tax Increment Report prepared by Equi-Tax. She advised that Equi-Tax has provided a verbal concurrence that the numbers concur with the City's, and written concurrence will be forthcoming.

#### Authorize preparation of budget

The next item on the agenda was to authorize preparation of the budget for fiscal year ending June 30, 2019. Upon motion by Director Hale-Harris, seconded by Director Manriquez, and after full discussion, the Board voted unanimously to authorize preparation of the budget for the fiscal year ending June 30, 2019.

### **CONSIDER RENEWAL OF INSURANCE POLICIES**

The Board then considered renewal of the insurance policies. Ms. Davis advised that Texas Municipal League has indicated that the premium for the policy term of April 1, 2018, through March 31, 2019, is \$965.30, the same premium as the current policy term, but that an invoice has not yet been generated. Upon motion by Director Brown, seconded by Director Manriquez, and after full discussion, the Board voted unanimously to approve the premium amount, and to authorize release of the payment when the invoice is received.

### **ATTORNEY'S REPORT**

Ms. Davis reviewed with the Board the revised meeting schedule for the remainder of the calendar year.

### **EXECUTIVE SESSION**

Chairman Lents announced that an executive session for the Board would not be necessary.

### **PUBLIC COMMENTS**

Mr. Castillo reported on his interest in Authority activity, on behalf of Mr. Baldwin, who is working on the I-45 expansion steering committee, and his interest in possible facilities connectivity.

Ms. Weesner advised that Woodland Park received the Lonestar Legacy Award.

### **CONSIDER, CONFIRM, OR RATIFY ACTIONS OF THE AUTHORITY**

The next item on the agenda was to consider, confirm, or ratify actions of the Authority. Ms. Davis advised that no action by the Board is necessary.

### **DISCUSS POTENTIAL PROJECTS**

Chairman Lents next discussed the possibility of pursuing potential project(s) and the circumstances that may occur that would enable the Board to consider pursuing such project(s). Director Brown and Ms. Weesner discussed communications with City Council members and staff on the timing of Authority projects. Ms. Williford reviewed short- and long-term potential projects and answered questions.

There being no further business to come before the Board, the meeting was adjourned.

***[SIGNATURE PAGE FOLLOWS]***

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Secretary  
Memorial-Heights Redevelopment Authority

**MINUTES OF REGULAR MEETING  
OF  
REINVESTMENT ZONE NUMBER FIVE, CITY OF HOUSTON, TEXAS**

FEBRUARY 13, 2018

The Board of Directors (the "Board") of Reinvestment Zone Number Five, City of Houston, Texas, convened in regular session, open to the public, at 50 Waugh Drive, Houston, Texas 77007, on the 13<sup>th</sup> day of February, 2018, and the roll was called of the duly constituted officers and members of the Board, to-wit:

|                             |            |
|-----------------------------|------------|
| Ann Lents                   | Chair      |
| Alejandro Colom             | Vice Chair |
| Tom Kvinta                  | Secretary  |
| Bryan Brown                 | Director   |
| Andrew MacPhillimy          | Director   |
| Janice Hale-Harris          | Director   |
| Christopher David Manriquez | Director   |

and all of said persons were present, except Directors Colom and MacPhillimy, thus constituting a quorum.

Also present at the meeting were Jennifer Curley from the City of Houston (the "City"); Sherry Weesner of SMW Principle Solutions, Inc.; Chau Bao of Edminster Hinshaw Russ & Associates ("EHRA"); Erin Williford and Kristen Hennings of Jones|Carter ("JC"); Cassandra Robinson-Bacon of The Morton Accounting Services ("TMAS"); Jim Webb of The Goodman Corporation ("TGC"); Mario Castillo on behalf of Bill Baldwin, an area realtor; Jessica Wiggins of Bike Houston; and Laura C. Davis and Susan Demiany of Sanford Kuhl Hagan Kugle Parker Kahn LLP ("SKLaw").

**DETERMINE QUORUM; CALL TO ORDER**

Chairman Lents noted that a quorum was present and called the meeting to order.

**APPROVE MINUTES**

The Board considered approving the minutes of the December 12, 2017, meeting. Upon motion by Director Manriquez, seconded by Director Kvinta, and after full discussion, the Board voted unanimously to approve the minutes.

**CONSIDER, CONFIRM, OR RATIFY ACTIONS OF THE AUTHORITY**

The next item on the agenda was to consider, confirm, or ratify the action of the Authority, as may be necessary. The Board noted that no confirmation or ratification action was necessary.

There being no further business to come before the Board, the meeting was adjourned.

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Secretary  
Reinvestment Zone Number Five,  
City of Houston, Texas

## **Memorial Heights Redevelopment Authority – TIRZ 5**

### **Request for Proposal**

#### **Website, Graphic Design, and Communication Tools**

RFP Issue Date: April 20, 2018

RFP Due Date: May 21, 2018

#### **Introduction**

The Memorial Heights Redevelopment Authority (the “Authority”) is seeking responses to a Request for Proposal from firms that have an expertise in website and graphic design.

#### **About the Memorial Heights Redevelopment Authority**

The Authority was formed in 1997 and has completed several capital projects on behalf of Tax Increment Reinvestment Zone Number 5, City of Houston (the “TIRZ”) that have benefited the area and the City of Houston. Improvements include:

- Sidewalk, Bikeway and Street Improvements
- Intersection Improvements
- Park and Trail Improvements

#### **Intent**

The Authority is seeking the services of a qualified firm or professional with substantial experience in website and graphic design and development. The Authority board wishes to create unique, identifying graphics and have an engaging and dynamic site that represents the TIRZ and the community as a whole. The firm/individual selected for the design of the site will also be offered the opportunity to provide continuing maintenance and updates to the site, negotiated as a separate project.

#### **Proposal Guidelines**

In order to provide each firm with an equal opportunity for consideration, adherence to a standardized proposal format is requested. Completed proposals submitted must contain the following elements, organized into separate headings or sections, as listed below. Please submit an electronic copy of your proposal on a USB drive and 5 hard copies in the following format:

1. Professional experience – including examples of previous work done for clients.
2. Work proposal – identify exactly what you propose to do in the process of the development such as conducting interviews, meetings, research, etc. Suggested elements of a proposal are attached for reference (Attachment A).
3. Work Plan – include a breakdown of project phases and delivery schedule.
4. Price Proposal – include a detailed, itemized price list for services. Please identify the final price for the project. Note: The Authority/TIRZ is tax-exempt. This list should include itemized costs for the following: design, web hosting, email support, email campaign support, template design, social media support.
5. References – at least 3 references from persons or companies that your firm has created websites for and their complete contact information.
6. Project schedule and task completion date.

## **Memorial Heights Redevelopment Authority – TIRZ 5**

### **Request for Proposal**

#### **Website, Graphic Design, and Communication Tools**

##### **Invitation to Submit:**

RFP's returned: May 21, 2018

##### **Board Discussion:**

Contract start date: Within 10 calendar days after approval by the board.

##### **Delivery and quantity of submissions**

Vendors are required to submit an electronic copy of the proposal (via USB) and 5 paper copies to:

Laura Davis at SKLaw, 1980 Post Oak Blvd., Suite 1380, Houston, Texas 77056

##### **Closing date and time**

All submissions must be submitted by 5:00 p.m. CST, May 21, 2018. Submissions received later than the specified closing time will be rejected.

##### **Questions and inquiries**

Questions concerning this RFP are to be directed by email to: [ldavis@sklaw.us](mailto:ldavis@sklaw.us)

Questions regarding this RFP must not be directed to board members of the Authority/TIRZ.

Clarification requests will NOT be accepted by telephone. All responses to clarification requests will be provided in writing by email and will be posted online with the RFP. Questions pertaining to this RFP must be received no later than 72 hours prior to closing.

##### **Agreement**

The successful company shall be required to complete a two-party standard form of agreement with the Authority.

##### **Term**

Contractor shall begin work to finalize website design parameters within ten (10) calendar days after approval by the board. Logo and Stationary design shall be completed first. Preliminary logo and stationary designs shall be submitted within twenty-one (21) calendar days after approval by the board. Final designs shall be submitted within fourteen (14) calendar days after board or sub-committee comments and approval. Website design parameters shall be finalized within 30 days. Project schedule shall be submitted as part of the proposal.

##### **Reservation of rights**

The Authority reserves the right without qualification, and at its sole discretion, to accept or reject any or all submittals or to make the award to the respondent, who, in the opinion of the Authority, will provide the most value to the Authority. The Authority reserves the right to reject any submittal either in entirety or any portion thereof for failure to meet any criteria set forth in this solicitation. The Authority will consider both price and non-price attributes in the evaluation of proposals. The Authority

## **Memorial Heights Redevelopment Authority – TIRZ 5**

### **Request for Proposal**

#### **Website, Graphic Design, and Communication Tools**

reserves the right to make an award to other than the lowest price offer or to the offer representing the best combination of price and non-price attributes in the Authority's sole judgment if the Authority determines that such an award results in the greatest value to the Authority. The Authority makes no guarantee that a contract award will result from this solicitation. The Authority reserves the right to revise or terminate this solicitation process at any time. The Authority may decline to enter into an arrangement with any or all respondents and reserves the right to revise the solicitation requirements. The Authority reserves the right to revise the requirements during the solicitation process and any such change may reduce or eliminate the scope of this solicitation. During all stages of this solicitation process the Authority reserves the right to request additional information from individual respondents or to request all respondents to submit supplemental materials in fulfillment of the content requirements of this solicitation or to meet additional information needs. The Authority will review and may utilize any or all information submitted by a respondent even if the submitted information has not been specifically requested as part of this solicitation. Those who submit proposals do so without recourse against the Authority or its board for either rejection of their proposal or for failure to execute an agreement for any reason. All offers shall be valid and binding upon the respondent through contract negotiations and contract execution.

#### **Ownership**

Ownership of any work developed under a contract resulting from this RFP, and all right, title and interest therein shall belong to the Authority. The agreement resulting from the winning submittal shall operate as an irrevocable assignment by the successful respondent to the Authority for the copyright if any, in the work including all right, title and interest in perpetuity.

#### **Limitation of Liability**

The Authority shall not be liable for any expenses respondents incur in connection with providing a response to this solicitation or for any costs, fees or lost or forgone profits of unsuccessful submittals.

#### **Confidentiality**

To the extent allowed by law, the Authority will use all reasonable efforts to protect any proprietary and confidential information contained in your submittal. Under no circumstance will the Authority or its board members, or consultants be liable for any damages resulting from any disclosure.

## **Memorial Heights Redevelopment Authority – TIRZ 5**

### **Request for Proposal**

#### **Website, Graphic Design, and Communication Tools**

Attachment A

#### **Outside of Website**

##### **Graphic Design**

A unique, full logo design service with matching stationery design.

- Include a minimum of 5 preliminary designs
- Include a minimum of 3 revisions

##### **Communication**

- Set up of Authority email accounts – maximum of 5 Accounts

##### **Website**

Proposal should include:

- Platform recommendations and options  
Provide support for recommendation. Recommendation should clarify what update and contact changes will require design firm involvement and what can be accomplished by staff, volunteers or board members.
- Hosting Options
- Include appropriate maintenance schedule – Services to be considered please offer as a menu of options
  - Ongoing support for the site and CMS
  - Back ups
  - Regular Security Scans
  - Update of CMS
  - Update of Plug-in, etc.
  - Analytics
- Design should include but is not limited to:
  - Responsive Design
  - Design to allow most content changes to be managed by Authority staff and board
  - Development of Content (information will be provided by Authority – firm will provide draft content for initial website for review and approval) (Photographs – will be provided by Authority)
  - Search Engine Optimization – On-site SEQ
  - Beta-site availability for testing and quality control purposed

##### **General CMS Workflow**

- Content management solution (CMS)
- Easy to extend main navigation

##### **Workflow/Modules/Pages**

## **Memorial Heights Redevelopment Authority – TIRZ 5**

### **Request for Proposal**

#### **Website, Graphic Design, and Communication Tools**

- Ability to subscribe to our email list
- Document upload/download for board materials, agendas, budgets, maps brochures, TIRZ creation materials, legal documents, etc. (Website Administrator to be able to upload files that users can view and/or download) (Authority/Website Administrator will upload document to site public should be able to download documents.)
- Calendar of events
  - Provide list and calendar format for upcoming events
  - Ability to set up re-occurring events
  - Ability to manage event registration
- Board roster, board committees and committee descriptions
- Contact forms – Ability for public to contact the Authority via website utilizing Authority email
- Information about the TIRZ including FAQ's, History of the TIRZ, Past Projects
- Information about current TIRZ projects and activities
- City TIRZ requirements and TIRZ process

#### **Content Options**

- Comments Section – to allow Authority to post questions and receive comments from public. Comments may be received through regular contact email. Comments will not be visible on the website.
- Blog – Ability to post entries to the site and ability to categorize

#### **Mass Mail Options– all content to be provided by Authority/TIRZ**

- Setup and maintenance of email database for mass mail
- Ability to create monthly newsletter
- Ability to send occasional alerts
- Ability to monitor number of items sent, number opened, number bounced, etc.

#### **Ability to add Social Media presence at a future Date as an Option**

This functionality is not needed at the current time but could be added in the future

- Setup and maintenance of Twitter, Instagram and Facebook accounts
- Update of these accounts to support postings on the website
- Creation of monthly reports about social media activity

**GR 2018-1**  
**RESOLUTION DESIGNATING OFFICES AND MEETING PLACES**  
**MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY**

WHEREAS, the Memorial-Heights Redevelopment Authority (the “Authority”), a public non-profit local government corporation of the State of Texas, conducts its meetings pursuant to the Texas Open Meetings Act and functions to manage and administer Reinvestment Zone Number Five, City of Houston, Texas (the “Zone”), a tax increment and reinvestment zone;

WHEREAS, the Board of Directors of the Authority (the “Board”) desires to designate administrative offices and meeting places for use by the Authority and for use by the Zone; Now, Therefore,

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY THAT:

Section 1: An administrative office for the Authority is hereby designated at 1980 Post Oak Boulevard, Suite 1380, Houston, Texas 77056.

Section 2: Meeting places for the Board are hereby designated at the following locations:

- a) 50 Waugh Drive, Houston, Texas 77007;
- b) 1980 Post Oak Boulevard, Houston, Texas 77056;
- c) 300 North Post Oak Lane, Houston, Texas 77024;
- d) 900 and 901 Bagby Street, Houston, Texas 77002; and
- e) 107 West 12<sup>th</sup> Street, Houston, Texas 77008.

Section 3: The foregoing meeting places are declared to be public places and are open and accessible to the public. The public is invited to attend any meeting of the Board.

Section 4: The foregoing offices and meeting places will be used by the Zone for the same purposes.

Section 5: This resolution supersedes all previous resolutions of the Board concerning the subject matter contained herein.

PASSED AND APPROVED this 26<sup>th</sup> day of April, 2018.

\_\_\_\_\_  
Chairperson, Board of Directors

\_\_\_\_\_  
Secretary, Board of Directors

**TIRZ5/MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY**

**EHRA ENGINEER'S REPORT**

**April 2018**

Period: Through March 31, 2018

Prepared by: Chau Bao, P.E.

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▪ **11<sup>th</sup> & Bryce Trailhead – Fence and Rain Garden Modification**

- Jerdon (contractor) completed the removal of trees as designated on plans
- Concrete forms, rebars, and sand base were installed in preparation of concrete pour
- Lower half of the fence was removed for concrete pour and finishing
- Temporary fence in place to prevent public access to the odor control facility
- Rain gardens will be next on contractor schedule after fence is completed

# MEMORIAL HEIGHTS REDEVELOPMENT AUTHORITY/TIRZ No. 5

## BOARD UPDATE –APRIL 26, 2018

### Tasks completed since February 13<sup>th</sup> Board Meeting:

- Work Authorization 1 – General Authorization
  - Prepared for and attended Projects Committee meeting on 04/12/2018.
  - General Program Management Tasks.
  - Modification of the Potential Projects List and associated map.
- Work Authorization 2 – Houston Avenue/White Oak Drive Intersection Final Design [CIP Project T-0520]
  - Coordinated with the City via emails, phone calls, and in-person meetings to confirm agreement of design.
  - Submitted 90% design package to City on 02/13/2018.
  - Addressed City comments on 90% submittal.
  - Continued coordination with CNP regarding power pole relocations.
  - Provided stats to GNMD regarding maintenance of gateway space.
  - Prepared plans, specifications, and cost estimate for 100% submittal on 04/18/2018.
- Work Authorizations 4 and 5 – Shepherd Drive [CIP Project T-0523A] Durham Drive [CIP Project T-0523B]
  - Coordinated with COH on water and wastewater needs.
  - Provided exhibits for corridor property owner meetings.
  - Received and reviewed the Pre-Engineering report from the City.
  - Reviewed survey files for Shepherd.
  - Received final Phase I ESA report.
  - Began planning for the public meeting to be held 05/02/2018.
- Work Authorization 6 – Little Thicket Park [CIP Project T-0521]
  - Began preparing a proposal for engineering services to prepare plans for the recommended improvements.



**Memorial Heights Redevelopment Authority  
Monthly Financial Report Summary  
April Board Meeting  
Thursday, April 26, 2018**

At the beginning of February, the Memorial Heights Redevelopment Authority (TIRZ #5) beginning Operating Fund Balance was \$5,574,959. TIRZ #5 received a total of \$4,404, all from Money Market interest. During the period, TIRZ #5 processed \$277,844 in disbursements during the period. 90% of the disbursements related to disbursements to Jones Carter (\$248,685) for CIP Projects. The ending balance as of month end March 31, 2018 was \$5,301,519.

The invoices pending approval for February total \$11,983. See attached "Unpaid Bills Detail" Report on page 3. A transfer of \$10,000 is required from the Money Market Account to the Operating account to cover outstanding invoices.

There was \$65,218 spent for Capital Projects for the period. The project that utilized the majority of the funding was T-0520 Houston Ave & White Oak (\$33,825) See attached "Capital Improvement Projects" Report on page 4.

**Memorial Heights Redevelopment Authority  
General Operating Fund  
As of March 31, 2018**

**General Operating Fund**

|                          |    |              |
|--------------------------|----|--------------|
| <b>BEGINNING BALANCE</b> | \$ | 5,574,959.38 |
|--------------------------|----|--------------|

**REVENUE**

|                                  |          |                       |
|----------------------------------|----------|-----------------------|
| Prosperity Money Market Interest | 2,093.61 | Monthly Interest      |
| Prosperity Money Market Interest | 2,310.06 | Service Charge Refund |

|                      |  |          |
|----------------------|--|----------|
| <b>Total Revenue</b> |  | 4,403.67 |
|----------------------|--|----------|

**DISBURSEMENTS**

|                             |            |                     |
|-----------------------------|------------|---------------------|
| 2240 Goodman Corporation    | 1,343.80   | Consulting Services |
| 2241 Jones & Carter         | 180,519.54 | CIP Consulting      |
| 2244 The Morton Accounting  | 1,448.23   | Accounting          |
| 2246 EHRA                   | 450.00     | Engineer Consulting |
| 2242 SK Law                 | 1,908.62   | Legal Services      |
| 2243 SMW Principle Solution | 8,139.77   | Admin Consulting    |
| 2249 SK Law                 | 5,996.05   | Legal Services      |
| 2250 SMW Principle Solution | 8,366.63   | Admin Consulting    |
| 2247 Goodman Corporation    | 143.13     | Consulting Services |
| 2248 Jones & Carter         | 68,165.62  | CIP Consulting      |
| 2251 The Morton Accounting  | 1,362.83   | Accounting          |

|                            |  |            |
|----------------------------|--|------------|
| <b>Total Disbursements</b> |  | 277,844.22 |
|----------------------------|--|------------|

|                       |           |                     |
|-----------------------|-----------|---------------------|
| <b>ENDING BALANCE</b> | <b>\$</b> | <b>5,301,518.83</b> |
|-----------------------|-----------|---------------------|

**March 31, 2018**

**Balance**

**LOCATION OF ASSETS**

|                         |    |              |
|-------------------------|----|--------------|
| Prosperity Operating    | \$ | 106,612.66   |
| Prosperity Money Market |    | 5,194,906.17 |

|                              |           |                     |
|------------------------------|-----------|---------------------|
| <b>Total Account Balance</b> | <b>\$</b> | <b>5,301,518.83</b> |
|------------------------------|-----------|---------------------|

# Memorial Heights Redevelopment Authority

## Unpaid Bills Detail

As of April 19, 2018

| Type  | Date       | Num       | Memo                                      | Due Date   | Open Balance     |
|---|------------|-----------|---|------------|------------------|
| <b>Goodman Corporation</b>                  |            |           |   |            |                  |
| Bill  | 03/31/2018 | 3-2018-10 | MRA101 Project - March                    | 04/10/2018 | 620.33           |
| Total Goodman Corporation                   |            |           |   |            | 620.33           |
| <b>Sanford Kuhl Hagan Kugle Parker Kahn</b> |            |           |   |            |                  |
| Bill  | 03/31/2018 | 18-1205   | Admin/Meeting through March 2018          | 04/10/2018 | 375.00           |
| Bill  | 03/31/2018 | 18-1206   | General Legal services through March 2018 | 04/10/2018 | 1,500.25         |
| Bill  | 03/31/2018 | 18-1207   | General Legal services through March 2018 | 04/10/2018 | 112.50           |
| Total Sanford Kuhl Hagan Kugle Parker Kahn  |            |           |   |            | 1,987.75         |
| <b>SMW Principle Solutions, Inc.</b>        |            |           |   |            |                  |
| Bill  | 03/31/2018 | 1085      | March Consulting 2018                     | 04/10/2018 | 8,018.42         |
| Total SMW Principle Solutions, Inc.         |            |           |   |            | 8,018.42         |
| <b>The Morton Accounting Services</b>       |            |           |   |            |                  |
| Bill  | 03/31/2018 | 1738      | March CPA Services                        | 04/10/2018 | 1,356.67         |
| Total The Morton Accounting Services        |            |           |   |            | 1,356.67         |
| <b>TOTAL</b>                                |            |           |   |            | <b>11,983.17</b> |

11:29 AM

04/19/18

Accrual Basis

**Memorial Heights Redevelopment Authority**  
**Capital Improvement Projects**  
**February through March 2018**

| Type                                       | Date       | Num      | Name                                 | Memo  | Amount           |
|--|------------|----------|--------------------------------------|---|------------------|
| <b>Capital Improvement Plan</b>            |            |          |                                      |   |                  |
| <b>T-0515 11th &amp; Bryce St Pk Trail</b> |            |          |                                      |   |                  |
| Bill                                       | 02/28/2018 | 1079     | SMW Principle Solutions, Inc.        | February 2018 Consulting                      | 400.00           |
| Bill                                       | 02/28/2018 | 72330    | Edminster Hinshaw Russ & Assoc       | Work Order 6                                  | 450.00           |
| Bill                                       | 03/31/2018 | 1085     | SMW Principle Solutions, Inc.        | March 2018 Consulting                         | 800.00           |
| Total T-0515 11th & Bryce St Pk Trail      |            |          |                                      |   | 1,650.00         |
| <b>T-0517 Flood Remediation Chann</b>      |            |          |                                      |   |                  |
| Bill                                       | 02/28/2018 | 1079     | SMW Principle Solutions, Inc.        | February 2018 Consulting                      | 300.00           |
| Total T-0517 Flood Remediation Chann       |            |          |                                      |   | 300.00           |
| <b>T-0520 Houston Ave &amp; White Oak</b>  |            |          |                                      |   |                  |
| Bill                                       | 02/28/2018 | 18-1139  | Sanford Kuhl Hagan Kugle Parker Kahn | Legal services through Feb 2018               | 112.50           |
| Bill                                       | 02/28/2018 | 00261970 | Jones & Carter Inc.                  | Work Order 2 - Through Feb 23, 2018           | 32,362.25        |
| Bill                                       | 02/28/2018 | 1079     | SMW Principle Solutions, Inc.        | February 2018 Consulting                      | 700.00           |
| Bill                                       | 03/31/2018 | 1085     | SMW Principle Solutions, Inc.        | March 2018 Consulting                         | 650.00           |
| Total T-0520 Houston Ave & White Oak       |            |          |                                      |   | 33,824.75        |
| <b>T-0521 Little Thicket Park Impr</b>     |            |          |                                      |   |                  |
| Bill                                       | 02/28/2018 | 1079     | SMW Principle Solutions, Inc.        | February 2018 Consulting                      | 500.00           |
| Bill                                       | 03/31/2018 | 1085     | SMW Principle Solutions, Inc.        | March 2018 Consulting                         | 150.00           |
| Total T-0521 Little Thicket Park Impr      |            |          |                                      |   | 650.00           |
| <b>T-0523 Shepherd/Durham Reconstr</b>     |            |          |                                      |   |                  |
| Bill                                       | 02/28/2018 | 18-1140  | Sanford Kuhl Hagan Kugle Parker Kahn | Legal services through Feb 2018               | 195.00           |
| Bill                                       | 02/28/2018 | 00261972 | Jones & Carter Inc.                  | Shepherd Dr 6th to 610 - Through Feb 23, 2018 | 16,287.62        |
| Bill                                       | 02/28/2018 | 00261973 | Jones & Carter Inc.                  | Work Order 5 - Durham - Through Feb 23, 2018  | 7,511.00         |
| Bill                                       | 02/28/2018 | 1079     | SMW Principle Solutions, Inc.        | T-0523A February 2018 Consulting              | 1,200.00         |
| Bill                                       | 02/28/2018 | 1079     | SMW Principle Solutions, Inc.        | T-0523B February 2018 Consulting              | 1,200.00         |
| Bill                                       | 03/31/2018 | 1085     | SMW Principle Solutions, Inc.        | T-0523A March 2018 Consulting                 | 1,200.00         |
| Bill                                       | 03/31/2018 | 1085     | SMW Principle Solutions, Inc.        | T-0523B March 2018 Consulting                 | 1,200.00         |
| Total T-0523 Shepherd/Durham Reconstr      |            |          |                                      |   | 28,793.62        |
| Total Capital Improvement Plan             |            |          |                                      |   | 65,218.37        |
| <b>TOTAL</b>                               |            |          |                                      |   | <b>65,218.37</b> |

**Memorial Heights Redevelopment Authority**  
**BUDGET TO ACTUAL**  
For the Months Ended Mar 31, 2018

|                                       | Mar 31, 2018<br>Actual |
|---------------------------------------|------------------------|
| <b>Revenue</b>                        |                        |
| Interest Income                       | \$ 2,310.06            |
| <b>Total Revenue</b>                  | <b>2,310.06</b>        |
| <b>Capital Improvement Plan</b>       |                        |
| T-0515 11th & Bryce St Pk Trail       | 800.00                 |
| T-0520 Houston Ave & White Oak        | 650.00                 |
| T-0521 Little Thicket Park Impr       | 150.00                 |
| T-0523 Shepherd/Durham Reconstr       | <u>2,400.00</u>        |
| <b>Total Capital Improvement Plan</b> | <b><u>4,000.00</u></b> |
| <b>Gross Profit</b>                   | <b>(1,689.94)</b>      |
| <b>Operating Expenses</b>             |                        |
| Program and Project Consultants       |                        |
| Engineering Consultants               | 620.33                 |
| Legal Expense                         | 1,612.75               |
| TIRZ Administration & Overhead        |                        |
| Accounting                            | 1,356.67               |
| Administration                        | <u>4,393.42</u>        |
| <b>Total Operating Expenses</b>       | <b><u>7,983.17</u></b> |
| <b>Operating Income (Loss)</b>        | <b>(9,673.11)</b>      |
| <b>Net Income (Loss)</b>              | <b>(9,673.11)</b>      |

**Memorial Heights Redevelopment Authority**  
**BALANCE SHEET**  
Mar 31, 2018 and 2017

**Assets**

|                             | <b>2018</b>                   |
|-----------------------------|-------------------------------|
| <b>Current Assets</b>       |                               |
| Prosperity - Money Market   | \$ 5,194,906.17               |
| Prosperity Bank - Operating | 106,612.66                    |
| Prepaid Expense             | <u>935.00</u>                 |
| <b>Total Current Assets</b> | <b>5,302,453.83</b>           |
| <b>Total Assets</b>         | <b><u>\$ 5,302,453.83</u></b> |

**Liabilities and Fund Balance**

|   | <b>2018</b>                   |
|---|-------------------------------|
| <b>Current Liabilities</b>                |                               |
| Accounts Payable                          | <u>\$ 11,983.17</u>           |
| <b>Total Current Liabilities</b>          | <b>11,983.17</b>              |
| <b>Fund Balance</b>                       |                               |
| Retained Earnings                         | 6,152,955.63                  |
| Net Income                                | <u>(862,484.97)</u>           |
| <b>Total Fund Balance</b>                 | <b><u>5,290,470.66</u></b>    |
| <b>Total Liabilities and Fund Balance</b> | <b><u>\$ 5,302,453.83</u></b> |

# Memorial Heights Redevelopment Authority Profit & Loss Detail

Accrual Basis

July 2017 through March 2018

| Type                                       | Date       | Num      | Adj | Name                                 | Memo  | Amount     |
|--|------------|----------|-----|--------------------------------------|---|------------|
| <b>Ordinary Income/Expense</b>             |            |          |     |                                      |   |            |
| <b>Income</b>                              |            |          |     |                                      |   |            |
| <b>Interest Income</b>                     |            |          |     |                                      |   |            |
| Deposit                                    | 07/31/2017 |          |     |                                      | Interest                                    | 2,264.23   |
| Deposit                                    | 08/31/2017 |          |     |                                      | Interest                                    | 2,340.47   |
| Deposit                                    | 09/30/2017 |          |     |                                      | Interest                                    | 2,224.07   |
| Deposit                                    | 10/31/2017 |          |     |                                      | Interest                                    | 2,237.85   |
| Deposit                                    | 11/30/2017 |          |     |                                      | Interest                                    | 2,088.93   |
| Deposit                                    | 12/31/2017 |          |     |                                      | Interest                                    | 2,219.46   |
| Deposit                                    | 01/31/2018 |          |     |                                      | Interest                                    | 2,362.42   |
| Deposit                                    | 02/28/2018 |          |     |                                      | Interest                                    | 2,093.61   |
| Deposit                                    | 03/31/2018 |          |     |                                      | Interest                                    | 2,310.06   |
| Total Interest Income                      |            |          |     |                                      |   | 20,141.10  |
| Total Income                               |            |          |     |                                      |   | 20,141.10  |
| <b>Cost of Goods Sold</b>                  |            |          |     |                                      |   |            |
| <b>Capital Improvement Plan</b>            |            |          |     |                                      |   |            |
| <b>T-0515 11th &amp; Bryce St Pk Trail</b> |            |          |     |                                      |   |            |
| Bill                                       | 07/31/2017 | 17-2064  |     | Sanford Kuhl Hagan Kugle Parker Kahn | Legal services through July 2017            | 742.50     |
| Bill                                       | 07/31/2017 | 1022     |     | SMW Principle Solutions, Inc.        | July Consulting 2017                        | 700.00     |
| Bill                                       | 08/31/2017 | 1029     |     | SMW Principle Solutions, Inc.        | Aug Consulting 2017                         | 600.00     |
| Bill                                       | 09/05/2017 | 1117     |     | Trees for Houston                    | Watering 21 trees for 13 months             | 2,925.00   |
| Bill                                       | 09/25/2017 | 71393    |     | Edminster Hinshaw Russ & Assoc       | Work Order 6                                | 450.00     |
| Bill                                       | 09/30/2017 | 1038     |     | SMW Principle Solutions, Inc.        | Sept Consulting 2017                        | 900.00     |
| Bill                                       | 09/30/2017 | 17-2249  |     | Sanford Kuhl Hagan Kugle Parker Kahn | Legal services through Sept 2017            | 195.00     |
| Bill                                       | 10/31/2017 | 1055     |     | SMW Principle Solutions, Inc.        | Oct Consulting 2017                         | 1,250.00   |
| Bill                                       | 10/31/2017 | 17-2348  |     | Sanford Kuhl Hagan Kugle Parker Kahn | Legal services through Oct 2017             | 195.00     |
| Bill                                       | 11/02/2017 | 71840    |     | Edminster Hinshaw Russ & Assoc       | Work Order 6                                | 1,074.25   |
| Bill                                       | 11/30/2017 | 17-2364  |     | Sanford Kuhl Hagan Kugle Parker Kahn | Legal services through Nov 2017             | 637.50     |
| Bill                                       | 11/30/2017 | 1060     |     | SMW Principle Solutions, Inc.        | Nov Consulting 2017                         | 800.00     |
| Bill                                       | 12/29/2017 | 17-2455  |     | Sanford Kuhl Hagan Kugle Parker Kahn | Legal services through Dec 2017             | 555.00     |
| Bill                                       | 12/31/2017 | 1064     |     | SMW Principle Solutions, Inc.        | Dec Consulting 2017                         | 550.00     |
| Bill                                       | 01/31/2018 | 1072     |     | SMW Principle Solutions, Inc.        | January 2018 Consulting                     | 400.00     |
| Bill                                       | 01/31/2018 | 18-1029  |     | Sanford Kuhl Hagan Kugle Parker Kahn | Legal services through Jan 2018             | 288.58     |
| Bill                                       | 02/28/2018 | 1079     |     | SMW Principle Solutions, Inc.        | February 2018 Consulting                    | 400.00     |
| Bill                                       | 02/28/2018 | 72330    |     | Edminster Hinshaw Russ & Assoc       | Work Order 6                                | 450.00     |
| Bill                                       | 03/31/2018 | 1085     |     | SMW Principle Solutions, Inc.        | March 2018 Consulting                       | 800.00     |
| Total T-0515 11th & Bryce St Pk Trail      |            |          |     |                                      |   | 13,912.83  |
| <b>T-0517 Flood Remediation Chann</b>      |            |          |     |                                      |   |            |
| Bill                                       | 07/31/2017 | 1022     |     | SMW Principle Solutions, Inc.        | July Consulting 2017                        | 400.00     |
| Bill                                       | 08/31/2017 | 1029     |     | SMW Principle Solutions, Inc.        | Aug Consulting 2017                         | 900.00     |
| Bill                                       | 09/30/2017 | 1038     |     | SMW Principle Solutions, Inc.        | Sept Consulting 2017                        | 1,800.00   |
| Bill                                       | 10/31/2017 | 1055     |     | SMW Principle Solutions, Inc.        | Oct Consulting 2017                         | 1,200.00   |
| Bill                                       | 10/31/2017 | 17-2349  |     | Sanford Kuhl Hagan Kugle Parker Kahn | Legal services through Oct 2017             | 142.50     |
| Bill                                       | 11/30/2017 | 1060     |     | SMW Principle Solutions, Inc.        | Nov Consulting 2017                         | 2,300.00   |
| Bill                                       | 12/29/2017 | 17-2456  |     | Sanford Kuhl Hagan Kugle Parker Kahn | Legal services through Dec 2017             | 31.25      |
| Bill                                       | 02/28/2018 | 1079     |     | SMW Principle Solutions, Inc.        | February 2018 Consulting                    | 300.00     |
| Total T-0517 Flood Remediation Chann       |            |          |     |                                      |   | 7,073.75   |
| <b>T-0518 Olivewo/Wichman Trail Hd</b>     |            |          |     |                                      |   |            |
| Bill                                       | 07/31/2017 | 1022     |     | SMW Principle Solutions, Inc.        | July Consulting 2017                        | 700.00     |
| Bill                                       | 08/31/2017 | 17-2124  |     | Sanford Kuhl Hagan Kugle Parker Kahn | Legal services through August 2017          | 81.25      |
| Total T-0518 Olivewo/Wichman Trail Hd      |            |          |     |                                      |   | 781.25     |
| <b>T-0520 Houston Ave &amp; White Oak</b>  |            |          |     |                                      |   |            |
| Bill                                       | 07/31/2017 | 0251792  |     | Jones & Carter Inc.                  | Work Order 2 - Through July 28, 2017        | 6,740.00   |
| Bill                                       | 07/31/2017 | 1022     |     | SMW Principle Solutions, Inc.        | July Consulting 2017                        | 700.00     |
| Bill                                       | 08/31/2017 | 0253154  |     | Jones & Carter Inc.                  | Work Order 2 - Through Aug 25, 2017         | 17,972.25  |
| Bill                                       | 08/31/2017 | 1029     |     | SMW Principle Solutions, Inc.        | Aug Consulting 2017                         | 1,200.00   |
| Bill                                       | 09/30/2017 | 1038     |     | SMW Principle Solutions, Inc.        | Sept Consulting 2017                        | 1,400.00   |
| Bill                                       | 10/03/2017 | 00254589 |     | Jones & Carter Inc.                  | Work Order 2 - Through Sept 29, 2017        | 51,948.37  |
| Bill                                       | 10/31/2017 | 00256278 |     | Jones & Carter Inc.                  | Work Order 2 - Through Oct 27, 2017         | 41,087.30  |
| Bill                                       | 10/31/2017 | 1055     |     | SMW Principle Solutions, Inc.        | Oct Consulting 2017                         | 1,600.00   |
| Bill                                       | 11/30/2017 | 00257882 |     | Jones & Carter Inc.                  | Work Order 2 - Through Nov 24, 2017         | 18,750.22  |
| Bill                                       | 12/31/2017 | 1064     |     | SMW Principle Solutions, Inc.        | Dec Consulting 2017                         | 550.00     |
| Bill                                       | 01/31/2018 | 1072     |     | SMW Principle Solutions, Inc.        | January 2018 Consulting                     | 1,750.00   |
| Bill                                       | 01/31/2018 | 00260535 |     | Jones & Carter Inc.                  | Work Order 2 - Through Jan 26, 2018         | 29,265.42  |
| Bill                                       | 02/28/2018 | 18-1139  |     | Sanford Kuhl Hagan Kugle Parker Kahn | Legal services through Feb 2018             | 112.50     |
| Bill                                       | 02/28/2018 | 00261970 |     | Jones & Carter Inc.                  | Work Order 2 - Through Feb 23, 2018         | 32,362.25  |
| Bill                                       | 02/28/2018 | 1079     |     | SMW Principle Solutions, Inc.        | February 2018 Consulting                    | 700.00     |
| Bill                                       | 03/31/2018 | 1085     |     | SMW Principle Solutions, Inc.        | March 2018 Consulting                       | 650.00     |
| Total T-0520 Houston Ave & White Oak       |            |          |     |                                      |   | 206,788.31 |
| <b>T-0521 Little Thicket Park Impr</b>     |            |          |     |                                      |   |            |
| Bill                                       | 07/31/2017 | 0251864  |     | Jones & Carter Inc.                  | Little Thicket Park - Through July 28, 2017 | 6,557.55   |
| Bill                                       | 07/31/2017 | 1022     |     | SMW Principle Solutions, Inc.        | July Consulting 2017                        | 200.00     |
| Bill                                       | 08/31/2017 | 0253156  |     | Jones & Carter Inc.                  | Little Thicket Park - Through Aug 25, 2017  | 16,045.00  |
| Bill                                       | 09/30/2017 | 1038     |     | SMW Principle Solutions, Inc.        | Sept Consulting 2017                        | 400.00     |
| Bill                                       | 10/03/2017 | 00254588 |     | Jones & Carter Inc.                  | Little Thicket Park - Through Sept 29, 2017 | 27,310.10  |
| Bill                                       | 10/31/2017 | 00256233 |     | Jones & Carter Inc.                  | Little Thicket Park - Through Oct 27, 2017  | 745.00     |
| Bill                                       | 10/31/2017 | 1055     |     | SMW Principle Solutions, Inc.        | Oct Consulting 2017                         | 800.00     |
| Bill                                       | 11/30/2017 | 00257833 |     | Jones & Carter Inc.                  | Little Thicket Park - Through Nov 24, 2017  | 9,185.40   |
| Bill                                       | 01/31/2018 | 1072     |     | SMW Principle Solutions, Inc.        | January 2018 Consulting                     | 400.00     |
| Bill                                       | 02/28/2018 | 1079     |     | SMW Principle Solutions, Inc.        | February 2018 Consulting                    | 500.00     |
| Bill                                       | 03/31/2018 | 1085     |     | SMW Principle Solutions, Inc.        | March 2018 Consulting                       | 150.00     |
| Total T-0521 Little Thicket Park Impr      |            |          |     |                                      |   | 62,293.05  |

No assurance is provided on these financial statements

# Memorial Heights Redevelopment Authority Profit & Loss Detail

Accrual Basis

July 2017 through March 2018

| Type                                      | Date       | Num         | Adj | Name                                 | Memo   | Amount      |
|---|------------|-------------|-----|--------------------------------------|--|-------------|
| <b>T-0522 18th &amp; 19th Reconstruct</b> |            |             |     |                                      |  |             |
| Bill                                      | 07/31/2017 | 0251790     |     | Jones & Carter Inc.                  | Work Order 1 - Through July 28, 2017             | 2,100.00    |
| Bill                                      | 08/31/2017 | 0253153     |     | Jones & Carter Inc.                  | Work Order 1 - Through Aug 25, 2017              | 3,405.00    |
| Gener...                                  | 09/30/2017 | CPA 17-2    | *   | Jones & Carter Inc.                  | Reclass charges to general engineering           | -2,100.00   |
| Gener...                                  | 09/30/2017 | CPA 17-2    | *   | Jones & Carter Inc.                  | Reclass charges to general engineering           | -3,405.00   |
| Total T-0522 18th & 19th Reconstruct      |            |             |     |                                      |  | 0.00        |
| <b>T-0523 Shepherd/Durham Reconstruct</b> |            |             |     |                                      |  |             |
| Bill                                      | 07/31/2017 | 0251793     |     | Jones & Carter Inc.                  | Shepherd Dr 6th to 610 - Through July 28, 2017   | 4,220.00    |
| Bill                                      | 07/31/2017 | 0251794     |     | Jones & Carter Inc.                  | Work Order 5 - Durham - Through July 28, 2017    | 285.00      |
| Bill                                      | 07/31/2017 | 1022        |     | SMW Principle Solutions, Inc.        | July Consulting 2017                             | 700.00      |
| Bill                                      | 08/31/2017 | 0253155     |     | Jones & Carter Inc.                  | Shepherd Dr 6th to 610 - Through Aug 25, 2017    | 770.00      |
| Bill                                      | 08/31/2017 | 1029        |     | SMW Principle Solutions, Inc.        | Aug Consulting 2017                              | 600.00      |
| Bill                                      | 09/30/2017 | 1038        |     | SMW Principle Solutions, Inc.        | Sept Consulting 2017                             | 1,000.00    |
| Bill                                      | 10/03/2017 | 00254590    |     | Jones & Carter Inc.                  | Shepherd Dr 6th to 610 - Through Sept 29, 2017   | 15,094.75   |
| Bill                                      | 10/05/2017 | 17-2251     |     | Sanford Kuhl Hagan Kugle Parker Kahn | Legal services through Sept 2017                 | 453.75      |
| Bill                                      | 10/31/2017 | 00256230    |     | Jones & Carter Inc.                  | Shepherd Dr 6th to 610 - Through Oct 27, 2017    | 13,413.62   |
| Bill                                      | 10/31/2017 | 00256232    |     | Jones & Carter Inc.                  | Work Order 5 - Durham - Through Oct 27, 2017     | 3,600.00    |
| Bill                                      | 10/31/2017 | 1055        |     | SMW Principle Solutions, Inc.        | T-0523A  | 800.00      |
| Bill                                      | 10/31/2017 | 1055        |     | SMW Principle Solutions, Inc.        | T-0523B  | 800.00      |
| Bill                                      | 10/31/2017 | 17-2351     |     | Sanford Kuhl Hagan Kugle Parker Kahn | Legal services through Oct 2017                  | 400.00      |
| Bill                                      | 11/30/2017 | 00257854    |     | Jones & Carter Inc.                  | Shepherd Dr 6th to 610 - Through Nov 24, 2017    | 15,064.55   |
| Bill                                      | 11/30/2017 | 00257855    |     | Jones & Carter Inc.                  | Work Order 5 - Durham - Through Nov 24, 2017     | 18,483.50   |
| Bill                                      | 11/30/2017 | 1060        |     | SMW Principle Solutions, Inc.        | T-0523A  | 1,550.00    |
| Bill                                      | 11/30/2017 | 1060        |     | SMW Principle Solutions, Inc.        | T-0523B  | 1,550.00    |
| Bill                                      | 12/31/2017 | 1064        |     | SMW Principle Solutions, Inc.        | T-0523A  | 1,000.00    |
| Bill                                      | 12/31/2017 | 1064        |     | SMW Principle Solutions, Inc.        | T-0523B  | 1,000.00    |
| Bill                                      | 01/31/2018 | 1072        |     | SMW Principle Solutions, Inc.        | T-0523A January 2018 Consulting                  | 950.00      |
| Bill                                      | 01/31/2018 | 1072        |     | SMW Principle Solutions, Inc.        | T-0523B January 2018 Consulting                  | 900.00      |
| Bill                                      | 01/31/2018 | 00259997    |     | Jones & Carter Inc.                  | Shepherd Dr 6th to 610 - Through Jan 26, 2018    | 75,746.87   |
| Bill                                      | 01/31/2018 | 00259998    |     | Jones & Carter Inc.                  | Work Order 5 - Durham - Through Jan 26, 2018     | 74,588.50   |
| Bill                                      | 02/28/2018 | 18-1140     |     | Sanford Kuhl Hagan Kugle Parker Kahn | Legal services through Feb 2018                  | 195.00      |
| Bill                                      | 02/28/2018 | 00261972    |     | Jones & Carter Inc.                  | Shepherd Dr 6th to 610 - Through Feb 23, 2018    | 16,287.62   |
| Bill                                      | 02/28/2018 | 00261973    |     | Jones & Carter Inc.                  | Work Order 5 - Durham - Through Feb 23, 2018     | 7,511.00    |
| Bill                                      | 02/28/2018 | 1079        |     | SMW Principle Solutions, Inc.        | T-0523A February 2018 Consulting                 | 1,200.00    |
| Bill                                      | 02/28/2018 | 1079        |     | SMW Principle Solutions, Inc.        | T-0523B February 2018 Consulting                 | 1,200.00    |
| Bill                                      | 03/31/2018 | 1085        |     | SMW Principle Solutions, Inc.        | T-0523A March 2018 Consulting                    | 1,200.00    |
| Bill                                      | 03/31/2018 | 1085        |     | SMW Principle Solutions, Inc.        | T-0523B March 2018 Consulting                    | 1,200.00    |
| Total T-0523 Shepherd/Durham Reconstruct  |            |             |     |                                      |  | 261,764.16  |
| <b>T-0524 Street Trees</b>                |            |             |     |                                      |  |             |
| Bill                                      | 01/31/2018 | 1072        |     | SMW Principle Solutions, Inc.        | January 2018 Consulting                          | 400.00      |
| Total T-0524 Street Trees                 |            |             |     |                                      |  | 400.00      |
| Total Capital Improvement Plan            |            |             |     |                                      |  | 553,013.35  |
| Total COGS                                |            |             |     |                                      |  | 553,013.35  |
| Gross Profit                              |            |             |     |                                      |  | -532,872.25 |
| <b>Expense</b>                            |            |             |     |                                      |  |             |
| <b>Developer Reimbursement</b>            |            |             |     |                                      |  |             |
| Bill                                      | 10/10/2017 | Reimburs... |     | Sovereign Regent Square LLC          | Developer Reimbursement 2017 (Construction Cost) | 183,895.60  |
| Total Developer Reimbursement             |            |             |     |                                      |  | 183,895.60  |
| <b>Program and Project Consultants</b>    |            |             |     |                                      |  |             |
| <b>Engineering Consultants</b>            |            |             |     |                                      |  |             |
| Bill                                      | 07/31/2017 | 7-2017-2    |     | Goodman Corporation                  | MRA100 Project - July                            | 1,517.89    |
| Bill                                      | 08/31/2017 | 8-2017-21   |     | Goodman Corporation                  | MRA100 Project - August                          | 7,360.54    |
| Bill                                      | 09/30/2017 | 9-2017-13   |     | Goodman Corporation                  | MRA100 Project - September                       | 15,545.43   |
| Gener...                                  | 09/30/2017 | CPA 17-2    | *   | Jones & Carter Inc.                  | Reclass charges to general engineering           | 5,505.00    |
| Bill                                      | 10/03/2017 | 00254587    |     | Jones & Carter Inc.                  | Work Order 1 - Through Sept 29, 2017             | 5,528.75    |
| Bill                                      | 10/31/2017 | 10-2017-5   |     | Goodman Corporation                  | MRA100 Project - October                         | 2,095.98    |
| Bill                                      | 10/31/2017 | 00256228    |     | Jones & Carter Inc.                  | Work Order 1 - Through Oct 27, 2017              | 3,480.99    |
| Bill                                      | 11/30/2017 | 11-2017-1   |     | Goodman Corporation                  | MRA100 Project - November                        | 866.78      |
| Bill                                      | 11/30/2017 | 00257834    |     | Jones & Carter Inc.                  | Work Order 1 - Through Nov 24, 2017              | 2,545.00    |
| Bill                                      | 12/31/2017 | 12-2017-1   |     | Goodman Corporation                  | MRA101 Project - December                        | 2,369.58    |
| Bill                                      | 01/31/2018 | 1-2018-6    |     | Goodman Corporation                  | MRA101 Project - January                         | 1,343.80    |
| Bill                                      | 01/31/2018 | 00259996    |     | Jones & Carter Inc.                  | Work Order 1 - Through Jan 26, 2017              | 918.75      |
| Bill                                      | 02/28/2018 | 2-2018-9    |     | Goodman Corporation                  | MRA101 Project - February                        | 143.13      |
| Bill                                      | 02/28/2018 | 00261969    |     | Jones & Carter Inc.                  | Work Order 1 - Through Feb 23, 2017              | 12,004.75   |
| Bill                                      | 03/31/2018 | 3-2018-10   |     | Goodman Corporation                  | MRA101 Project - March                           | 620.33      |
| Total Engineering Consultants             |            |             |     |                                      |  | 61,846.70   |

# Memorial Heights Redevelopment Authority Profit & Loss Detail

Accrual Basis

July 2017 through March 2018

| Type                                      | Date       | Num        | Adj | Name                                 | Memo  | Amount             |
|---|------------|------------|-----|--------------------------------------|---|--------------------|
| <b>Legal Expense</b>                      |            |            |     |                                      |   |                    |
| Bill                                      | 07/31/2017 | 17-2063    |     | Sanford Kuhl Hagan Kugle Parker Kahn | General Legal services through July 2017      | 865.59             |
| Bill                                      | 08/31/2017 | 17-2123    |     | Sanford Kuhl Hagan Kugle Parker Kahn | General Legal services through August 2017    | 878.85             |
| Bill                                      | 08/31/2017 | 17-2125    |     | Sanford Kuhl Hagan Kugle Parker Kahn | Regents Square GID                            | 162.50             |
| Bill                                      | 09/30/2017 | 17-2248    |     | Sanford Kuhl Hagan Kugle Parker Kahn | General Legal services through September 2017 | 3,082.63           |
| Bill                                      | 09/30/2017 | 17-2250    |     | Sanford Kuhl Hagan Kugle Parker Kahn | Regents Square GID                            | 792.50             |
| Bill                                      | 10/31/2017 | 17-2347    |     | Sanford Kuhl Hagan Kugle Parker Kahn | General Legal services through October 2017   | 1,935.64           |
| Bill                                      | 10/31/2017 | 17-2350    |     | Sanford Kuhl Hagan Kugle Parker Kahn | Regents Square GID                            | 253.75             |
| Bill                                      | 11/30/2017 | 17-2363    |     | Sanford Kuhl Hagan Kugle Parker Kahn | General Legal services through November 2017  | 634.00             |
| Bill                                      | 12/29/2017 | 17-2454    |     | Sanford Kuhl Hagan Kugle Parker Kahn | General Legal services through December 2017  | 635.37             |
| Bill                                      | 12/29/2017 | 17-2457    |     | Sanford Kuhl Hagan Kugle Parker Kahn | Regents Square GID                            | 50.00              |
| Bill                                      | 01/31/2018 | 18-1028    |     | Sanford Kuhl Hagan Kugle Parker Kahn | General Legal services through January 2018   | 1,026.29           |
| Bill                                      | 02/28/2018 | 18-1138    |     | Sanford Kuhl Hagan Kugle Parker Kahn | General Legal services through February 2018  | 1,718.55           |
| Bill                                      | 03/31/2018 | 18-1206    |     | Sanford Kuhl Hagan Kugle Parker Kahn | General Legal services through March 2018     | 1,500.25           |
| Bill                                      | 03/31/2018 | 18-1207    |     | Sanford Kuhl Hagan Kugle Parker Kahn | Regents Square GID                            | 112.50             |
| Total Legal Expense                       |            |            |     |                                      |   | 13,648.42          |
| Total Program and Project Consultants     |            |            |     |                                      |   | 75,495.12          |
| <b>TIRZ Administration &amp; Overhead</b> |            |            |     |                                      |   |                    |
| <b>Accounting</b>                         |            |            |     |                                      |   |                    |
| Bill                                      | 07/31/2017 | 1646       |     | The Morton Accounting Services       | July CPA Services                             | 1,358.94           |
| Bill                                      | 08/31/2017 | 1660       |     | The Morton Accounting Services       | August CPA Services                           | 2,158.94           |
| Bill                                      | 09/30/2017 | 1667       |     | The Morton Accounting Services       | September CPA Services                        | 1,652.58           |
| Bill                                      | 10/31/2017 | 1682       |     | The Morton Accounting Services       | October CPA Services                          | 1,380.40           |
| Bill                                      | 11/30/2017 | 1689       |     | The Morton Accounting Services       | November CPA Services                         | 1,358.61           |
| Bill                                      | 12/31/2017 | 1701       |     | The Morton Accounting Services       | December CPA Services                         | 1,359.10           |
| Bill                                      | 01/31/2018 | 1712       |     | The Morton Accounting Services       | January CPA Services and 1099's               | 1,448.23           |
| Bill                                      | 02/28/2018 | 1724       |     | The Morton Accounting Services       | February CPA Services                         | 1,362.83           |
| Bill                                      | 03/31/2018 | 1738       |     | The Morton Accounting Services       | March CPA Services                            | 1,356.67           |
| Total Accounting                          |            |            |     |                                      |   | 13,436.30          |
| <b>Administration</b>                     |            |            |     |                                      |   |                    |
| Bill                                      | 07/31/2017 | 17-2062    |     | Sanford Kuhl Hagan Kugle Parker Kahn | Admin/Meeting through July 2017               | 365.00             |
| Bill                                      | 07/31/2017 | 1022       |     | SMW Principle Solutions, Inc.        | July 2017 Consulting                          | 4,600.00           |
| Bill                                      | 07/31/2017 | 1022       |     | SMW Principle Solutions, Inc.        | July 2017 Expenses                            | 53.27              |
| Bill                                      | 08/31/2017 | 17-2122    |     | Sanford Kuhl Hagan Kugle Parker Kahn | Admin/Meeting through August 2017             | 75.00              |
| Bill                                      | 08/31/2017 | 1029       |     | SMW Principle Solutions, Inc.        | August 2017 Consulting                        | 4,700.00           |
| Bill                                      | 08/31/2017 | 1029       |     | SMW Principle Solutions, Inc.        | August 2017 Expenses                          | 27.50              |
| Bill                                      | 09/30/2017 | 1038       |     | SMW Principle Solutions, Inc.        | September 2017 Consulting                     | 2,500.00           |
| Bill                                      | 09/30/2017 | 1038       |     | SMW Principle Solutions, Inc.        | September 2017 Expenses                       | 176.48             |
| Bill                                      | 09/30/2017 | 17-2247    |     | Sanford Kuhl Hagan Kugle Parker Kahn | Admin/Meeting through September 2017          | 3,853.75           |
| Bill                                      | 10/31/2017 | 1055       |     | SMW Principle Solutions, Inc.        | September 2017 Consulting                     | 1,550.00           |
| Bill                                      | 10/31/2017 | 1055       |     | SMW Principle Solutions, Inc.        | October 2017 Expenses                         | 66.02              |
| Bill                                      | 10/31/2017 | 17-2346    |     | Sanford Kuhl Hagan Kugle Parker Kahn | Admin/Meeting through October 2017            | 2,992.50           |
| Bill                                      | 11/30/2017 | 17-2362    |     | Sanford Kuhl Hagan Kugle Parker Kahn | Admin/Meeting through November 2017           | 277.50             |
| Bill                                      | 11/30/2017 | 1060       |     | SMW Principle Solutions, Inc.        | November 2017 Consulting                      | 1,800.00           |
| Bill                                      | 11/30/2017 | 1060       |     | SMW Principle Solutions, Inc.        | November 2017 Expenses                        | 23.32              |
| Bill                                      | 12/29/2017 | 17-2453    |     | Sanford Kuhl Hagan Kugle Parker Kahn | Admin/Meeting through December 2017           | 3,387.50           |
| Bill                                      | 12/31/2017 | 1064       |     | SMW Principle Solutions, Inc.        | December 2017 Consulting                      | 4,900.00           |
| Bill                                      | 12/31/2017 | 1064       |     | SMW Principle Solutions, Inc.        | December 2017 Expenses                        | 24.29              |
| Bill                                      | 01/31/2018 | 1072       |     | SMW Principle Solutions, Inc.        | January 2018 Consulting                       | 3,200.00           |
| Bill                                      | 01/31/2018 | 1072       |     | SMW Principle Solutions, Inc.        | January 2018 Expenses                         | 139.77             |
| Bill                                      | 01/31/2018 | 18-1027    |     | Sanford Kuhl Hagan Kugle Parker Kahn | Admin/Meeting through January 2018            | 593.75             |
| Bill                                      | 02/28/2018 | 18-1137    |     | Sanford Kuhl Hagan Kugle Parker Kahn | Admin/Meeting through February 2018           | 3,970.00           |
| Bill                                      | 02/28/2018 | 1079       |     | SMW Principle Solutions, Inc.        | February 2018 Consulting                      | 3,700.00           |
| Bill                                      | 02/28/2018 | 1079       |     | SMW Principle Solutions, Inc.        | February 2018 Expenses                        | 366.63             |
| Bill                                      | 03/31/2018 | 1085       |     | SMW Principle Solutions, Inc.        | March 2018 Consulting                         | 4,000.00           |
| Bill                                      | 03/31/2018 | 1085       |     | SMW Principle Solutions, Inc.        | March 2018 Expenses                           | 18.42              |
| Bill                                      | 03/31/2018 | 18-1205    |     | Sanford Kuhl Hagan Kugle Parker Kahn | Admin/Meeting through March 2018              | 375.00             |
| Total Administration                      |            |            |     |                                      |   | 47,735.70          |
| <b>Auditing</b>                           |            |            |     |                                      |   |                    |
| Bill                                      | 10/10/2017 | 2017 Audit |     | McCall Gibson Swedlund Barfoot PLLC  | Total Billing - 2017 Audit                    | 7,250.00           |
| Total Auditing                            |            |            |     |                                      |   | 7,250.00           |
| <b>Tax Consultant</b>                     |            |            |     |                                      |   |                    |
| Bill                                      | 07/01/2017 | 51255      |     | Equi Tax Inc.                        | July 2017 - June 2018 Tax Consulting          | 1,800.00           |
| Total Tax Consultant                      |            |            |     |                                      |   | 1,800.00           |
| Total TIRZ Administration & Overhead      |            |            |     |                                      |   | 70,222.00          |
| Total Expense                             |            |            |     |                                      |   | 329,612.72         |
| Net Ordinary Income                       |            |            |     |                                      |   | -862,484.97        |
| <b>Net Income</b>                         |            |            |     |                                      |   | <b>-862,484.97</b> |

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

# Invoice

|  |
|--|
| Bill To  |
| Ann Lents<br>MHRA<br>9 Greenway Plaza, Suite 2400<br>Houston, TX 77046 |

|           |           |
|-----------|-----------|
| Date      | Invoice # |
| 3/31/2018 | 3-2018-10 |

|       |         |
|-------|---------|
| Terms | Project |
|       | MRA101  |

| Item              | Description   | Rate      | Prior % | Curr % | Amount |
|-------------------|---|-----------|---------|--------|--------|
| Contract Services | Task 1 - Shepherd/Durham Reconstruction<br>Project: T-0523A & T-0523B                                       |           |         |        | 0.00   |
| Contract Services | Task 1A - Project Coordination and Schematic<br>Review for Shepherd and Durham                              | 15,900.60 | 85%     | 1.00%  | 159.01 |
| Contract Services | Task 1B - Preparation of Full Benefit Analysis<br>and Associated Documentation for<br>Shepherd/Durham       | 24,584.00 | 100%    | 0.00%  | 0.00   |
| Contract Services | Task 1C - Facilitation of H-GAC TIP Call for<br>Projects Process for Shepherd/Durham                        | 19,488.00 | 10%     | 2.00%  | 389.76 |
| Contract Services | Task 2 -18th and 19th Reconstruction Between<br>Durham and 20th Street: T-0522A & T-0522B                   |           |         |        | 0.00   |
| Contract Services | Task 2A - Project Coordination and Schematic<br>Review for 18th and 19th                                    | 7,156.40  | 87%     | 1.00%  | 71.56  |
| Contract Services | Task 2B - Preparation of Full Benefit Analysis<br>and Associated Documentation for 18th and 19th            | 0.00      |         |        | 0.00   |
| Contract Services | Task 2C - Facilitation of H-GAC TIP Call for<br>Projects Process for 18th and 19th                          | 0.00      |         |        | 0.00   |
| Contract Services | Task 3 - Houston Avenue and White Oak Drive<br>Improvements: T-0520   |           |         |        | 0.00   |
| Contract Services | Task 3A - Project Coordination and Schematic<br>Review for Houston and White Oak                            | 7,160.00  | 100%    | 0.00%  | 0.00   |
| Contract Services | Task 3B - Preparation of Full Benefit Analysis<br>and Associated Documentation for Houston and<br>White Oak | 8,392.00  | 100%    | 0.00%  | 0.00   |
| Contract Services | Task 3C - Pursue Funds va TP&W Recreation<br>Trails Program related to Houston Avenue and<br>White Oak      | 7,056.00  | 100%    | 0.00%  | 0.00   |
| Contract Services | Task 3D - Facilitation of H-GAC TIP Call for<br>Projects Process for Houston and White Oak``                | 0.00      |         |        | 0.00   |

|                    |          |
|--------------------|----------|
| <b>Total</b>       | \$620.33 |
| <b>Balance Due</b> | \$620.33 |

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

1980 POST OAK BOULEVARD  
SUITE 1380  
HOUSTON, TEXAS 77056  
(713) 850-9000

**Invoice #** 18-1205 – 18-1207  
**Invoice Date:** 04/02/2018  
**Services Rendered Through:** 03/31/2018

| DESCRIPTION                                  | AMOUNT     |
|--|------------|
| Previous Balance                             | 5,996.05   |
| Professional Services Rendered (March, 2018) |            |
| Administrative & Meeting                     | 375.00     |
| General Account                              | 1,500.25   |
| Regents Square GID                           | 112.50     |
| TOTAL  | \$7,983.80 |

# Sanford Kuhl Hagan Kugle Parker Kahn LLP

1980 Post Oak Boulevard  
Suite 1380  
Houston, Texas 77056  
(713) 850-9000

**Bill To:**  
**MEMORIAL HEIGHTS REDEVELOPMENT AUTHORITY**  
c/o Melissa Morton  
450 N Sam Houston Pkwy E  
Suite 168  
Houston, TX 77060

**Invoice #:** 18-1205  
**Invoice Date:** 4/2/2018  
**Services Rendered Through:** 3/30/2018

## **MATTER: 1023.01 - Administrative & Meeting**

|         | <b>Date</b> | <b>Description</b>   | <b>Hrs.</b> | <b>Amount</b> |
|---------|-------------|--|-------------|---------------|
| SVD ... | 3/8/2018    | Communications regarding meeting schedule.   | 0.5         | 50.00         |
| SVD ... | 3/26/2018   | Arrange for execution of checks, and related communications. Preparation of draft meeting minutes and attachments. | 1.25        | 125.00        |
| SVD ... | 3/29/2018   | Continued preparation of draft meeting minutes.  | 2           | 200.00        |

|                         |                 |
|-------------------------|-----------------|
| <b>Total</b>            | <b>\$375.00</b> |
| <b>Payments/Credits</b> | <b>\$0.00</b>   |
| <b>Balance Due</b>      | <b>\$375.00</b> |

# Sanford Kuhl Hagan Kugle Parker Kahn LLP

1980 Post Oak Boulevard  
Suite 1380  
Houston, Texas 77056  
(713) 850-9000

**Bill To:**  
**MEMORIAL HEIGHTS REDEVELOPMENT AUTHORITY**  
c/o Melissa Morton  
450 N Sam Houston Pkwy E  
Suite 168  
Houston, TX 77060

**Invoice #:** 18-1206  
**Invoice Date:** 4/2/2018  
**Services Rendered Through:** 3/30/2018

## MATTER: 1023.02 - General

|          | Date      | Description  | Hrs. | Amount |
|----------|-----------|--|------|--------|
| LD - ... | 3/1/2018  | Forward conflicts materials to COH.  | 0.25 | 81.25  |
| PJK -... | 3/16/2018 | Attention to Director terms of office and COH actions.                           | 0.4  | 130.00 |
| LD - ... | 3/19/2018 | Finalize RFP for website.  | 0.25 | 81.25  |
| PJK -... | 3/19/2018 | Attention to financial services matters; Attention to COH director appointments. | 0.8  | 260.00 |
| LD - ... | 3/20/2018 | Attention to audit requirements.   | 0.25 | 81.25  |
| SVD ...  | 3/20/2018 | Administration of files regarding Director appointments.                         | 0.4  | 50.00  |
| PJK -... | 3/20/2018 | Attention to Director appointments.  | 0.3  | 97.50  |
| SVD ...  | 3/22/2018 | Administration of files regarding list of brokers and Investment Policy.         | 0.25 | 31.25  |
| LD - ... | 3/27/2018 | Telephone conference to review COH TIRZ audit questions.                         | 0.5  | 162.50 |
| PJK -... | 3/27/2018 | Attention to Director service issues.  | 0.4  | 130.00 |
| REL ...  | 3/28/2018 | Attention to website RFP and website/communications consultants and contracts.   | 0.5  | 100.00 |
| PJK -... | 3/28/2018 | Attention to COI matters and COH compliance.                                     | 0.8  | 260.00 |
| EXP...   |           |  |      |        |
|          | 2/15/2018 | 02/09/2018 - Courier - A. Lents  |      | 13.92  |
|          | 2/15/2018 | 02/09/2018 - Courier - S. Weesner  |      | 19.83  |
|          | 3/30/2018 | March 2018 - Copies  |      | 1.50   |
|          |           | TOTAL REIMBURSABLE EXPENSES  |      | 35.25  |

**Total** \$1,500.25

**Payments/Credits** \$0.00

**Balance Due** \$1,500.25

# Sanford Kuhl Hagan Kugle Parker Kahn LLP

1980 Post Oak Boulevard  
Suite 1380  
Houston, Texas 77056  
(713) 850-9000

**Bill To:**  
**MEMORIAL HEIGHTS REDEVELOPMENT AUTHORITY**  
c/o Melissa Morton  
450 N Sam Houston Pkwy E  
Suite 168  
Houston, TX 77060

**Invoice #:** 18-1207  
**Invoice Date:** 4/2/2018  
**Services Rendered Through:** 3/30/2018

**MATTER: 1023.18 - T - REGENTS SQUARE GID**

|          | <b>Date</b> | <b>Description</b>  | <b>Hrs.</b> | <b>Amount</b> |
|----------|-------------|---|-------------|---------------|
| LD - ... | 3/7/2018    | Communications with S. Weesner regarding GID reimbursement issues and quarterly report. | 0.25        | 81.25         |
| SVD ...  | 3/8/2018    | Attention to regarding GID quarterly reporting.   | 0.25        | 31.25         |

|                         |          |
|-------------------------|----------|
| <b>Total</b>            | \$112.50 |
| <b>Payments/Credits</b> | \$0.00   |
| <b>Balance Due</b>      | \$112.50 |

SMW Principle Solutions, Inc.  
1900 West Gray- P.O. Box130627  
Houston, TX 77219  
sherry@SMWPrincipleSolutions.com

INVOICE

BILL TO  
MHRA/TIRZ 5

INVOICE # 1085  
DATE 04/01/2018  
DUE DATE 05/01/2018  
TERMS Net 30

| ACTIVITY                                  | QTY | RATE     | AMOUNT   |
|---|-----|----------|----------|
| Consulting Agreement<br>March 1-31, 2018  | 1   | 8,000.00 | 8,000.00 |
| Mileage Reimbursement<br>March 1-31, 2018 | 1   | 18.42    | 18.42    |

BALANCE DUE \$8,018.42

## Mileage Log

Sherry Weesner

March 1-31, 2018

Reimbursement Rate (2018)

0.545

| Date      | Business Purpose                       | Start Location | End Location        | One Way<br>or<br>Round Trip | Miles-<br>Per Google<br>Map | Reimbursement |
|-----------|--|----------------|---------------------|-----------------------------|-----------------------------|---------------|
|           |  |                |                     |                             |                             |               |
| 3/5/2018  | Shepherd Durham Discussion             | Office         | 707 N Shepherd      | RT                          | 7.6                         | \$4.14        |
| 3/15/2018 | WOW Roundabout Discussion              | Office         | 1900 Kane           | RT                          | 4.2                         | \$2.29        |
| 3/21/2018 | District C CIP Meeting                 | Office         | 303 Jackson Hill    | RT                          | 4.0                         | \$2.18        |
| 3/22/2018 | Shepherd Durham Discussion             | Office         | 3217 Montrose       | RT                          | 1.8                         | \$0.98        |
| 3/26/2018 | March - Invoices - Signatures/Delivery | Office         | 1980 Post Oak Blvd  | RT                          | 16.2                        | \$8.83        |
|           |  |                |                     |                             |                             | \$0.00        |
|           |  |                |                     |                             |                             | \$0.00        |
|           |  |                |                     |                             |                             | \$0.00        |
|           |  |                |                     |                             |                             | \$0.00        |
|           |  |                |                     |                             |                             | \$0.00        |
|           |  |                |                     |                             |                             |               |
|           |  |                |                     |                             |                             |               |
|           |  |                | Total Mileage       |                             | 33.8                        |               |
|           |  |                | Total Reimbursement |                             |                             | \$18.42       |

Project Charges March 2018 (hours)

- Projects
  - T – 0512 White Oak Bayou Trail System– 0
  - T- 0515 Bryce Street Trailhead – 8
  - T- 0516 Heights Boulevard Connector Trail -0
  - T- 0517 White Oak Bayou Remediation/Channel – 0
  - T-0518 Olivewood Trailhead- 0
  - T- 0520 Houston Avenue – 6.5
  - T- 0521 Little Thicket Park Improvements-1.5
  - T-0523A Shepherd Drive Reconstruction Project -12
  - T-0523B Durham Drive Reconstruction Project– 12
  - T-0524 Street Trees - 0



# Invoice

| Date      | Invoice # |
|-----------|-----------|
| 3/31/2018 | 1738      |

## Bill To

Memorial Heights Redevelopment Authority  
Sanford Kuhl Hagan Kugle Parker Kahn  
1980 Post Oak Blvd Ste 1380  
Houston, TX 77056

## Terms

## Due Date

Net 15

4/15/2018

| Serviced  | Description                                    | Hours | Rate     | Amount   |
|-----------|--|-------|----------|----------|
| 3/31/2018 | March 2018 CPA Services and Investment officer | 1     | 1,350.00 | 1,350.00 |
| 3/31/2018 | Postage  |       | 6.67     | 6.67     |

Please Remit Payment to:  
The Morton Accounting Service  
1125 Cypress Station Dr. Bldg H-4  
Houston, TX 77090

or via the Intuit payment link in the email.

## Total

\$1,356.67

## Payments/Credits

\$0.00

## Balance Due

\$1,356.67

**Questions? Please contact Carol Platt at [cplatt@tmlirp.org](mailto:cplatt@tmlirp.org) or extension 415**

**Texas Municipal League**  
**Intergovernmental Risk Pool**  
1821 Rutherford Lane, First Floor  
Austin, Texas 78754  
(512) 491-2300 • (800) 537-6655

Statement Date: 4/01/18  
Due Date . . : **DUE UPON RECEIPT**  
Contract No . : 6727

| Date    | Description                     | Total Amount |
|---------|---------------------------------|--------------|
| 3/01/18 | BALANCE FROM PREVIOUS STATEMENT | .00          |
| 4/01/18 | Automobile Liab 17/18FY         | 66.00        |
| 4/01/18 | Errors & Omission 17/18FY       | 650.00       |
| 4/01/18 | General Liability 17/18FY       | 269.00       |
| 4/01/18 | Liab 2% Pre-Pay Disc            | 19.70-       |

RETURN THE BOTTOM PORTION WITH PAYMENT

06727000009653000000000000000000000000000000000000096530

TML Intergovernmental Risk Pool  
PO BOX 388  
SAN ANTONIO TX 78292-0388  
(512) 491-2300

CITY OF HOUSTON  
ECONOMIC DEVELOPMENT DIVISION  
FISCAL YEAR 2019 BUDGET PROFILE

Fund Summary  
Fund Name: **Memorial Heights Redevelopment Authority**  
TIRZ: **05**  
Fund Number: **7553/50**

|   |  |                  |
|---|--|------------------|
| <b>P<br/>R<br/>O<br/>J<br/>E<br/>C<br/>T<br/><br/>P<br/>L<br/>A<br/>N</b> | <b>Base Year:</b>                        | 1996             |
|   | <b>Base Year Taxable Value:</b>          | \$ 67,807,537    |
|   | <b>Projected Taxable Value (TY2018):</b> | \$ 2,200,363,385 |
|   | <b>Current Taxable Value (TY2017):</b>   | \$ 2,115,734,024 |
|   | <b>Acres:</b>                            | 1410.36          |
|   | <b>Administrator (Contact):</b>          | City of Houston  |
|   | <b>Contact Number:</b>                   | 832-393-0985     |

|  |   |
|--|---|
| <b>N<br/>A<br/>R<br/>R<br/>A<br/>T<br/>I<br/>V<br/>E</b> | <b>Zone Purpose:</b>  |
|  | Tax Increment Reinvestment Zone Number Five, City of Houston, Texas was created to provide plans and programs necessary to create and support an environment attractive to private investments in the greater Memorial Heights and lower White Oak Bayou recreational corridor. The intent of the plans is to ensure the improvements will result in the long-term stability and viability of the area. |

|   |  | <b>Total Plan</b> | <b>Cumulative Expenses<br/>(to 6/30/17)</b> | <b>Variance</b> |
|---|--|-------------------|---|-----------------|
| <b>P<br/>R<br/>O<br/>J<br/>E<br/>C<br/>T<br/><br/>P<br/>L<br/>A<br/>N</b> | <b>Capital Projects:</b>                           |                   |   |                 |
|   | Public Utility Improvements                        | \$ 18,144,635     | \$ 2,885,228                                | \$ 15,259,407   |
|   | Roadway and Sidewalk Improvements                  | 31,738,100        | 7,261,798                                   | 24,476,302      |
|   | Parks and Park Improvements                        | 43,499,375        | 8,589,487                                   | 34,909,888      |
|   | Property Assemblage/Mitigation                     | 27,100,000        | 882,382                                     | 26,217,618      |
|   |  | -                 | -   | -               |
|   |  | -                 | -   | -               |
|   |  | -                 | -   | -               |
|   |  | -                 | -   | -               |
|   | <b>Total Capital Projects</b>                      | \$ 120,482,110    | \$ 19,618,895                               | \$ 100,863,215  |
|   | <b>Affordable Housing</b>                          | 21,832,291        | 7,262,210                                   | 14,570,081      |
|   | <b>School &amp; Education/Cultural Facilities</b>  | 10,903,863        | 12,699,903                                  | (1,796,040)     |
|   | <b>Financing Costs</b>                             | 9,879,513         | 3,428,907                                   | 6,450,606       |
|   | <b>Administration Costs/ Professional Services</b> | 6,513,853         | 4,849,038                                   | 1,664,815       |
|   | <b>Creation Costs</b>                              | 165,000           | 175,300                                     | (10,300)        |
|   | <b>Total Project Plan</b>                          | \$ 169,776,630    | \$ 48,034,253                               | \$ 121,742,377  |

|                            | <b>Additional Financial Data</b>        | <b>FY2018 Budget</b>         | <b>FY2018 Estimate</b>                 | <b>FY2019 Budget</b>                   |
|----------------------------|---|------------------------------|--|--|
| <b>D<br/>E<br/>B<br/>T</b> | <u>Debt Service</u>                     | \$ -                         | \$ -                                   | \$ -                                   |
|                            | Principal                               | \$ -                         | \$ -                                   | \$ -                                   |
|                            | Interest                                | \$ -                         | \$ -                                   | \$ -                                   |
|                            |   | <b>Balance as of 6/30/17</b> | <b>Projected Balance as of 6/30/18</b> | <b>Projected Balance as of 6/30/19</b> |
|                            | <u>Year End Outstanding (Principal)</u> |                              |  |  |
|                            | Bond Debt                               | \$ -                         | \$ -                                   | \$ -                                   |
|                            | Bank Loan                               | \$ -                         | \$ -                                   | \$ -                                   |
|                            | Line of Credit                          | \$ -                         | \$ -                                   | \$ -                                   |
|                            | Developer Agreement                     | \$ -                         | \$ -                                   | \$ -                                   |
|                            | Other                                   | \$ -                         | \$ -                                   | \$ -                                   |

CITY OF HOUSTON  
ECONOMIC DEVELOPMENT DIVISION  
FISCAL YEAR 2019 BUDGET DETAIL

Fund Summary  
Fund Name: Memorial Heights Redevelopment Authority  
TIRZ: 05  
Fund Number: 7553/50

| TIRZ Budget Line Items                  | FY2018 Budget        | FY2018 Estimate      | FY2019 Budget        |
|---|----------------------|----------------------|----------------------|
| <b>RESOURCES</b>                        |                      |                      |                      |
| RESTRICTED Funds - Capital Projects     | \$ 6,404,118         | \$ 6,152,921         | \$ 10,054,049        |
| RESTRICTED Funds - Affordable Housing   | \$ -                 | \$ -                 | \$ -                 |
| RESTRICTED Funds - Bond Debt Service    | \$ -                 | \$ -                 | \$ -                 |
| <b>Beginning Balance</b>                | <b>\$ 6,404,118</b>  | <b>\$ 6,152,921</b>  | <b>\$ 10,054,049</b> |
| City tax revenue                        | \$ 4,613,284         | \$ 6,352,787         | \$ 6,836,177         |
| County tax revenue                      | \$ -                 | \$ -                 | \$ -                 |
| ISD tax revenue                         | \$ -                 | \$ -                 | \$ -                 |
| ISD tax revenue - Pass Through          | \$ -                 | \$ -                 | \$ -                 |
| Community College tax revenue           | \$ -                 | \$ -                 | \$ -                 |
| <b>Incremental property tax revenue</b> | <b>\$ 4,613,284</b>  | <b>\$ 6,352,787</b>  | <b>\$ 6,836,177</b>  |
|   | \$ -                 | \$ -                 | \$ -                 |
|   | \$ -                 | \$ -                 | \$ -                 |
| <b>Miscellaneous revenue</b>            | <b>\$ -</b>          | <b>\$ -</b>          | <b>\$ -</b>          |
| COH TIRZ interest                       | \$ 4,210             | \$ 4,210             | \$ 4,210             |
| Interest Income                         | \$ 10,000            | \$ 9,400             | \$ 10,000            |
| <b>Other Interest Income</b>            | <b>\$ 14,210</b>     | <b>\$ 13,610</b>     | <b>\$ 14,210</b>     |
|   | \$ -                 | \$ -                 | \$ -                 |
|   | \$ -                 | \$ -                 | \$ -                 |
| <b>Grant Proceeds</b>                   | <b>\$ -</b>          | <b>\$ -</b>          | <b>\$ -</b>          |
|   | \$ -                 | \$ -                 | \$ -                 |
| <b>Proceeds from Bank Loan</b>          | <b>\$ -</b>          | <b>\$ -</b>          | <b>\$ -</b>          |
|   | \$ -                 | \$ -                 | \$ -                 |
| <b>Contract Revenue Bond Proceeds</b>   | <b>\$ -</b>          | <b>\$ -</b>          | <b>\$ -</b>          |
| <b>TOTAL AVAILABLE RESOURCES</b>        | <b>\$ 11,031,612</b> | <b>\$ 12,519,318</b> | <b>\$ 16,904,436</b> |

CITY OF HOUSTON  
ECONOMIC DEVELOPMENT DIVISION  
FISCAL YEAR 2019 BUDGET DETAIL

Fund Summary  
Fund Name: Memorial Heights Redevelopment Authority  
TIRZ: 05  
Fund Number: 7553/50

| TIRZ Budget Line Items  | FY2018 Budget        | FY2018 Estimate      | FY2019 Budget        |
|---|----------------------|----------------------|----------------------|
| <b>EXPENDITURES</b>   |                      |                      |                      |
| Accounting  | \$ 17,000            | \$ 15,855            | \$ 17,000            |
| Administration Salaries & Benefits                              | \$ 100,000           | \$ 85,061            | \$ 100,000           |
| Auditor   | \$ 9,000             | \$ 9,000             | \$ 9,000             |
| Bond Services/Trustee/Financial Advisor                         | \$ 25,000            | \$ 1,800             | \$ 25,000            |
| Insurance   | \$ 1,000             | \$ 965               | \$ 1,000             |
| Office Administration   | \$ 500               | \$ 500               | \$ 500               |
| <b>TIRZ Administration and Overhead</b>                         | <b>\$ 152,500</b>    | <b>\$ 113,181</b>    | <b>\$ 152,500</b>    |
| Engineering Consultants   | \$ 50,000            | \$ 51,456            | \$ 50,000            |
| Legal   | \$ 50,000            | \$ 52,487            | \$ 50,000            |
| Construction Audit  | \$ -                 | \$ -                 | \$ -                 |
| Planning Consultants  | \$ 50,000            | \$ 10,000            | \$ 50,000            |
| <b>Program and Project Consultants</b>                          | <b>\$ 150,000</b>    | <b>\$ 113,943</b>    | <b>\$ 150,000</b>    |
| <b>Management consulting services</b>                           | <b>\$ 302,500</b>    | <b>\$ 227,124</b>    | <b>\$ 302,500</b>    |
| Capital Expenditures (See CIP Schedule)                         | \$ 3,500,000         | \$ 1,130,603         | \$ 3,635,000         |
| <b>TIRZ Capital Expenditures</b>                                | <b>\$ 3,500,000</b>  | <b>\$ 1,130,603</b>  | <b>\$ 3,635,000</b>  |
| Regents Square GID  | \$ 166,654           | \$ 141,446           | \$ 166,654           |
| Greystar  | \$ -                 | \$ -                 | \$ -                 |
| <b>Developer / Project Reimbursements</b>                       | <b>\$ 166,654</b>    | <b>\$ 141,446</b>    | <b>\$ 166,654</b>    |
| <b>System debt service</b>                                      | <b>\$ -</b>          | <b>\$ -</b>          | <b>\$ -</b>          |
| <b>TOTAL PROJECT COSTS</b>                                      | <b>\$ 3,969,154</b>  | <b>\$ 1,499,173</b>  | <b>\$ 4,104,154</b>  |
| Payment/transfer to ISD - educational facilities                | \$ -                 | \$ 487,805           | \$ -                 |
| Payment/transfer to ISD - educational facilities (Pass Through) | \$ -                 | \$ -                 | \$ -                 |
| Administration Fees:  |                      |                      |                      |
| City  | \$ 230,664           | \$ 317,639           | \$ 341,809           |
| County  | \$ -                 | \$ -                 | \$ -                 |
| ISD   | \$ -                 | \$ -                 | \$ -                 |
| HCC   | \$ -                 | \$ -                 | \$ -                 |
| Affordable Housing:   |                      |                      |                      |
| City  | \$ -                 | \$ -                 | \$ -                 |
| County  | \$ -                 | \$ -                 | \$ -                 |
| ISD to City of Houston  | \$ -                 | \$ -                 | \$ -                 |
| Municipal Services Charge                                       | \$ 160,652           | \$ 160,652           | \$ 160,652           |
| Municipal Services - Supplemental                               | \$ -                 | \$ -                 | \$ -                 |
| <b>Total Transfers</b>  | <b>\$ 391,316</b>    | <b>\$ 966,096</b>    | <b>\$ 502,461</b>    |
| <b>Total Budget</b>   | <b>\$ 4,360,470</b>  | <b>\$ 2,465,269</b>  | <b>\$ 4,606,615</b>  |
| RESTRICTED Funds - Capital Projects                             | \$ 6,671,142         | \$ 10,054,049        | \$ 12,297,821        |
| RESTRICTED Funds - Affordable Housing                           | \$ -                 | \$ -                 | \$ -                 |
| RESTRICTED Funds - Bond Debt Service                            | \$ -                 | \$ -                 | \$ -                 |
| <b>Ending Fund Balance</b>                                      | <b>\$ 6,671,142</b>  | <b>\$ 10,054,049</b> | <b>\$ 12,297,821</b> |
| <b>Total Budget &amp; Ending Fund Balance</b>                   | <b>\$ 11,031,612</b> | <b>\$ 12,519,318</b> | <b>\$ 16,904,436</b> |

Notes:

**2019 - 2023 CAPITAL IMPROVEMENT PLAN**  
**TIRZ No. 5 - Memorial Heights Redevelopment Authority**  
**CIP by Project**

**CITY OF HOUSTON - TIRZ PROGRAM**  
**Economic Development Division**

| Council District | CIP No. | Project  | Fiscal Year Planned Appropriations |                |              |              |               |              |            |            | FY19 - FY23 Total | Cumulative Total (To Date) |
|------------------|---------|--|------------------------------------|----------------|--------------|--------------|---------------|--------------|------------|------------|-------------------|----------------------------|
|                  |         |  | Through 2017                       | Projected 2018 | 2019         | 2020         | 2021          | 2022         | 2023       |            |                   |                            |
| C, H             | T-0512  | White Oak Bayou Trail System                                 | \$ 2,407,172                       | 979,760        | -            | -            | -             | -            | -          | -          | -                 | 3,386,932                  |
| C                | T-0515  | Bryce Street Trail Head                                      | \$ 439,653                         | 800,000        | 50,000       | -            | -             | -            | -          | 50,000     | -                 | 1,289,653                  |
| H                | T-0517  | White Oak Bayou Remediation/Channel                          | \$ 18,036                          | 275,329        | -            | -            | -             | -            | -          | -          | -                 | 293,365                    |
| C                | T-0518  | Olivewood Trailhead  | \$ 32,749                          | 120,000        | -            | -            | -             | -            | -          | -          | -                 | 152,749                    |
| H                | T-0520  | Houston Avenue & White Oak Drive Intersection                | \$ -                               | 300,000        | 1,550,000    | -            | -             | -            | -          | 1,550,000  | -                 | 1,850,000                  |
| C                | T-0521  | Little Thicket Park Improvements                             | \$ -                               | 100,000        | 465,000      | 390,000      | -             | -            | -          | 855,000    | -                 | 955,000                    |
| C                | T-0522A | 18th Pedestrian Improvements between Durham and 20th Street  | \$ -                               | 33,329         | -            | 90,000       | 1,200,000     | -            | -          | 1,290,000  | -                 | 1,323,329                  |
| C                | T-0522B | 19th Steet Reconstruction between Durham and 20th Street     | \$ -                               | 20,000         | -            | -            | -             | -            | 2,000,000  | 2,000,000  | -                 | 2,020,000                  |
| C                | T-0523A | Shepherd Drive Reconstruction Project                        | \$ -                               | 133,329        | 1,500,000    | 1,500,000    | 37,600,000    | -            | -          | 40,600,000 | -                 | 40,733,329                 |
| C                | T-0523B | Durham Reconstruction Project                                | \$ -                               | 20,000         | -            | -            | 1,000,000     | 2,018,000    | 41,100,000 | 44,118,000 | -                 | 44,138,000                 |
| C                | T-0524  | Street Trees   | \$ -                               | -              | -            | -            | -             | -            | -          | -          | -                 | -                          |
| C, H             | T-0500  |  | \$ -                               | -              | -            | -            | -             | -            | -          | -          | -                 | -                          |
| 0                | T-0008  | FUTURE CIP PROJECT   | \$ -                               | -              | -            | -            | -             | -            | -          | -          | -                 | -                          |
| C, H             | T-0525  | FUTURE CIP PROJECT   | \$ -                               | -              | -            | -            | -             | -            | -          | -          | -                 | -                          |
| C, H             | T-0526  | FUTURE CIP PROJECT   | \$ -                               | -              | -            | -            | -             | -            | -          | -          | -                 | -                          |
| 0                | T-0027  | Heights Boulevard Pedestrian and Bicycle Safety Improvements | \$ -                               | -              | 70,000       | 530,000      | 530,000       | -            | -          | 1,130,000  | -                 | 1,130,000                  |
| 0                | T-0028  | Selected Streets Between Shepherd and Durham                 | \$ -                               | -              | -            | -            | 1,000,000     | 5,000,000    | -          | 6,000,000  | -                 | 6,000,000                  |
| 0                | T-0029  | FUTURE CIP PROJECT   | \$ -                               | -              | -            | -            | -             | -            | -          | -          | -                 | -                          |
| 0                | T-0030  | FUTURE CIP PROJECT   | \$ -                               | -              | -            | -            | -             | -            | -          | -          | -                 | -                          |
| 0                | T-0031  | FUTURE CIP PROJECT   | \$ -                               | -              | -            | -            | -             | -            | -          | -          | -                 | -                          |
| 0                | T-0032  | FUTURE CIP PROJECT   | \$ -                               | -              | -            | -            | -             | -            | -          | -          | -                 | -                          |
| 0                | T-0033  | FUTURE CIP PROJECT   | \$ -                               | -              | -            | -            | -             | -            | -          | -          | -                 | -                          |
| 0                | T-0034  | FUTURE CIP PROJECT   | \$ -                               | -              | -            | -            | -             | -            | -          | -          | -                 | -                          |
| 0                | T-0035  | FUTURE CIP PROJECT   | \$ -                               | -              | -            | -            | -             | -            | -          | -          | -                 | -                          |
| 0                | T-0036  | FUTURE CIP PROJECT   | \$ -                               | -              | -            | -            | -             | -            | -          | -          | -                 | -                          |
| C, H             | T-0599  | Concrete Panel Replacement Program                           | \$ -                               | -              | -            | -            | -             | -            | -          | -          | -                 | -                          |
| Totals           |         |  | \$ 4,614,353                       | \$ 2,781,747   | \$ 3,635,000 | \$ 2,510,000 | \$ 41,330,000 | \$ 7,018,000 | 43,100,000 | 97,593,000 | \$ 104,989,100    |                            |

\* NOTE:

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2019 - 2023 CAPITAL IMPROVEMENT PLAN  
TIRZ No. 5 - Memorial Heights Redevelopment Authority  
CIP by Sources of Funds

CITY OF HOUSTON - TIRZ PROGRAM  
Economic Development Division

| Source of Funds | Fiscal Year Planned Appropriations |                |           |           |            |           |            |                      |                                  |
|-----------------|------------------------------------|----------------|-----------|-----------|------------|-----------|------------|----------------------|----------------------------------|
|                 | Through 2017                       | Projected 2018 | 2019      | 2020      | 2021       | 2022      | 2023       | FY19 - FY23<br>Total | Cumulative<br>Total<br>(To Date) |
|                 |                                    |                |           |           |            |           |            |                      |                                  |
| TIRZ Funds      | 4,614,353                          | 2,781,747      | 3,230,000 | 2,510,000 | 15,830,000 | 7,018,000 | 11,800,000 | 40,388,000           | 47,784,100                       |
| City of Houston | -                                  | -              | 405,000   | -         | 2,500,000  | -         | 1,320,000  | 4,225,000            | 4,225,000                        |
| Grants          | -                                  | -              | -         | -         | 23,000,000 | -         | 31,300,000 | 54,300,000           | 54,300,000                       |
| Other           | -                                  | -              | -         | -         | -          | -         | -          | -                    | -                                |
| Project Total   | 4,614,353                          | 2,781,747      | 3,635,000 | 2,510,000 | 41,330,000 | 7,018,000 | 44,420,000 | 98,913,000           | 106,309,100                      |

|                                  |  |                                 |             |   |           |               |      |      |       |                   |                            |
|----------------------------------|--|---------------------------------|-------------|---|-----------|---------------|------|------|-------|-------------------|----------------------------|
| Project: Bryce Street Trail Head |  |                                 |             | City Council District                           |           | Key Map:      |      |      | WBS.: | T-0515            |                            |
|                                  |  |                                 |             | Location: C                                     |           | Geo. Ref.:    |      |      |       |                   |                            |
|                                  |  |                                 |             | Served: C                                       |           | Neighborhood: |      |      |       |                   |                            |
| Description:                     | Neighborhood Trail Connector to White Oak Bayou Trail system at Bryce Street. Project will include parking, picnic tables, benches, bike racks and ADA accessible ramps. |                                 |             | Operating and Maintenance Costs: (\$ Thousands) |           |               |      |      |       |                   |                            |
|                                  |  |                                 |             |   | 2019      | 2020          | 2021 | 2022 | 2023  | Total             |                            |
|                                  |  |                                 |             | Personnel                                       | -         | -             | -    | -    | -     | \$ -              |                            |
|                                  |  |                                 |             | Supplies  | -         | -             | -    | -    | -     | \$ -              |                            |
| Justification:                   | To provide access to regional trail system for neighborhoods west of the White Oak Bayou in the vicinity of 11th Street and Bryce Street.                                |                                 |             | Svcs. & Chgs.                                   | -         | -             | -    | -    | -     | \$ -              |                            |
|                                  |  |                                 |             | Capital Outlay                                  | -         | -             | -    | -    | -     | \$ -              |                            |
|                                  |  |                                 |             | Total   | \$ -      | \$ -          | \$ - | \$ - | \$ -  | \$ -              |                            |
|                                  |  |                                 |             | FTEs  |           |               |      |      |       | -                 |                            |
| Fiscal Year Planned Expenses     |  |                                 |             |   |           |               |      |      |       |                   |                            |
| Project Allocation               |  | Projected Expenses thru 6/30/17 | 2018 Budget | 2018 Estimate                                   | 2019      | 2020          | 2021 | 2022 | 2023  | FY19 - FY23 Total | Cumulative Total (To Date) |
| Phase                            |  |                                 |             |   |           |               |      |      |       |                   |                            |
| 1                                | Planning   | -                               | -           | -   | -         | -             | -    | -    | -     | \$ -              | \$ -                       |
| 2                                | Acquisition  | -                               | -           | -   | -         | -             | -    | -    | -     | \$ -              | \$ -                       |
| 3                                | Design   | 67,350                          |             |   |           |               |      |      |       | \$ -              | \$ 67,350                  |
| 4                                | Construction   | 372,303                         | 750,000     | 800,000   | 50,000    |               |      |      |       | \$ 50,000         | \$ 1,222,303               |
| 5                                | Equipment  | -                               | -           | -   | -         | -             | -    | -    | -     | \$ -              | \$ -                       |
| 6                                | Close-Out  | -                               | -           | -   | -         | -             | -    | -    | -     | \$ -              | \$ -                       |
| 7                                | Other  | -                               | -           | -   | -         | -             | -    | -    | -     | \$ -              | \$ -                       |
|                                  |  | -                               | -           | -   | -         | -             | -    | -    | -     | \$ -              | \$ -                       |
|                                  |  | -                               | -           | -   | -         | -             | -    | -    | -     | \$ -              | \$ -                       |
|                                  |  | -                               | -           | -   | -         | -             | -    | -    | -     | \$ -              | \$ -                       |
|                                  |  | -                               | -           | -   | -         | -             | -    | -    | -     | \$ -              | \$ -                       |
| Other Sub-Total:                 |  | -                               | -           | -   | -         | -             | -    | -    | -     | \$ -              | \$ -                       |
| Total Allocations                |  |                                 |             |   |           |               |      |      |       |                   |                            |
| Total Allocations                |  | \$ 439,653                      | \$ 750,000  | \$ 800,000                                      | \$ 50,000 | \$ -          | \$ - | \$ - | \$ -  | \$ 50,000         | \$ 1,289,653               |
| Source of Funds                  |  |                                 |             |   |           |               |      |      |       |                   |                            |
| Source of Funds                  |  |                                 |             |   |           |               |      |      |       |                   |                            |
| TIRZ Funds                       |  | 439,653                         | 750,000     | 800,000   | 50,000    | -             | -    | -    | -     | \$ 50,000         | \$ 1,289,653               |
| City of Houston                  |  | -                               | -           | -   | -         | -             | -    | -    | -     | \$ -              | \$ -                       |
| Grants                           |  | -                               | -           | -   | -         | -             | -    | -    | -     | \$ -              | \$ -                       |
| Other                            |  | -                               | -           | -   | -         | -             | -    | -    | -     | \$ -              | \$ -                       |
| Total Funds                      |  | \$ 439,653                      | \$ 750,000  | \$ 800,000                                      | \$ 50,000 | \$ -          | \$ - | \$ - | \$ -  | \$ 50,000         | \$ 1,289,653               |

|   |   |                                 |             |   |              |          |      |               |      |                   |                            |  |  |  |
|---|---|---------------------------------|-------------|---|--------------|----------|------|---------------|------|-------------------|----------------------------|--|--|--|
| Project: Houston Avenue & White Oak Drive Intersection Improvements |   |                                 |             | City Council District                           |              | Key Map: |      |               |      | WBS.:             | T-0520                     |  |  |  |
|   |   |                                 |             | Location:                                       |              | H        |      | Geo. Ref.:    |      |                   |                            |  |  |  |
|   |   |                                 |             | Served:   |              | H        |      | Neighborhood: |      |                   |                            |  |  |  |
| Description:  | Reconstruction of Intersection into four-way configuration. Includes mast-arm traffic signals, sidewalks, pedestrian crossing, improved intersection geometry, 10' sidewalk on east side of Houston Avenue. |                                 |             | Operating and Maintenance Costs: (\$ Thousands) |              |          |      |               |      |                   |                            |  |  |  |
|   |   |                                 |             |   | 2019         | 2020     | 2021 | 2022          | 2023 | Total             |                            |  |  |  |
|   |   |                                 |             | Personnel                                       | -            | -        | -    | -             | -    | \$ -              |                            |  |  |  |
|   |   |                                 |             | Supplies  | -            | -        | -    | -             | -    | \$ -              |                            |  |  |  |
| Justification:  | Existing condition includes (7) intersecting street alignments, creating a confusing and unsafe intersection.   |                                 |             | Svcs. & Chgs.                                   | -            | -        | -    | -             | -    | -                 | \$ -                       |  |  |  |
|   |   |                                 |             | Capital Outlay                                  | -            | -        | -    | -             | -    | -                 | \$ -                       |  |  |  |
|   |   |                                 |             | Total   | \$ -         | \$ -     | \$ - | \$ -          | \$ - | \$ -              | \$ -                       |  |  |  |
|   |   |                                 |             | FTEs  |              |          |      |               |      |                   | -                          |  |  |  |
| Fiscal Year Planned Expenses  |   |                                 |             |   |              |          |      |               |      |                   |                            |  |  |  |
| Project Allocation  |   | Projected Expenses thru 6/30/17 | 2018 Budget | 2018 Estimate                                   | 2019         | 2020     | 2021 | 2022          | 2023 | FY19 - FY23 Total | Cumulative Total (To Date) |  |  |  |
| Phase   |   |                                 |             |   |              |          |      |               |      |                   |                            |  |  |  |
| 1   | Planning  | -                               | -           | -   | -            | -        | -    | -             | -    | \$ -              | \$ -                       |  |  |  |
| 2   | Acquisition   | -                               | -           | -   | -            | -        | -    | -             | -    | \$ -              | \$ -                       |  |  |  |
| 3   | Design  | -                               | 330,000     | 300,000   | 50,000       | -        | -    | -             | -    | \$ 50,000         | \$ 350,000                 |  |  |  |
| 4   | Construction  | -                               | -           |   | 1,500,000    | -        | -    | -             | -    | \$ 1,500,000      | \$ 1,500,000               |  |  |  |
| 5   | Equipment   | -                               | -           | -   | -            | -        | -    | -             | -    | \$ -              | \$ -                       |  |  |  |
| 6   | Close-Out   | -                               | -           |   | -            | -        | -    | -             | -    | \$ -              | \$ -                       |  |  |  |
| 7   | Other   | -                               | -           |   | -            | -        | -    | -             | -    | \$ -              | \$ -                       |  |  |  |
|   |   | -                               | -           | -   | -            | -        | -    | -             | -    | \$ -              | \$ -                       |  |  |  |
|   |   | -                               | -           | -   | -            | -        | -    | -             | -    | \$ -              | \$ -                       |  |  |  |
|   |   | -                               | -           | -   | -            | -        | -    | -             | -    | \$ -              | \$ -                       |  |  |  |
|   |   | -                               | -           | -   | -            | -        | -    | -             | -    | \$ -              | \$ -                       |  |  |  |
| Other Sub-Total:  |   | -                               | -           | -   | -            | -        | -    | -             | -    | \$ -              | \$ -                       |  |  |  |
| Total Allocations   |   |                                 |             |   |              |          |      |               |      |                   |                            |  |  |  |
| Total Allocations   |   | \$ -                            | \$ 330,000  | \$ 300,000                                      | \$ 1,550,000 | \$ -     | \$ - | \$ -          | \$ - | \$ 1,550,000      | \$ 1,850,000               |  |  |  |
| Source of Funds   |   |                                 |             |   |              |          |      |               |      |                   |                            |  |  |  |
| Source of Funds   |   |                                 |             |   |              |          |      |               |      |                   |                            |  |  |  |
| TIRZ Funds  |   | -                               | 330,000     | 300,000   | 1,550,000    | -        | -    | -             | -    | \$ 1,550,000      | \$ 1,850,000               |  |  |  |
| City of Houston   |   | -                               | -           | -   | -            | -        | -    | -             | -    | \$ -              | \$ -                       |  |  |  |
| Grants  |   | -                               | -           | -   | -            | -        | -    | -             | -    | \$ -              | \$ -                       |  |  |  |
| Other   |   | -                               | -           | -   | -            | -        | -    | -             | -    | \$ -              | \$ -                       |  |  |  |
| Total Funds   |   | \$ -                            | \$ 330,000  | \$ 300,000                                      | \$ 1,550,000 | \$ -     | \$ - | \$ -          | \$ - | \$ 1,550,000      | \$ 1,850,000               |  |  |  |

|   |  |                                 |             |   |            |               |      |       |            |                   |                            |
|---|--|---------------------------------|-------------|---|------------|---------------|------|-------|------------|-------------------|----------------------------|
| Project: Little Thicket Park Improvements |  |                                 |             | City Council District                           |            | Key Map:      |      | WBS.: |            | T-0521            |                            |
|   |  |                                 |             | Location: C                                     |            | Geo. Ref.:    |      |       |            |                   |                            |
|   |  |                                 |             | Served: C                                       |            | Neighborhood: |      |       |            |                   |                            |
| Description:                              | Improved park amenities, erosion control/bank stablization, public parking and access to White Oak Bayou Trail system.   |                                 |             | Operating and Maintenance Costs: (\$ Thousands) |            |               |      |       |            |                   |                            |
|   |  |                                 |             |   | 2019       | 2020          | 2021 | 2022  | 2023       | Total             |                            |
|   |  |                                 |             | Personnel                                       | -          | -             | -    | -     | -          | \$ -              |                            |
|   |  |                                 |             | Supplies  | -          | -             | -    | -     | -          | \$ -              |                            |
|   |  |                                 |             | Svcs. & Chgs.                                   | -          | -             | -    | -     | -          | \$ -              |                            |
| Justification:                            | Collapsed bank/repeated bank failure has encroached into the usable footprint of the park, creating dangerous conditions for park users, especially children. Opportunity to make connection to Bayou Greensways trail system. |                                 |             | Capital Outlay                                  | -          | -             | -    | -     | -          | \$ -              |                            |
|   |  |                                 |             | Total   | \$ -       | \$ -          | \$ - | \$ -  | \$ -       | \$ -              |                            |
|   |  |                                 |             | FTEs  |            |               |      |       |            |                   |                            |
|   |  |                                 |             | Fiscal Year Planned Expenses                    |            |               |      |       |            |                   |                            |
| Project Allocation                        |  | Projected Expenses thru 6/30/17 | 2018 Budget | 2018 Estimate                                   | 2019       | 2020          | 2021 | 2022  | 2023       | FY19 - FY23 Total | Cumulative Total (To Date) |
| Phase                                     |  |                                 |             |   |            |               |      |       |            |                   |                            |
| 1   | Planning   | -                               | 50,000      | 100,000   | -          | -             | -    | -     | \$ -       | \$ -              | \$ 100,000                 |
| 2   | Acquisition  | -                               | -           | -   | -          | -             | -    | -     | \$ -       | \$ -              | \$ -                       |
| 3   | Design   | -                               | -           | -   | 60,000     | -             | -    | -     | \$ 60,000  | \$ 60,000         | \$ 60,000                  |
| 4   | Construction   | -                               | -           | -   | 405,000    | 390,000       | -    | -     | \$ 795,000 | \$ 795,000        | \$ 795,000                 |
| 5   | Equipment  | -                               | -           | -   | -          | -             | -    | -     | \$ -       | \$ -              | \$ -                       |
| 6   | Close-Out  | -                               | -           | -   | -          | -             | -    | -     | \$ -       | \$ -              | \$ -                       |
| 7   | Other  | -                               | -           | -   | -          | -             | -    | -     | \$ -       | \$ -              | \$ -                       |
|   |  | -                               | -           | -   | -          | -             | -    | -     | \$ -       | \$ -              | \$ -                       |
|   |  | -                               | -           | -   | -          | -             | -    | -     | \$ -       | \$ -              | \$ -                       |
|   |  | -                               | -           | -   | -          | -             | -    | -     | \$ -       | \$ -              | \$ -                       |
|   |  | -                               | -           | -   | -          | -             | -    | -     | \$ -       | \$ -              | \$ -                       |
| Other Sub-Total:                          |  | -                               | -           | -   | -          | -             | -    | -     | \$ -       | \$ -              | \$ -                       |
|   |  |                                 |             |   |            |               |      |       |            |                   |                            |
| Total Allocations                         |  | \$ -                            | \$ 50,000   | \$ 100,000                                      | \$ 465,000 | \$ 390,000    | \$ - | \$ -  | \$ -       | \$ 855,000        | \$ 955,000                 |
|   |  |                                 |             |   |            |               |      |       |            |                   |                            |
| Source of Funds                           |  |                                 |             |   |            |               |      |       |            |                   |                            |
| TIRZ Funds                                |  | -                               | 50,000      | 100,000   | 60,000     | 390,000       | -    | -     | -          | \$ 450,000        | \$ 550,000                 |
| City of Houston                           |  | -                               | -           | -   | 405,000    | -             | -    | -     | \$ 405,000 | \$ 405,000        | \$ 405,000                 |
| Grants                                    |  | -                               | -           | -   | -          | -             | -    | -     | \$ -       | \$ -              | \$ -                       |
| Other                                     |  | -                               | -           | -   | -          | -             | -    | -     | \$ -       | \$ -              | \$ -                       |
| Total Funds                               |  | \$ -                            | \$ 50,000   | \$ 100,000                                      | \$ 465,000 | \$ 390,000    | \$ - | \$ -  | \$ -       | \$ 855,000        | \$ 955,000                 |

|  |  |                                 |             |   |      |           |              |               |      |                   |                            |         |  |  |  |
|--|--|---------------------------------|-------------|---|------|-----------|--------------|---------------|------|-------------------|----------------------------|---------|--|--|--|
| Project: 18th Pedestrian Improvements between Durham and 20th Street |  |                                 |             | City Council District                           |      | Key Map:  |              |               |      | WBS.:             |                            | T-0522A |  |  |  |
|  |  |                                 |             | Location:                                       |      | C         |              | Geo. Ref.:    |      |                   |                            |         |  |  |  |
|  |  |                                 |             | Served:   |      | C         |              | Neighborhood: |      |                   |                            |         |  |  |  |
| Description:   | Construct pedestiran improvements to include sidewalks, pedestrian ramps landscaping and mid-block crossings to create an overall safer pedestrian environment |                                 |             | Operating and Maintenance Costs: (\$ Thousands) |      |           |              |               |      |                   |                            |         |  |  |  |
|  |  |                                 |             |   | 2019 | 2020      | 2021         | 2022          | 2023 | Total             |                            |         |  |  |  |
|  |  |                                 |             | Personnel                                       | -    | -         | -            | -             | -    | \$ -              |                            |         |  |  |  |
|  |  |                                 |             | Supplies  | -    | -         | -            | -             | -    | \$ -              |                            |         |  |  |  |
| Justification:   | Existing conditions include discontinious sidewalks segments, open ditch, non-ADA compliance pedestrian environment.   |                                 |             | Svcs. & Chgs.                                   | -    | -         | -            | -             | -    | -                 | \$ -                       |         |  |  |  |
|  |  |                                 |             | Capital Outlay                                  | -    | -         | -            | -             | -    | -                 | \$ -                       |         |  |  |  |
|  |  |                                 |             | Total   | \$ - | \$ -      | \$ -         | \$ -          | \$ - | \$ -              | \$ -                       |         |  |  |  |
|  |  |                                 |             | FTEs  |      |           |              |               |      |                   | -                          |         |  |  |  |
| Fiscal Year Planned Expenses   |  |                                 |             |   |      |           |              |               |      |                   |                            |         |  |  |  |
| Project Allocation   |  | Projected Expenses thru 6/30/17 | 2018 Budget | 2018 Estimate                                   | 2019 | 2020      | 2021         | 2022          | 2023 | FY19 - FY23 Total | Cumulative Total (To Date) |         |  |  |  |
| Phase  |  |                                 |             |   |      |           |              |               |      |                   |                            |         |  |  |  |
| 1  | Planning   | -                               | 15,000      | 33,329  | -    | -         | -            | -             | -    | \$ -              | \$ 33,329                  |         |  |  |  |
| 2  | Acquisition  | -                               | -           | -   | -    | -         | -            | -             | -    | \$ -              | \$ -                       |         |  |  |  |
| 3  | Design   | -                               | -           | -   |      | 90,000    |              |               |      | \$ 90,000         | \$ 90,000                  |         |  |  |  |
| 4  | Construction   | -                               | -           |   |      |           | 1,200,000    |               |      | \$ 1,200,000      | \$ 1,200,000               |         |  |  |  |
| 5  | Equipment  | -                               | -           | -   | -    | -         | -            | -             | -    | \$ -              | \$ -                       |         |  |  |  |
| 6  | Close-Out  | -                               | -           | -   | -    | -         | -            | -             | -    | \$ -              | \$ -                       |         |  |  |  |
| 7  | Other  | -                               | -           | -   | -    | -         | -            | -             | -    | \$ -              | \$ -                       |         |  |  |  |
|  |  | -                               | -           | -   | -    | -         | -            | -             | -    | \$ -              | \$ -                       |         |  |  |  |
|  |  | -                               | -           | -   | -    | -         | -            | -             | -    | \$ -              | \$ -                       |         |  |  |  |
|  |  | -                               | -           | -   | -    | -         | -            | -             | -    | \$ -              | \$ -                       |         |  |  |  |
|  |  | -                               | -           | -   | -    | -         | -            | -             | -    | \$ -              | \$ -                       |         |  |  |  |
| Other Sub-Total:   |  | -                               | -           | -   | -    | -         | -            | -             | -    | \$ -              | \$ -                       |         |  |  |  |
|  |  |                                 |             |   |      |           |              |               |      |                   |                            |         |  |  |  |
| Total Allocations  |  | \$ -                            | \$ 15,000   | \$ 33,329                                       | \$ - | \$ 90,000 | \$ 1,200,000 | \$ -          | \$ - | \$ 1,290,000      | \$ 1,323,329               |         |  |  |  |
|  |  |                                 |             |   |      |           |              |               |      |                   |                            |         |  |  |  |
| Source of Funds  |  |                                 |             |   |      |           |              |               |      |                   |                            |         |  |  |  |
| TIRZ Funds   |  | -                               | 15,000      | 33,329  | -    | 90,000    | 1,200,000    | -             | -    | \$ 1,290,000      | \$ 1,323,329               |         |  |  |  |
| City of Houston  |  | -                               | -           | -   | -    | -         | -            | -             | -    | \$ -              | \$ -                       |         |  |  |  |
| Grants   |  | -                               | -           | -   | -    | -         | -            | -             | -    | \$ -              | \$ -                       |         |  |  |  |
| Other  |  | -                               | -           | -   | -    | -         | -            | -             | -    | \$ -              | \$ -                       |         |  |  |  |
| Total Funds  |  | \$ -                            | \$ 15,000   | \$ 33,329                                       | \$ - | \$ 90,000 | \$ 1,200,000 | \$ -          | \$ - | \$ 1,290,000      | \$ 1,323,329               |         |  |  |  |

|  |   |                                 |             |   |      |               |      |      |              |                   |                            |  |
|--|---|---------------------------------|-------------|---|------|---------------|------|------|--------------|-------------------|----------------------------|--|
| Project: 19th Steet Reconstruction between Durham and 20th |   |                                 |             | City Council District                           |      | Key Map:      |      |      |              | WBS.:             | T-0522B                    |  |
|  |   |                                 |             | Location: C                                     |      | Geo. Ref.:    |      |      |              |                   |                            |  |
|  |   |                                 |             | Served: All                                     |      | Neighborhood: |      |      |              |                   |                            |  |
| Description:   | Roadway reconstruction, installation of storm water drainage system, curb and gutter, sidewalks, street lights and landscaping.   |                                 |             | Operating and Maintenance Costs: (\$ Thousands) |      |               |      |      |              |                   |                            |  |
|  |   |                                 |             |   | 2019 | 2020          | 2021 | 2022 | 2023         | Total             |                            |  |
|  |   |                                 |             | Personnel                                       | -    | -             | -    | -    | -            | \$ -              |                            |  |
|  |   |                                 |             | Supplies  | -    | -             | -    | -    | -            | \$ -              |                            |  |
| Justification:   | Existing conditions include poor roadway, discontinuous sidewalk segments, open ditch, non ADA compliance pedestrian environment. |                                 |             | Svcs. & Chgs.                                   | -    | -             | -    | -    | -            | \$ -              |                            |  |
|  |   |                                 |             | Capital Outlay                                  | -    | -             | -    | -    | -            | \$ -              |                            |  |
|  |   |                                 |             | Total   | \$ - | \$ -          | \$ - | \$ - | \$ -         | \$ -              |                            |  |
|  |   |                                 |             | FTEs  |      |               |      |      |              | -                 |                            |  |
| Fiscal Year Planned Expenses                               |   |                                 |             |   |      |               |      |      |              |                   |                            |  |
| Project Allocation   |   | Projected Expenses thru 6/30/17 | 2018 Budget | 2018 Estimate                                   | 2019 | 2020          | 2021 | 2022 | 2023         | FY19 - FY23 Total | Cumulative Total (To Date) |  |
| Phase  |   |                                 |             |   |      |               |      |      |              |                   |                            |  |
| 1  | Planning  | -                               | 15,000      | 20,000  | -    | -             | -    | -    | -            | \$ -              | \$ 20,000                  |  |
| 2  | Acquisition   | -                               | -           | -   | -    | -             | -    | -    | -            | \$ -              | \$ -                       |  |
| 3  | Design  | -                               | -           | -   | -    | -             | -    |      | 2,000,000    | \$ 2,000,000      | \$ 2,000,000               |  |
| 4  | Construction  | -                               | -           | -   | -    | -             | -    | -    | -            | \$ -              | \$ -                       |  |
| 5  | Equipment   | -                               | -           | -   | -    | -             | -    | -    | -            | \$ -              | \$ -                       |  |
| 6  | Close-Out   | -                               | -           | -   | -    | -             | -    | -    | -            | \$ -              | \$ -                       |  |
| 7  | Other   | -                               | -           | -   | -    | -             | -    | -    | -            | \$ -              | \$ -                       |  |
|  |   | -                               | -           | -   | -    | -             | -    | -    | -            | \$ -              | \$ -                       |  |
|  |   | -                               | -           | -   | -    | -             | -    | -    | -            | \$ -              | \$ -                       |  |
|  |   | -                               | -           | -   | -    | -             | -    | -    | -            | \$ -              | \$ -                       |  |
|  |   | -                               | -           | -   | -    | -             | -    | -    | -            | \$ -              | \$ -                       |  |
| Other Sub-Total:   |   | -                               | -           | -   | -    | -             | -    | -    | -            | \$ -              | \$ -                       |  |
| Total Allocations  |   |                                 |             |   |      |               |      |      |              |                   |                            |  |
| Total Allocations  |   | \$ -                            | \$ 15,000   | \$ 20,000                                       | \$ - | \$ -          | \$ - | \$ - | \$ 2,000,000 | \$ 2,000,000      | \$ 2,020,000               |  |
| Source of Funds  |   |                                 |             |   |      |               |      |      |              |                   |                            |  |
| Source of Funds  |   |                                 |             |   |      |               |      |      |              |                   |                            |  |
| TIRZ Funds   |   | -                               | -           | 20,000  | -    | -             | -    | -    | 2,000,000    | \$ 2,000,000      | \$ 2,020,000               |  |
| City of Houston  |   | -                               | -           | -   | -    | -             | -    | -    | -            | \$ -              | \$ -                       |  |
| Grants   |   | -                               | -           | -   | -    | -             | -    | -    | -            | \$ -              | \$ -                       |  |
| Other  |   | -                               | -           | -   | -    | -             | -    | -    | -            | \$ -              | \$ -                       |  |
| Total Funds  |   | \$ -                            | \$ -        | \$ 20,000                                       | \$ - | \$ -          | \$ - | \$ - | \$ 2,000,000 | \$ 2,000,000      | \$ 2,020,000               |  |

|  |   |                                 |             |   |              |               |               |      |       |                   |                            |
|--|---|---------------------------------|-------------|---|--------------|---------------|---------------|------|-------|-------------------|----------------------------|
| Project: Shepherd Drive Reconstruction Project |   |                                 |             | City Council District                           |              | Key Map:      |               |      | WBS.: | T-0523A           |                            |
|  |   |                                 |             | Location: C                                     |              | Geo. Ref.:    |               |      |       |                   |                            |
|  |   |                                 |             | Served: All                                     |              | Neighborhood: |               |      |       |                   |                            |
| Description:                                   | Roadway reconstruction between 6th street and 610 loop North, including hike and bike lanes, storm water drainage systems, curb and gutter section, streetlights, sidewalks and landscaping |                                 |             | Operating and Maintenance Costs: (\$ Thousands) |              |               |               |      |       |                   |                            |
|  |   |                                 |             |   | 2019         | 2020          | 2021          | 2022 | 2023  | Total             |                            |
|  |   |                                 |             | Personnel                                       | -            | -             | -             | -    | -     | \$ -              |                            |
|  |   |                                 |             | Supplies  | -            | -             | -             | -    | -     | \$ -              |                            |
| Justification:                                 | Major north/south artery with poor to non-existent drainage system, no sidewalks, no curb, unsafe for pedestrians and bicyclists.   |                                 |             | Svcs. & Chgs.                                   | -            | -             | -             | -    | -     | \$ -              |                            |
|  |   |                                 |             | Capital Outlay                                  | -            | -             | -             | -    | -     | \$ -              |                            |
|  |   |                                 |             | Total   | \$ -         | \$ -          | \$ -          | \$ - | \$ -  | \$ -              |                            |
|  |   |                                 |             | FTEs  |              |               |               |      |       |                   |                            |
| Fiscal Year Planned Expenses                   |   |                                 |             |   |              |               |               |      |       |                   |                            |
| Project Allocation                             |   | Projected Expenses thru 6/30/17 | 2018 Budget | 2018 Estimate                                   | 2019         | 2020          | 2021          | 2022 | 2023  | FY19 - FY23 Total | Cumulative Total (To Date) |
| Phase  |   |                                 |             |   |              |               |               |      |       |                   |                            |
| 1  | Planning  | -                               | 225,000     | 33,329  | -            | -             | -             | -    | -     | \$ -              | \$ 33,329                  |
| 2  | Acquisition   | -                               | -           | -   | -            | 500,000       |               | -    | -     | \$ 500,000        | \$ 500,000                 |
| 3  | Design  | -                               | -           | 100,000   | 1,500,000    | 1,000,000     |               | -    | -     | \$ 2,500,000      | \$ 2,600,000               |
| 4  | Construction  | -                               | -           | -   |              | -             | 37,600,000    |      | -     | \$ 37,600,000     | \$ 37,600,000              |
| 5  | Equipment   | -                               | -           | -   | -            | -             | -             |      | -     | \$ -              | \$ -                       |
| 6  | Close-Out   | -                               | -           | -   | -            | -             | -             |      | -     | \$ -              | \$ -                       |
| 7  | Other   | -                               | -           | -   | -            | -             | -             |      | -     | \$ -              | \$ -                       |
|  |   | -                               | -           | -   | -            | -             | -             |      | -     | \$ -              | \$ -                       |
|  |   | -                               | -           | -   | -            | -             | -             |      | -     | \$ -              | \$ -                       |
|  |   | -                               | -           | -   | -            | -             | -             |      | -     | \$ -              | \$ -                       |
|  |   | -                               | -           | -   | -            | -             | -             |      | -     | \$ -              | \$ -                       |
| Other Sub-Total:                               |   | -                               | -           | -   | -            | -             | -             | -    | -     | \$ -              | \$ -                       |
| Total Allocations                              |   |                                 |             |   |              |               |               |      |       |                   |                            |
| Total Allocations                              |   | \$ -                            | \$ 225,000  | \$ 133,329                                      | \$ 1,500,000 | \$ 1,500,000  | \$ 37,600,000 | \$ - | \$ -  | \$ 40,600,000     | \$ 40,733,329              |
| Source of Funds                                |   |                                 |             |   |              |               |               |      |       |                   |                            |
| Source of Funds                                |   |                                 |             |   |              |               |               |      |       |                   |                            |
| TIRZ Funds                                     |   | -                               | -           | 133,329   | 1,500,000    | 1,500,000     | 12,100,000    | -    | -     | \$ 15,100,000     | \$ 15,233,329              |
| City of Houston                                |   | -                               | -           | -   | -            | -             | 2,500,000     |      | -     | \$ 2,500,000      | \$ 2,500,000               |
| Grants   |   | -                               | -           | -   |              |               | 23,000,000    |      | -     | \$ 23,000,000     | \$ 23,000,000              |
| Other  |   | -                               | -           | -   | -            | -             | -             |      | -     | \$ -              | \$ -                       |
| Total Funds                                    |   | \$ -                            | \$ -        | \$ 133,329                                      | \$ 1,500,000 | \$ 1,500,000  | \$ 37,600,000 | \$ - | \$ -  | \$ 40,600,000     | \$ 40,733,329              |

|  |  |                                 |             |   |      |               |              |              |               |                   |                            |
|--|--|---------------------------------|-------------|---|------|---------------|--------------|--------------|---------------|-------------------|----------------------------|
| Project: Durham Reconstruction Project |  |                                 |             | City Council District                           |      | Key Map:      |              | WBS.:        |               | T-0523B           |                            |
|  |  |                                 |             | Location: C                                     |      | Geo. Ref.:    |              |              |               |                   |                            |
|  |  |                                 |             | Served: ALL                                     |      | Neighborhood: |              |              |               |                   |                            |
| Description:                           | Roadway reconstruction between 6th Street and 610 Loop North, including pedestrian improvements, storm water drainage systems, curb and gutter section, streetlights, sidewalks and landscaping. |                                 |             | Operating and Maintenance Costs: (\$ Thousands) |      |               |              |              |               |                   |                            |
|  |  |                                 |             |   | 2019 | 2020          | 2021         | 2022         | 2023          | Total             |                            |
|  |  |                                 |             | Personnel                                       | -    | -             | -            | -            | -             | \$ -              |                            |
|  |  |                                 |             | Supplies  | -    | -             | -            | -            | -             | \$ -              |                            |
| Justification:                         | Major north/south artery with poor to non-existent drainage system, no sidewalks, no curb, unsafe for pedestrians and bicyclists.  |                                 |             | Svcs. & Chgs.                                   | -    | -             | -            | -            | -             | \$ -              |                            |
|  |  |                                 |             | Capital Outlay                                  | -    | -             | -            | -            | -             | \$ -              |                            |
|  |  |                                 |             | Total   | \$ - | \$ -          | \$ -         | \$ -         | \$ -          | \$ -              |                            |
|  |  |                                 |             | FTEs  |      |               |              |              |               | -                 |                            |
| Fiscal Year Planned Expenses           |  |                                 |             |   |      |               |              |              |               |                   |                            |
| Project Allocation                     |  | Projected Expenses thru 6/30/17 | 2018 Budget | 2018 Estimate                                   | 2019 | 2020          | 2021         | 2022         | 2023          | FY19 - FY23 Total | Cumulative Total (To Date) |
| Phase                                  |  |                                 |             |   |      |               |              |              |               |                   |                            |
| 1                                      | Planning   | -                               | 225,000     | 20,000  | -    | -             | -            | -            | -             | \$ -              | \$ 20,000                  |
| 2                                      | Acquisition  | -                               | -           | -   | -    | -             | -            | 18,000       |               | \$ 18,000         | \$ 18,000                  |
| 3                                      | Design   | -                               | -           | -   | -    |               | 1,000,000    | 2,000,000    |               | \$ 3,000,000      | \$ 3,000,000               |
| 4                                      | Construction   | -                               | -           | -   | -    |               |              |              | 41,100,000    | \$ 41,100,000     | \$ 41,100,000              |
| 5                                      | Equipment  | -                               | -           | -   | -    | -             | -            | -            | -             | \$ -              | \$ -                       |
| 6                                      | Close-Out  | -                               | -           | -   | -    | -             | -            | -            | -             | \$ -              | \$ -                       |
| 7                                      | Other  | -                               | -           | -   | -    | -             | -            | -            | -             | \$ -              | \$ -                       |
|  |  | -                               | -           | -   | -    | -             | -            | -            | -             | \$ -              | \$ -                       |
|  |  | -                               | -           | -   | -    | -             | -            | -            | -             | \$ -              | \$ -                       |
|  |  | -                               | -           | -   | -    | -             | -            | -            | -             | \$ -              | \$ -                       |
|  |  | -                               | -           | -   | -    | -             | -            | -            | -             | \$ -              | \$ -                       |
| Other Sub-Total:                       |  | -                               | -           | -   | -    | -             | -            | -            | -             | \$ -              | \$ -                       |
| Total Allocations                      |  |                                 |             |   |      |               |              |              |               |                   |                            |
|  |  | \$ -                            | \$ 225,000  | \$ 20,000                                       | \$ - | \$ -          | \$ 1,000,000 | \$ 2,018,000 | \$ 41,100,000 | \$ 44,118,000     | \$ 44,138,000              |
| Source of Funds                        |  |                                 |             |   |      |               |              |              |               |                   |                            |
| TIRZ Funds                             |  | -                               | 225,000     | 20,000  | -    | -             | 1,000,000    | 2,018,000    | 9,800,000     | \$ 12,818,000     | \$ 12,838,000              |
| City of Houston                        |  | -                               | -           | -   | -    | -             | -            | -            | 1,320,000     | \$ 1,320,000      | \$ 1,320,000               |
| Grants                                 |  | -                               | -           | -   | -    | -             | -            | -            | 31,300,000    | \$ 31,300,000     | \$ 31,300,000              |
| Other                                  |  | -                               | -           | -   | -    | -             | -            | -            | -             | \$ -              | \$ -                       |
| Total Funds                            |  | \$ -                            | \$ 225,000  | \$ 20,000                                       | \$ - | \$ -          | \$ 1,000,000 | \$ 2,018,000 | \$ 42,420,000 | \$ 45,438,000     | \$ 45,458,000              |

|  |  |                                 |             |   |               |               |            |      |       |                   |                            |
|--|--|---------------------------------|-------------|---|---------------|---------------|------------|------|-------|-------------------|----------------------------|
| Project: Heights Boulevard Pedestrian and Bicycle Safety |  |                                 |             | City Council District                           |               | Key Map:      |            |      | WBS.: | T-0027            |                            |
|  |  |                                 |             | Location:                                       |               | Geo. Ref.:    |            |      |       |                   |                            |
|  |  |                                 |             | Served:   |               | Neighborhood: |            |      |       |                   |                            |
| Description:   | Bicycle and pedestrian facility improvements at the intersection of Heights Boulevard and the MKT Trail and at the intersection of Washington Avenue and Heights Boulevard. Improve safety and wayfinding along the MKT Trail. |                                 |             | Operating and Maintenance Costs: (\$ Thousands) |               |               |            |      |       |                   |                            |
|  |  |                                 |             |   | 2019          | 2020          | 2021       | 2022 | 2023  | Total             |                            |
|  |  |                                 |             | Personnel                                       | -             | -             | -          | -    | -     | \$ -              |                            |
|  |  |                                 |             | Supplies  | -             | -             | -          | -    | -     | \$ -              |                            |
|  |  |                                 |             | Justification:                                  | Svcs. & Chgs. | -             | -          | -    | -     | -                 | \$ -                       |
| Capital Outlay   | -  | -                               | -           |   | -             | -             | \$ -       |      |       |                   |                            |
| Total  | \$ -   | \$ -                            | \$ -        |   | \$ -          | \$ -          | \$ -       |      |       |                   |                            |
| FTEs   |  |                                 |             |   |               |               | -          |      |       |                   |                            |
| Fiscal Year Planned Expenses                             |  |                                 |             |   |               |               |            |      |       |                   |                            |
| Project Allocation                                       |  | Projected Expenses thru 6/30/17 | 2018 Budget | 2018 Estimate                                   | 2019          | 2020          | 2021       | 2022 | 2023  | FY19 - FY23 Total | Cumulative Total (To Date) |
| Phase  |  |                                 |             |   |               |               |            |      |       |                   |                            |
| 1  | Planning   | -                               | -           | -   | -             | -             | -          | -    | -     | \$ -              | \$ -                       |
| 2  | Acquisition  | -                               | -           | -   | -             | -             | -          | -    | -     | \$ -              | \$ -                       |
| 3  | Design   | -                               | -           | -   | 70,000        | 30,000        | 30,000     | -    | -     | \$ 130,000        | \$ 130,000                 |
| 4  | Construction   | -                               | -           | -   | -             | 500,000       | 500,000    | -    | -     | \$ 1,000,000      | \$ 1,000,000               |
| 5  | Equipment  | -                               | -           | -   | -             | -             | -          | -    | -     | \$ -              | \$ -                       |
| 6  | Close-Out  | -                               | -           | -   | -             | -             | -          | -    | -     | \$ -              | \$ -                       |
| 7  | Other  | -                               | -           | -   | -             | -             | -          | -    | -     | \$ -              | \$ -                       |
|  |  | -                               | -           | -   | -             | -             | -          | -    | -     | \$ -              | \$ -                       |
|  |  | -                               | -           | -   | -             | -             | -          | -    | -     | \$ -              | \$ -                       |
|  |  | -                               | -           | -   | -             | -             | -          | -    | -     | \$ -              | \$ -                       |
|  |  | -                               | -           | -   | -             | -             | -          | -    | -     | \$ -              | \$ -                       |
| Other Sub-Total:   |  | -                               | -           | -   | -             | -             | -          | -    | -     | \$ -              | \$ -                       |
|  |  |                                 |             |   |               |               |            |      |       |                   |                            |
| Total Allocations  |  | \$ -                            | \$ -        | \$ -  | \$ 70,000     | \$ 530,000    | \$ 530,000 | \$ - | \$ -  | \$ 1,130,000      | \$ 1,130,000               |
|  |  |                                 |             |   |               |               |            |      |       |                   |                            |
| Source of Funds  |  |                                 |             |   |               |               |            |      |       |                   |                            |
| TIRZ Funds   |  | -                               | -           | -   | 70,000        | 530,000       | 530,000    | -    | -     | \$ 1,130,000      | \$ 1,130,000               |
| City of Houston  |  | -                               | -           | -   | -             | -             | -          | -    | -     | \$ -              | \$ -                       |
| Grants   |  | -                               | -           | -   | -             | -             | -          | -    | -     | \$ -              | \$ -                       |
| Other  |  | -                               | -           | -   | -             | -             | -          | -    | -     | \$ -              | \$ -                       |
| Total Funds  |  | \$ -                            | \$ -        | \$ -  | \$ 70,000     | \$ 530,000    | \$ 530,000 | \$ - | \$ -  | \$ 1,130,000      | \$ 1,130,000               |

|                              |   |  |             |               |   |      |               |              |      |                   |                            |  |
|------------------------------|---|--|-------------|---------------|---|------|---------------|--------------|------|-------------------|----------------------------|--|
| Project:                     |   | Selected Streets Between Shepherd and Durham |             |               | City Council District                           |      | Key Map:      |              |      | WBS.:             | T-0028                     |  |
|                              |   |  |             |               | Location:                                       |      | Geo. Ref.:    |              |      |                   |                            |  |
|                              |   |  |             |               | Served:   |      | Neighborhood: |              |      |                   |                            |  |
| Description:                 | Selected roadway reconstruction between Shepherd and Durham, including pedestrian improvements, storm water drainage systems, curb and gutter section, streetlights, sidewalks and landscaping. |  |             |               | Operating and Maintenance Costs: (\$ Thousands) |      |               |              |      |                   |                            |  |
|                              |   |  |             |               |   | 2019 | 2020          | 2021         | 2022 | 2023              | Total                      |  |
|                              |   |  |             |               | Personnel                                       | -    | -             | -            | -    | -                 | \$ -                       |  |
|                              |   |  |             |               | Supplies  | -    | -             | -            | -    | -                 | \$ -                       |  |
| Justification:               | East/West connectors between Shepherd and Durham with poor to non-existent drainage system, no sidewalks, no curb, unsafe for pedestrians and bicyclists.                                       |  |             |               | Svcs. & Chgs.                                   | -    | -             | -            | -    | -                 | \$ -                       |  |
|                              |   |  |             |               | Capital Outlay                                  | -    | -             | -            | -    | -                 | \$ -                       |  |
|                              |   |  |             |               | Total   | \$ - | \$ -          | \$ -         | \$ - | \$ -              | \$ -                       |  |
|                              |   |  |             |               | FTEs  |      |               |              |      |                   | -                          |  |
| Fiscal Year Planned Expenses |   |  |             |               |   |      |               |              |      |                   |                            |  |
| Project Allocation           |   | Projected Expenses thru 6/30/17              | 2018 Budget | 2018 Estimate | 2019  | 2020 | 2021          | 2022         | 2023 | FY19 - FY23 Total | Cumulative Total (To Date) |  |
| Phase                        |   |  |             |               |   |      |               |              |      |                   |                            |  |
| 1                            | Planning  | -  | -           | -             | -   | -    | -             | -            | -    | \$ -              | \$ -                       |  |
| 2                            | Acquisition   | -  | -           | -             | -   | -    | -             | -            | -    | \$ -              | \$ -                       |  |
| 3                            | Design  | -  | -           | -             | -   | -    | 1,000,000     | -            | -    | \$ 1,000,000      | \$ 1,000,000               |  |
| 4                            | Construction  | -  | -           | -             | -   | -    | 5,000,000     | -            | -    | \$ 5,000,000      | \$ 5,000,000               |  |
| 5                            | Equipment   | -  | -           | -             | -   | -    | -             | -            | -    | \$ -              | \$ -                       |  |
| 6                            | Close-Out   | -  | -           | -             | -   | -    | -             | -            | -    | \$ -              | \$ -                       |  |
| 7                            | Other   | -  | -           | -             | -   | -    | -             | -            | -    | \$ -              | \$ -                       |  |
|                              |   | -  | -           | -             | -   | -    | -             | -            | -    | \$ -              | \$ -                       |  |
|                              |   | -  | -           | -             | -   | -    | -             | -            | -    | \$ -              | \$ -                       |  |
|                              |   | -  | -           | -             | -   | -    | -             | -            | -    | \$ -              | \$ -                       |  |
|                              |   | -  | -           | -             | -   | -    | -             | -            | -    | \$ -              | \$ -                       |  |
| Other Sub-Total:             |   | -  | -           | -             | -   | -    | -             | -            | -    | \$ -              | \$ -                       |  |
|                              |   |  |             |               |   |      |               |              |      |                   |                            |  |
| Total Allocations            |   | \$ -   | \$ -        | \$ -          | \$ -  | \$ - | \$ 1,000,000  | \$ 5,000,000 | \$ - | \$ 6,000,000      | \$ 6,000,000               |  |
|                              |   |  |             |               |   |      |               |              |      |                   |                            |  |
| Source of Funds              |   |  |             |               |   |      |               |              |      |                   |                            |  |
| TIRZ Funds                   |   | -  | -           | -             | -   | -    | 1,000,000     | 5,000,000    | -    | \$ 6,000,000      | \$ 6,000,000               |  |
| City of Houston              |   | -  | -           | -             | -   | -    | -             | -            | -    | \$ -              | \$ -                       |  |
| Grants                       |   | -  | -           | -             | -   | -    | -             | -            | -    | \$ -              | \$ -                       |  |
| Other                        |   | -  | -           | -             | -   | -    | -             | -            | -    | \$ -              | \$ -                       |  |
| Total Funds                  |   | \$ -   | \$ -        | \$ -          | \$ -  | \$ - | \$ 1,000,000  | \$ 5,000,000 | \$ - | \$ 6,000,000      | \$ 6,000,000               |  |

| TIRZ 5  | FY2016<br>Actual | FY2017<br>Actual | FY2018<br>Estimate | FY2019        | FY2020        | FY2021        | FY2022        | FY2023        | FY2024       | FY2025        | FY2026        | FY2027        | FY2028        | FY2029        | FY2030        | FY2031        | FY2032        | FY2033         | FY2034         |
|---|------------------|------------------|--------------------|---------------|---------------|---------------|---------------|---------------|--------------|---------------|---------------|---------------|---------------|---------------|---------------|---------------|---------------|----------------|----------------|
| City  | \$ 3,720,919     | \$ 5,386,604     | \$ 6,352,787       | \$ 6,836,177  | \$ 7,338,902  | \$ 7,861,737  | \$ 8,405,485  | \$ 8,955,416  | \$ 9,538,319 | \$ 10,143,401 | \$ 10,771,268 | \$ 11,422,482 | \$ 12,097,540 | \$ 12,802,424 | \$ 13,534,611 | \$ 13,945,332 | \$ 13,945,332 | \$ 13,945,332  | \$ 13,945,332  |
| County  | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| ISD   | \$ 1,005,055     | \$ 1,025,820     | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| ISD - Pass Through  | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| INCREMENT REVENUES (1)  | \$ 4,725,974     | \$ 6,412,424     | \$ 6,352,787       | \$ 6,836,177  | \$ 7,338,902  | \$ 7,861,737  | \$ 8,405,485  | \$ 8,955,416  | \$ 9,538,319 | \$ 10,143,401 | \$ 10,771,268 | \$ 11,422,482 | \$ 12,097,540 | \$ 12,802,424 | \$ 13,534,611 | \$ 13,945,332 | \$ 13,945,332 | \$ 13,945,332  | \$ 13,945,332  |
| CITY OF HOUSTON   | \$ -             | \$ -             | \$ -               | \$ 405,000    | \$ -          | \$ 2,500,000  | \$ -          | \$ 1,320,000  | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| GRANT PROCEEDS (5)  | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ 23,000,000 | \$ -          | \$ 31,300,000 | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| MISCELLANEOUS REVENUE   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| INTEREST INCOME   | \$ 11,248        | \$ 10,664        | \$ 13,610          | \$ 14,210     | \$ 48,579     | \$ 63,373     | \$ 21,754     | \$ 19,438     | \$ 3,246     | \$ 32,777     | \$ 64,173     | \$ 97,391     | \$ 133,031    | \$ 177,127    | \$ 228,195    | \$ 282,473    | \$ 338,663    | \$ 395,094     | \$ 451,769     |
| PROCEEDS FROM BANK LOAN   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| TOTAL RESOURCES   | \$ 4,737,222     | \$ 6,423,088     | \$ 6,366,397       | \$ 7,255,387  | \$ 7,387,481  | \$ 33,425,110 | \$ 8,427,239  | \$ 41,594,854 | \$ 9,541,566 | \$ 10,176,178 | \$ 10,835,441 | \$ 11,519,873 | \$ 12,230,570 | \$ 12,979,551 | \$ 13,762,806 | \$ 14,227,805 | \$ 14,283,995 | \$ 14,340,426  | \$ 14,397,100  |
| ISD Education Set-Aside   | \$ 473,024       | \$ 487,805       | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| ISD Education Set-Aside - Pass Through                              | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| Affordable Housing  | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| City  | \$ 1,240,306     | \$ 1,120,361     | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| County  | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| ISD   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| Municipal Services  | \$ 440,000       | \$ 160,652       | \$ 160,652         | \$ 160,652    | \$ 160,652    | \$ 160,652    | \$ 160,652    | \$ 160,652    | \$ 160,652   | \$ 160,652    | \$ 160,652    | \$ 160,652    | \$ 160,652    | \$ 160,652    | \$ 160,652    | \$ 160,652    | \$ 160,652    | \$ 160,652     | \$ 160,652     |
| Administrative Fees   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| City  | \$ 186,046       | \$ 269,330       | \$ 317,639         | \$ 341,809    | \$ 366,945    | \$ 393,087    | \$ 420,274    | \$ 447,771    | \$ 476,916   | \$ 507,170    | \$ 538,563    | \$ 571,124    | \$ 604,877    | \$ 640,121    | \$ 676,731    | \$ 697,267    | \$ 697,267    | \$ 697,267     | \$ 697,267     |
| County  | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| ISD   | \$ -             | \$ 25,000        | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| TRANSFERS   | \$ 2,339,376     | \$ 2,063,148     | \$ 478,291         | \$ 502,461    | \$ 527,597    | \$ 553,739    | \$ 580,926    | \$ 608,423    | \$ 637,568   | \$ 667,822    | \$ 699,215    | \$ 731,776    | \$ 765,529    | \$ 800,773    | \$ 837,383    | \$ 857,919    | \$ 857,919    | \$ 857,919     | \$ 857,919     |
| Management Consulting Services                                      | \$ 206,160       | \$ 274,846       | \$ 302,500         | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500   | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500     | \$ 302,500     |
| BOND DEBT SERVICE - PRINCIPAL                                       | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| BOND DEBT SERVICE - INTEREST  | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| Other Debt  | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| DEBT SERVICE  | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| TOTAL EXPENSES  | \$ 206,160       | \$ 274,846       | \$ 302,500         | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500   | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500    | \$ 302,500     | \$ 302,500     |
| CASH FLOW FROM OPERATIONS   | \$ 2,191,686     | \$ 4,085,094     | \$ 5,585,606       | \$ 6,450,426  | \$ 6,557,384  | \$ 32,568,871 | \$ 7,543,813  | \$ 40,683,931 | \$ 8,601,498 | \$ 9,205,856  | \$ 9,833,726  | \$ 10,485,597 | \$ 11,162,541 | \$ 11,876,278 | \$ 12,622,923 | \$ 13,067,386 | \$ 13,123,876 | \$ 13,180,007  | \$ 13,236,681  |
| BEGINNING FUND BALANCE (7)  | \$ 5,476,716     | \$ 4,215,579     | \$ 6,182,921       | \$ 8,790,126  | \$ 11,297,407 | \$ 14,737,884 | \$ 5,058,134  | \$ 4,520,478  | \$ 754,998   | \$ 7,622,599  | \$ 14,923,873 | \$ 22,649,060 | \$ 30,937,408 | \$ 41,192,277 | \$ 53,068,555 | \$ 65,691,477 | \$ 78,758,863 | \$ 91,882,439  | \$ 105,062,446 |
| DEBT ISSUANCE   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| FUNDS AVAILABLE FOR PROJECTS  | \$ 7,667,402     | \$ 8,306,673     | \$ 11,738,527      | \$ 15,240,552 | \$ 17,854,791 | \$ 47,306,754 | \$ 12,602,947 | \$ 45,204,409 | \$ 9,356,496 | \$ 16,828,455 | \$ 24,757,599 | \$ 33,134,657 | \$ 42,099,950 | \$ 53,068,555 | \$ 65,691,477 | \$ 78,758,863 | \$ 91,882,439 | \$ 105,062,446 | \$ 118,299,127 |
| Projects  |                  |                  |                    |               |               |               |               |               |              |               |               |               |               |               |               |               |               |                |                |
| Regents Square GID  | \$ -             | \$ 141,446       | \$ 166,654         | \$ 308,145    | \$ 606,907    | \$ 917,620    | \$ 1,064,469  | \$ 1,349,411  | \$ 1,733,897 | \$ 1,904,582  | \$ 2,108,539  | \$ 2,197,249  | \$ 907,673    | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| Greystar  | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| DEVELOPER AGREEMENTS  | \$ -             | \$ 141,446       | \$ 166,654         | \$ 308,145    | \$ 606,907    | \$ 917,620    | \$ 1,064,469  | \$ 1,349,411  | \$ 1,733,897 | \$ 1,904,582  | \$ 2,108,539  | \$ 2,197,249  | \$ 907,673    | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0501 Rosemont Pedestrian Bridge and Trails                        | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0509 Cottage Grove Pedestrian Bridge                              | \$ 125,315       | \$ 415           | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0510 FUTURE CIP PROJECT   | \$ -             | \$ 438           | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0511 FUTURE CIP PROJECT   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0512 White Oak Bayou Trail System                                 | \$ 2,407,172     | \$ 984,855       | \$ 979,780         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0513 Alston/Rutland Pedestrian Bridge                             | \$ 1,744         | \$ 1,038         | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0515 Bryce Street Trail Head                                      | \$ 439,653       | \$ 404,114       | \$ 800,000         | \$ 50,000     | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0516 Heights Boulevard Connector Trail                            | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0517 White Oak Bayou Remediation/Channel                          | \$ 18,036        | \$ 275,629       | \$ 275,329         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0518 Olivewood Trailhead  | \$ 32,749        | \$ 131,524       | \$ 120,000         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0519 Woodland Park Improvements                                   | \$ 410,796       | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0520 Houston Avenue & White Oak Drive Intersection                | \$ -             | \$ 46,517        | \$ 300,000         | \$ 1,550,000  | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0521 Little Thicket Park Improvements                             | \$ -             | \$ 2,008         | \$ 100,000         | \$ 465,000    | \$ 390,000    | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0522A 19th Pedestrian Improvements between Durham and 20th Street | \$ -             | \$ 101,910       | \$ 20,000          | \$ -          | \$ 90,000     | \$ 1,200,000  | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0522B 19th Street Reconstruction between Durham and 20th Street   | \$ -             | \$ -             | \$ 20,000          | \$ -          | \$ -          | \$ -          | \$ 2,000,000  | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0523A Shepherd Drive Reconstruction Project                       | \$ -             | \$ 57,858        | \$ 133,329         | \$ 1,500,000  | \$ 1,500,000  | \$ 37,600,000 | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0523B Durham Reconstruction Project                               | \$ -             | \$ -             | \$ 20,000          | \$ -          | \$ -          | \$ 1,000,000  | \$ 2,018,000  | \$ 41,100,000 | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0524 Street Trees   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0008 FUTURE CIP PROJECT   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0525 FUTURE CIP PROJECT   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0526 FUTURE CIP PROJECT   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0027 Heights Boulevard Pedestrian and Bicycle Safety Improvements | \$ -             | \$ -             | \$ -               | \$ 70,000     | \$ 530,000    | \$ 530,000    | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0028 Selected Streets Between Shepherd and Durham                 | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ 1,000,000  | \$ 5,000,000  | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0029 FUTURE CIP PROJECT   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0030 FUTURE CIP PROJECT   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0031 FUTURE CIP PROJECT   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0032 FUTURE CIP PROJECT   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0033 FUTURE CIP PROJECT   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0034 FUTURE CIP PROJECT   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0035 FUTURE CIP PROJECT   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0036 FUTURE CIP PROJECT   | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| T-0599 Concrete Panel Replacement Program                           | \$ -             | \$ -             | \$ -               | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| CAPITAL PROJECTS  | \$ 3,435,465     | \$ 2,006,306     | \$ 2,781,747       | \$ 3,635,000  | \$ 2,510,000  | \$ 41,330,000 | \$ 7,018,000  | \$ 43,100,000 | \$ -         | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -          | \$ -           | \$ -           |
| TOTAL PROJECTS  | \$ 3,435,465     | \$ 2,147,752     | \$ 2,948,401       | \$ 3,943,145  | \$ 3,116,907  | \$ 42,247,620 | \$ 8,082,469  | \$ 44,449,411 | \$ 1,733,897 | \$ 1,904,582  | \$ 2,108,539  | \$ 2,197,249  | \$ 907,673    | \$ -          | \$ -          | \$ -</        |               |                |                |

# McCALL GIBSON SWEDLUND BARFOOT PLLC

*Certified Public Accountants*

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May 9, 2017

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

We are pleased to confirm our understanding of the services we are to provide Memorial-Heights Redevelopment Authority (the "Authority") for the years ended June 30, 2017, and June 30, 2018. We will audit the financial statements of the governmental activities and each major fund, which collectively comprise the basic financial statements of the Authority as of and for the years ended June 30, 2017, and June 30, 2018. Accounting standards generally accepted in the United States of America provide for certain required supplementary information (RSI), such as management's discussion and analysis (MD&A) and the schedule of revenues, expenditures and changes in fund balance – budget and actual for the General Fund, to supplement the Authority's basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board (GASB) who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. As part of our engagement, we will apply certain limited procedures to the Authority's RSI in accordance with auditing standards generally accepted in the United States of America. These limited procedures will consist of inquiries of management regarding the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We will not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance. The following RSI is required by generally accepted accounting principles and will be subjected to certain limited procedures, but will not be audited:

- 1) Management's Discussion and Analysis, and
- 2) Schedule of Revenues, Expenditures and Changes in Fund Balance – Budget and Actual – General Fund

We have also been engaged to report on supplementary information other than RSI that accompanies the Authority's financial statements. The document we submit to you will include various supplementary schedules, including supplementary information required by the City of Houston, Texas. This supplementary information will be subjected to the auditing procedures applied in our audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America and we will provide an opinion on it in relation to the financial statements as a whole except for that portion marked "unaudited", on which we will express no opinion.

Member of  
American Institute of Certified Public Accountants  
Texas Society of Certified Public Accountants

### **Audit Objective**

The objective of our audit is the expression of opinions as to whether your basic financial statements are fairly presented, in all material respects, in conformity with generally accepted accounting principles and to report on the fairness of the supplementary information referred to in the second paragraph when considered in relation to the financial statements as a whole. Our audit will be conducted in accordance with auditing standards generally accepted in the United States of America and will include tests of the accounting records and other procedures we consider necessary to enable us to express such opinions. We will issue a written report upon completion of our audit of the Authority's financial statements. Our report will be addressed to the Board of Directors of the Authority. We cannot provide assurance that unmodified opinions will be expressed. Circumstances may arise in which it is necessary for us to modify our opinions or add emphasis-of-matter or other-matter paragraphs. If our opinions on the financial statements are other than unmodified, we will discuss the reasons with you in advance. If, for any reason, we are unable to complete the audit or are unable to form or have not formed opinions, we may decline to express opinions or may withdraw from this engagement.

### **Audit Procedures - General**

An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements; therefore, our audit will involve judgment about the number of transactions to be examined and the areas to be tested. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We will plan and perform the audit to obtain reasonable rather than absolute assurance about whether the financial statements are free of material misstatement, whether from (1) errors, (2) fraudulent financial reporting, (3) misappropriation of assets, or (4) violations of laws or governmental regulations that are attributable to the Authority or to acts by management or employees acting on behalf of the Authority.

Because of the inherent limitations of an audit, combined with the inherent limitations of internal control, and because we will not perform a detailed examination of all transactions, there is a risk that material misstatements may exist and not be detected by us, even though the audit is properly planned and performed in accordance with U.S. generally accepted auditing standards. In addition, an audit is not designed to detect immaterial misstatements, or violations of laws or governmental regulations that do not have a direct and material effect on the financial statements. However, we will inform you of any material errors and any fraudulent financial reporting or misappropriation of assets that come to our attention. We will also inform you of any violations of laws or governmental regulations that come to our attention, unless clearly inconsequential. Our responsibility as auditor is limited to the period covered by our audit and does not extend to any later periods for which we are not engaged as auditors.

Our procedures will include tests of documentary evidence supporting the transactions recorded in the accounts, and may include direct confirmation of certain assets and liabilities by correspondence with selected individuals, creditors, and financial institutions. We will request written representations from your attorneys as part of the engagement, and they may bill you for responding to this inquiry. At the conclusion of our audit, we will also require certain written representations from you about the financial statements and related matters.

### **Audit Procedures – Internal Control**

Our audit will include obtaining an understanding of the Authority and its environment, including internal control, sufficient to assess the risks of material misstatement of the financial statements and to design the nature, timing, and extent of further audit procedures. An audit is not designed to provide assurance on internal control or to identify deficiencies in internal control. However, during the audit, we will communicate to management and those charged with governance internal control related matters that are required to be communicated under AICPA professional standards.

### **Audit Procedures – Compliance**

As part of obtaining reasonable assurance about whether the financial statements are free of material misstatements, we will perform tests of the Authority's compliance with applicable laws and regulations and the provisions of certain contracts and agreements. However, the objective of our audit will not be to provide an opinion on overall compliance and we will not express such an opinion.

### **Management Responsibilities**

Management is responsible for establishing and maintaining effective internal controls, including monitoring ongoing activities; for the selection and application of accounting principles; and for the preparation and fair presentation of the financial statements in conformity with U.S. generally accepted accounting principles.

Management is also responsible for making all financial records and related information available to us and for the accuracy and completeness of that information. You are also responsible for providing us with (1) access to all information of which you are aware that is relevant to the preparation and fair presentation of the financial statements, (2) additional information that we may request for the purpose of the audit, and (3) unrestricted access to persons within the government from whom we determine it necessary to obtain audit evidence.

Your responsibilities include adjusting the financial statements to correct material misstatements and confirming to us in the management representation letter that the effects of any uncorrected misstatements aggregated by us during the current engagement and pertaining to the latest period presented are immaterial, both individually and in the aggregate, to the financial statements taken as a whole.

You are responsible for the design and implementation of programs and controls to prevent and detect fraud, and for informing us about all known or suspected fraud affecting the Authority involving (1) management, (2) employees who have significant roles in internal control, and (3) others where the fraud could have a material effect on the financial statements. Your responsibilities include informing us of your knowledge of any allegations of fraud or suspected fraud affecting the Authority received in communications from employees, former employees, consultants, regulators, or others. In addition, you are responsible for identifying and ensuring that the Authority complies with applicable laws and regulations.

### **Management Responsibilities (Continued)**

You are responsible for the preparation of the supplementary information in conformity with the City's requirements. You agree to include our report on the supplementary information in any document that contains and indicates that we have reported on the supplementary information. You also agree to include the audited financial statements with any presentation of the supplementary information that includes our report thereon. Your responsibilities include acknowledging to us in the representation letter that (1) you are responsible for presentation of the supplementary information in accordance with the City's requirements, (2) that you believe the supplementary information, including its form and content, is fairly presented in accordance with the City's requirements, (3) that the methods of measurement or presentation have not changed from those used in the prior period, and (4) you have disclosed to us any significant assumptions or interpretations underlying the measurement or presentation of the supplementary information.

With regard to using the auditor's report, you understand that you must obtain our written consent to reproduce or use our report in bond offering official statements or other documents.

With regard to the electronic dissemination of audited financial statements, including financial statements published electronically on your website, you understand that electronic sites are a means to distribute information and, therefore, we are not required to read the information contained in these sites or to consider the consistency of other information in the electronic site with the original document.

### **Engagement Administration, Fees and Other**

The Authority will not pay any consultant for services that are determined to be an ineligible Project Cost under the TIRZ Act and the consultant shall repay the Authority for any payment made by the Authority to the consultant that is determined to be an ineligible Project Cost.

We are aware of the City of Houston's requirement to have the audit completed by September 30th, and barring any unforeseen circumstances every effort will be made to comply with this requirement

In accordance with provisions of the Local Records Retention Schedule Section 2-1: Item 1025-01 e) we agree to retain our audit work papers in our office for a period of three years after all questions arising from the audit have been resolved. In order to allow for all questions arising from the audit to be resolved and to comply with Rule 501.76(f) of the Rules of Professional Conduct of the Texas State Board of Public Accountancy the actual date will be the five-year anniversary of the audit report in question.

We expect to present a draft of the audit report within 45 days of the availability of the Authority's accounting records. Chris Swedlund is the engagement partner and is responsible for supervising the engagement and signing the report or authorizing another individual to sign the report. The following is an estimate of our fees for the audit included in this engagement letter:

**Engagement Administration, Fees and Other (Continued)**

- Audit of the Authority's financial statements as of and for the year ended June 30, 2017, at a fee not to exceed \$7,500
- Audit of the Authority's financial statements as of and for the year ended June 30, 2018, at a fee not to exceed \$7,500

Not included in the fees above are out-of-pocket costs such as printing, postage, and other charges incidental to the completion of our audit. If for any reason our services are terminated prior to issuance of a final report, our engagement will be deemed to have been completed, even if we have not completed our report. The Authority will be obligated to compensate us for our time expended and to reimburse us for all out-of-pocket costs through the date of termination. The above fee is based on anticipated cooperation from your consultants and the assumption that unexpected circumstances will not be encountered during the audit. If significant additional time is necessary, we will discuss it with you and arrive at a new fee estimate before we incur the additional costs.

You agree that any dispute regarding this engagement will, prior to resorting to litigation, be submitted to mediation upon written request by either party. Both parties agree to try in good faith to settle the dispute in mediation. The American Arbitration Association will administer any such mediation in accordance with its Commercial Mediation Rules. The results of the mediation proceeding shall be binding only if each of us agrees to be bound. We will share any costs of mediation proceedings equally.


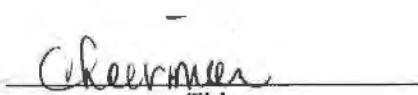
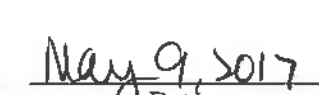
We believe this letter accurately summarizes the significant terms of the engagement. If you have any questions, please let us know. If you agree with the terms of the engagement as described in this letter, please sign the enclosed copy and return it to us. We appreciate the confidence you have placed in us by retaining this firm as your independent auditor in this matter.


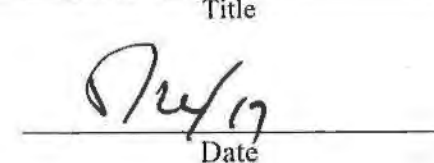
Sincerely,

*McCall Gibson Swedlund Barfoot PLLC*

McCall Gibson Swedlund Barfoot PLLC  
Certified Public Accountants

This letter correctly sets forth the understanding of Memorial-Heights Redevelopment Authority.

    
Signature Title Date

   
Date

Mayor's Office of  
Economic Development

Engagement Letter