

MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY

JOINT MEETING OF THE BOARDS OF DIRECTORS

JULY 14, 2022

REINVESTMENT ZONE NUMBER FIVE, CITY OF HOUSTON, TEXAS

MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY
TIRZ NO. 5
MEETING OF JULY 14, 2022

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MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY
Director Attendance Record

MEETING DATE	A. LENTS	A. COLOM	B. BROWN	J. HALE- HARRIS	C. MANRIQUEZ	R. STEIN	M. PIERRE
02/27/20	X	Y	Y	Y	Y	Y	X
04/23/20	Y	Y	Y	Y	Y	Y	Y
06/25/20	Y	X	Y	Y	Y	Y	Y
09/24/20	Y	Y	Y	Y	Y	Y	X
10/22/20	Y	Y	Y	Y	Y	Y	X
01/28/21	Y	Y	Y	X	Y	Y	Y
03/04/21	Y	Y	Y	Y	Y	Y	X
04/22/21	Y	Y	Y	Y	Y	Y	X
06/24/21	Y	X	Y	Y	Y	Y	X
08/23/21	Y	Y	Y	X	Y	Y	Y
09/23/21	Y	X	Y	Y	Y	Y	X
10/28/21	Y	X	Y	Y	Y	Y	Y
12/09/21	Y	Y	Y	Y	Y	Y	X
04/28/22	Y	Y	Y	Y	X	Y	X

Y = Attended

X = Did not attend

**NOTICE OF JOINT MEETING
MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY
AND
REINVESTMENT ZONE NUMBER FIVE, CITY OF HOUSTON, TEXAS**

**THIS MEETING WILL BE CONDUCTED IN-PERSON AND
BY TELEPHONE/VIDEOCONFERENCE**

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"), open to the public, on **THURSDAY, JULY 14, 2022, at 9:30 A.M., at 1980 POST OAK BOULEVARD, SUITE 1380, HOUSTON, TEXAS 77056**, outside the boundaries of the Authority. This meeting will also be conducted electronically, as provided below. Electronic copies of the meeting materials are available at <https://memorialheightstirz5.com/meetings/> at such time as the meeting occurs or by contacting Audrey Lyons at alyons@SKLaw.us.

TO ATTEND VIA VIDEO:

LINK: <https://us02web.zoom.us/j/87079930238?pwd=vfoWTA2s-veL3mqeemxUx22xizfO0Q.1>

Meeting ID: 870 7993 0238

Passcode: 595418

TO ATTEND VIA AUDIO ONLY:

Dial: 1-346-248-7799

Meeting ID: 870 7993 0238


Passcode: 595418

At the meeting the following items will be considered and acted on:

1. **CALL TO ORDER:**
 - a. Receive comments and questions from the public;
2. **CONSENT AGENDA:**
 - a. Minutes of previous meetings:
 - i) Approve Authority minutes of April 28, 2022; **4**
 - ii) Approve Zone minutes of April 28, 2022; **8**
 - b. Developer Reports (*Authority only*):
 - i) Quarterly GID update; **9**
 - ii) Quarterly Hanover update; **14**
 - c. Financial matters (*Authority only*):
 - i) Receive Financial Report Summary, including account and fund activity statements; **15**
3. **CHAIR REPORT (*Authority only*):**
4. **PRESIDENT REPORT (*Authority only*):**
 - a. Review City projection for GID Development Agreement;
 - b. City of Houston diversity database review; **29**
5. **PROJECTS AND ENGINEERING (*Authority only*):**
 - a. Receive Projects Committee Report: **31**
 - i) Approve Quiddity Work Authorization 2023 - 1 [general services]; **32**
 - ii) Approve TGC Work Authorization 3, Amendment 2 [general services]; **35**
 - b. Shepherd/Durham and Selected Cross Streets - Phase 1 [CIP Project T-0523A]:
 - i) Update on project construction;
 - ii) Approve Amendment to Construction Agreement [SER Construction Partners, LLC]; **38**
 - iii) Approve Change Order limits; **40**
 - c. Shepherd/Durham and Selected Cross Streets - Phase 2 [CIP Project T-0523A]:
 - i) Update on project development;
 - ii) Approve Interlocal Agreement with the City of Houston; **46**
 - iii) Approve TGC Work Authorization No. 7; **57**

- d. North Canal Project [CIP Project T-0525]:
 - i) Update on project development;
 - e. Yale and Center Street Intersection [CIP Project T-0529]:
 - i) Update on project development;
 - f. Heights Boulevard Bicycle and Pedestrian Safety Improvements, West Dallas Restriping, Trail Segment between White Oak Bayou and Memorial Park [CIP Project T-0531]:
 - i) Update on project construction;
 - ii) Approve Change Order limits; **61**
 - iii) Approve expenditure to Houston Parks Board for tree replacement on trail extension;
 - g. Zone Wide Safety and Mobility Projects [CIP Project T-5032]:
 - i) Update on project development;
 - h. Little Thicket [CIP Project T-0521]:
 - i) Approve Amendment to Interlocal Agreement with the City of Houston;
 - ii) Authorize survey and geotechnical;
 - i. Approve related pay estimates or change orders, or other design, construction, or management contract administration items, and authorize other appropriate action;
6. **COMMUNICATIONS** (*Authority only*):
 - a. Receive update from Communications Committee;
 7. **APPROVE COMMITTEE APPOINTMENTS**; **66**
 8. **FINANCIAL MATTERS** (*Authority only*):
 - a. Receive Finance Committee Report;
 - b. Authorize payment of invoices;
 - c. Confirm budget for fiscal year ending June 30, 2023; **67**
 - d. Confirm engagement of Auditor for fiscal year ending June 30, 2022; **88**
 - e. Approve signatory authorities for Authority account; **95**
 - f. Authorize other appropriate action;
 9. **ATTORNEY REPORT**;
 - a. Annual Review of Conflicts Disclosures/Ethics Requirements;
 10. **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;
 11. **CONSIDER, CONFIRM, OR RATIFY ACTIONS OF THE AUTHORITY, AS NECESSARY** (*Zone only*);
 12. **ADJOURN**.

The ongoing COVID-19 pandemic may cause an inability for members of the Authority's Board of Directors to convene in one location. This could result in a public necessity for immediate action by the Board in providing the Authority's services and functions. If necessary, this Notice also constitutes notice for a teleconference meeting pursuant to Section 551.125, Government Code.


 SK Law, Attorneys for the Authority and the Zone

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

APRIL 28, 2022

The Board of Directors (the "Board") of Memorial-Heights Redevelopment Authority (the "Authority"), convened in regular session, open to the public, at 1980 Post Oak Boulevard, Suite 1380, Texas 77056, on the 28th day of April, 2022, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Ann Lents	Chair
Alejandro Colom	Vice Chair
Janice Hale-Harris	Secretary
Bryan Brown	Director
Christopher David Manriquez	Director
Dr. Robert Stein	Director
Marvin Pierre	Director

and all of said persons were present, except Director Pierre and Director Manriquez, thus constituting a quorum.

Also present at the meeting were Sherry Weesner, President of the Authority; Jennifer Curley of the City of Houston (the "City"); Erin Williford and Kristen Hennings of Quiddity-1, Inc. ("Quiddity"); Jim Webb and Kirk Myers of The Goodman Corporation ("TGC"); Melissa Morton of The Morton Accounting Services ("TMAS"); Emily Guyre of Houston Heights Association ("HHA"); Linda Trevino of Ride Metro; Mark Williamson; Chris Haine; Kristen Burke; Emmanuel Nunez; Katherine Krueger; and Laura C. Davis and Audrey Lyons of Sanford Kuhl Hagan Kugle Parker Kahn LLP ("SKLaw").

DETERMINE QUORUM; CALL TO ORDER

Chair Lents noted that a quorum was present and called the meeting to order. She advised that the meeting was being recorded.

Receive comments or questions from the public

The Board first received comments and questions from the public.

Mr. Haine discussed public safety concerns regarding the intersection of Waugh and Feagan. Director Stein requested that Mr. Haine email him and Ms. Weesner the data he has relating to incidents in the area.

Ms. Burke discussed public safety concerns regarding the Kirby and Allen Parkway intersection. Ms. Weesner confirmed that Hanover has adjusted the times officers are present directing traffic. Chair Lents advised that Hanover is making roadway improvements to this area in conjunction with its development at that location.

Mr. Williamson discussed the Rutland Detention Basin and possible construction of a bicycle pedestrian bridge. Mr. Williamson also addressed his concern regarding the historic appearance of the current bridges.

Mr. Nunez reported recent news of Waterloo Greenway in Austin, Texas, being funded by the Army Corps of Engineers and stated that he would like to present to the Board ideas regarding similar funding for possible Authority projects. Chair Lents requested that Mr. Nunez coordinate providing such information to the Projects Committee.

CONSENT AGENDA

- a. Approval of the Authority minutes of December 9, 2021;
- b. Developer Reports;

- c. Renewal of insurance policies;
- d. Approval of the Financial Report Summary;
- e. Approve Investment Report.

Upon motion by Director Brown, seconded by Vice Chair Colom, the Board voted unanimously to approve the Consent Agenda.

CHAIR REPORT

Chair Lents reported that the City is considering several annexations including the annexation of Washington Avenue requested by TIRZ 5.

Chair Lents updated the Board on the North Canal project, stating that the timing of the project is possibly being revised which may allow the Authority's CIP to be adjusted.

Chair Lents reported on communications between TXDOT and the City regarding the Shepherd and Durham Reconstruction Project, Phase II, addressing ways to streamline the project.

PRESIDENT REPORT

Approve Investment Officer Training

Ms. Weesner reviewed with the Board the required course she will complete for Investment Officer training compliance, at a cost of \$300.00. Upon motion by Secretary Hale-Harris, seconded by Director Brown, and after full discussion, the Board voted unanimously to authorize the training and expenditure.

Update on Potential Annexations

Ms. Weesner and Ms. Curley updated the Board on potential annexations.

PROJECTS AND ENGINEERING

Receive Projects Committee Report

Director Brown updated the Board on Authority projects.

Shepherd and Durham Reconstruction

Update on project development

Mr. Webb introduced Mr. Myers, who will be managing grant compliance for the project. Mr. Myers then reviewed the Grant Management and Construction Administration on Phase 1 of the project.

Ms. Hennings updated the Board on Phase 2 project actions and stated that she will have more detailed construction updates for subsequent meetings.

Authorize Approval of Interlocal Agreement Amendment [COH]

Director Brown reported on efforts by Ms. Weesner and the engineering team relating to the City's changes to the scope of Phase I City improvements. Ms. Davis reviewed the proposed terms of the Amendment to the Interlocal Agreement to address the new pricing resulting from the revised scope. Upon motion by Director Stein, seconded by Secretary Hale-Harris, and after full discussion, the Board voted unanimously to approve, and authorize Chair Lents to execute, the Amendment, subject to final review by Ms. Davis.

North Canal Project

Update on project development

Ms. Hennings updated the Board on the North Canal Project [CIP Project T-0525], advising that Quiddity has reviewed the most recent plans. Ms. Weesner stated that the City is reviewing land issues and possible alternatives.

Yale and Center Street Intersection

Update on project development

Ms. Hennings updated the Board on the Yale and Center Street Intersection project [CIP Project T-0529], advising that comments from the City on 90% plans are being addressed.

Heights Boulevard Bicycle and Pedestrian Safety Improvements, West Dallas Restriping Project, Trail Segment between White Oak Bayou and Memorial Park

Update on project

Ms. Hennings updated the Board on the Heights Boulevard Bicycle and Pedestrian Safety Improvements, West Dallas Restriping Project, the segment of the trail between White Oak Bayou and Memorial Park that MHRA is building [CIP Project T-0531], advising that the segment of the trail between White Oak Bayou and Memorial Park should be complete by June of 2022.

Zone Wide Safety and Mobility Projects

Update on project

Ms. Hennings updated the Board on the Zone Wide Safety and Mobility Projects [CIP Project T-0532]. She noted that mobility plans are a work in progress, from which the Authority will be able to pull projects.

Approve related contract administration items

The Board noted there are no contract administration items for consideration.

COMMUNICATIONS

Receive update on public relations firm contract

Secretary Hale-Harris updated the Board on communications matters, noting that there are now social media accounts for the Authority. She advised that Ms. Weesner will provide site information to the Directors.

FINANCIAL MATTERS

Receive Finance Committee Report

Vice Chair Colom next reported to the Board on financial matters.

Authorize Payment of Invoices

The Board reviewed the invoices submitted for payment. Director Brown advised that the Projects Committee had reviewed project-related invoices, and recommended approval. Vice Chair Colom advised that the Finance Committee had reviewed the invoices put before it and recommended approval. Following discussion of the invoices, a motion was made by Director Brown, seconded by Secretary Hale-Harris, and approved unanimously by the Board to authorize the payment of all invoices.

Review Budget

Ms. Weesner reviewed with the Board the draft 5-year CIP budget, noting that with the North Canal project timing may be adjusted. She then reviewed the various projects included in the CIP, and discussed a possible project partnership with TIRZ 27, the City, and Harris County. Following discussion, a motion was made by Director Brown, seconded by Vice Chair Colom, and approved unanimously by the Board to submit the draft CIP to the City of Houston.

Confirm Engagement of Auditor

Vice Chair Colom advised that the engagement of the auditor will be deferred until the next meeting.

ATTORNEY'S REPORT

Ms. Davis advised she had nothing additional to report.

EXECUTIVE SESSION

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

RECEIVE COMMENTS OR QUESTIONS FROM THE PUBLIC

Chair Lents again asked for any additional comments and questions from the public.

Chair Lents advised that Director Brown will be taking a position with TGC and will resign from the Board. She thanked Director Brown for his years of service and hard work on behalf of the Authority.

There were no further comments or questions.

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.

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

Secretary
Memorial-Heights Redevelopment Authority

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

APRIL 28, 2022

The Board of Directors (the "Board") of Reinvestment Zone Number Five, City of Houston, Texas, convened in regular session, open to the public, at 1980 Post Oak Boulevard, Suite 1380, Houston, Texas 77056, on the 28th day of April, 2022, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Ann Lents	Chair
Alejandro Colom	Vice Chair
Janice Hale-Harris	Secretary
Bryan Brown	Director
Christopher David Manriquez	Director
Dr. Robert Stein	Director
Marvin Pierre	Director

and all of said persons were present, except Director Pierre and Director Manriquez, thus constituting a quorum.

Also present at the meeting were Sherry Weesner, President of the Authority; Jennifer Curley of the City of Houston (the "City"); Erin Williford and Kristen Hennings of Quiddity-1, Inc. ("Quiddity"); Jim Webb and Kirk Myers of The Goodman Corporation ("TGC"); Melissa Morton of The Morton Accounting Services ("TMAS"); Emily Guyre of Houston Heights Association ("HHA"); Linda Trevino of Ride Metro; Mark Williamson; Chris Haine; Kristen Burke; Emmanuel Nunez; Katherine Kreuger; and Laura C. Davis and Audrey Lyons of Sanford Kuhl Hagan Kugle Parker Kahn LLP ("SKLaw").

DETERMINE QUORUM; CALL TO ORDER

Chair Lents noted that a quorum was present and called the meeting to order. She noted the meeting was being recorded.

CONSENT AGENDA

- a. Approval of the Zone minutes of December 9, 2021;

Upon motion by Director Stein, seconded by Director Manriquez, the Board voted unanimously to approve the Consent Agenda.

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.

Secretary
Reinvestment Zone Number Five,
City of Houston, Texas

Construction Neighborhood June Report

June 1, 2022



3515 West Dallas St. Regent Square Update

Construction Activities: June 2022

- Units are being completed.
- Retail spaces will continue being built out.

Traffic Routing & Road Closures

- No road closures or underground utilities this month.
- Future work is anticipated within the next few months.

What to expect this month:

- Trucks delivering appliances.

Contact Information

For more information or questions,
please contact Ryan Temple.

Phone: 832-728-2066

Email: rtemple@arch-con.com

Project Information

Schedule:

September 2019 to December 2022

Upcoming Construction Milestones:

Phase 1 completed.
Phase 2 completed.

Monthly Progress Pictures

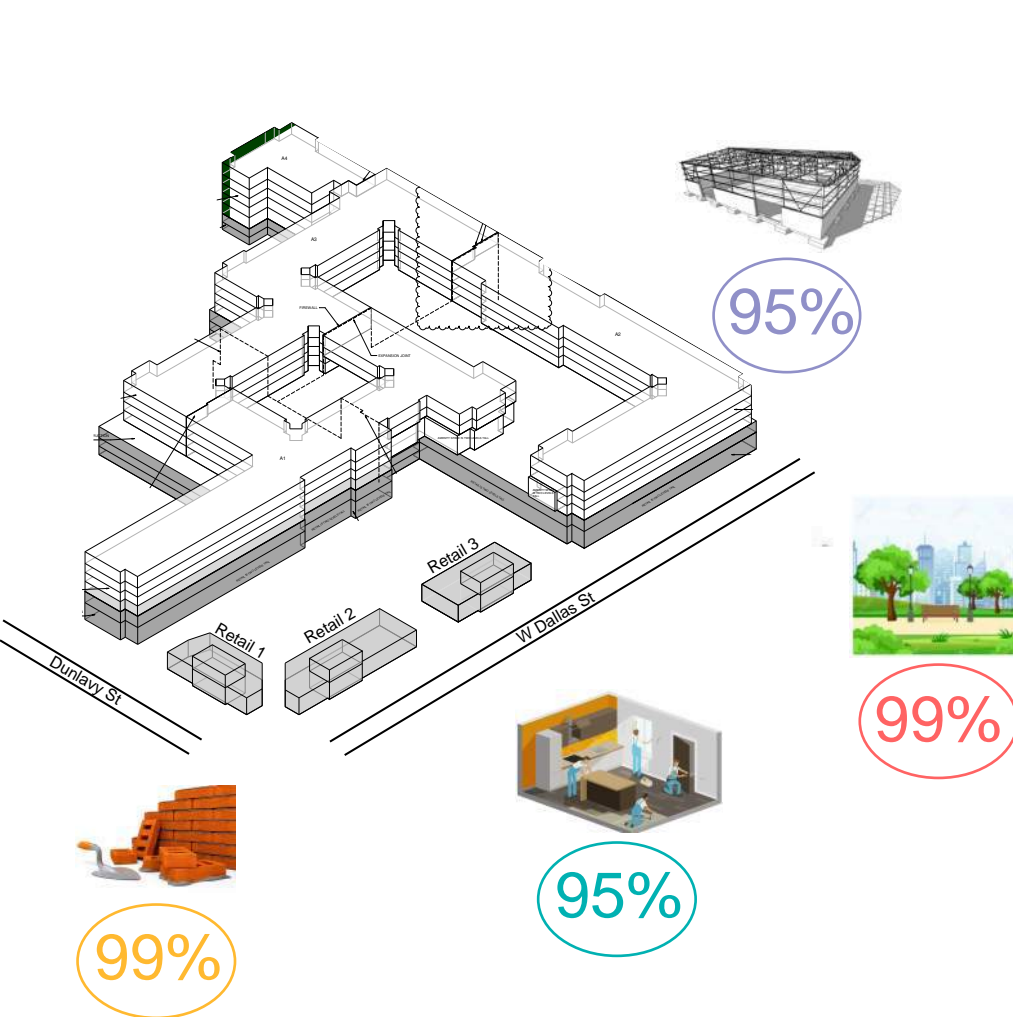
June 1, 2022



Ox Blue



Regent Square Project Schedule



- ① - Concrete Structure:
Jan 2020 - Dec 2020
- ② - Building Framing:
Sept 2020 - June 2021
- ③ - Building Exterior:
Feb 2021 - Nov 2021
- ④ - 4th Floor Courtyard:
April 2021 - Dec 2021
- ⑤ - Interiors:
Mar 2021 - Oct 2022
- ⑥ - Landscaping:
June 2021- Oct 2022
- ⑦ - Retail Shell Build Out:
July 2021 - Dec 2021
- ⑧ - Multifamily Building:
Dec 2019 - Oct 2022

03 Building Exterior

The exterior of the building consists of stucco, windows, masonry, roof and siding.

05 Building Interiors

Unit finishes such as flooring, cabinets, painting, window covering, appliances, and etc.

06 Landscape/ Hardscape

Includes driveways, sidewalks, pavers, planters, plants, trees, and benches

08 Multifamily Building

The multifamily building consist of a seven story apartment complex with three retail buildings.

3515 West Dallas Street – Regent Square Update – June 2022

Project	Permit Issued	Construction Start	Construction Complete	Notes
Dunlavy Streetscape	10/24/2019	9/20/2021	12/15/2021	CenterPoint still has relocations to complete
West Dallas Streetscape	10/24/2019	8/23/2021	12/15/2021	CenterPoint still has relocations to complete
Public Parking – All 300 Spots	10/24/2019	11/25/2019	12/15/2021	



**Memorial Heights Redevelopment Authority
Monthly Financial Report Summary
June Board Meeting
Thursday, June 23, 2022**

At the beginning of April, the Memorial Heights Redevelopment Authority (TIRZ #5) beginning Operating Fund Balance was \$56,591,020. TIRZ #5 received a total of \$27,387, mainly from Money Market interest. During the period, TIRZ #5 processed \$342,996 in disbursements during the period. 74% of the disbursements related to disbursements to Quiddity Engineering for CIP Projects (\$201,760) and to Teamwork Construction Services for CIP Projects (\$52,013). The ending balance as of month end May 31, 2022 was \$56,275,412.

The invoices pending approval total \$1,406,903. See attached “Unpaid Bills Detail” Report for invoices pending approval and invoices paid in between board meetings.

There was \$1,636,385 spent for Capital Projects for the period. The projects that utilized the majority of the funding was T-0523A Shepherd/Durham Reconstruction (\$1,178,746). See attached “Capital Improvement Projects” Report on page 3.

**Memorial Heights Redevelopment Authority
General Operating Fund
As of May 31, 2022**

General Operating Fund

BEGINNING BALANCE \$ 56,591,020.47

REVENUE

Frost Money Market Interest	2.73	Interest
Frost Money Market Interest	2.82	Interest
TexPool	4,570.79	Interest
Regions Project Fund	4,292.05	Interest
Regions Project Fund	8,848.77	Interest
TexPool	9,670.32	Interest

Total Revenue 27,387.48

DISBURSEMENTS

ACH	Goodman Corporation	4,986.82	Engineering Consultant
ACH	Quiddity Engineering LLC	147,673.86	Capital Projects
ACH	McCall Gibson Swedlund Barfoot	0.00	Audit 2021
ACH	Quickbooks Payroll Service	10,144.62	Admin Payroll
ACH	SK Law	4,456.19	Legal Expense
ACH	United States Treasury	6,119.50	Payroll Taxes
ACH	Medley Inc	2,204.59	Tactical Plan
ACH	TML Intergovernmental Risk Pool	1,471.96	Annual Insurance
ACH	Schwab Retirement	1,500.00	Retirement
ACH	United States Treasury	6,119.50	Payroll Taxes
ACH	The Morton Accounting Services	3,506.39	CPA Services
ACH	Medley Inc	2,000.00	Monthly Retainer
ACH	Frost Bank Checking	77.29	Service Charge
ACH	Quiddity Engineering LLC	54,086.10	Capital Projects
ACH	Schwab Retirement	1,500.00	Retirement
ACH	Goodman Corporation	31,455.37	Engineering Consultant
ACH	SK Law	3,445.87	Legal Expense
ACH	Frost Bank Checking	90.46	Service Charge
ACH	Teamwork Construction Services	52,012.50	Capital Projects
ACH	Quickbooks Payroll Service	10,144.62	Admin Payroll

Total Disbursements 342,995.64

ENDING BALANCE \$ 56,275,412.31

May 31, 2021

Balance

LOCATION OF ASSETS

Frost Checking	229,955.01
Frost Money Mkt	184,256.21
Frost Project Fund	965.00
Regions Project Fund	37,568,134.77
TexPool Investment	18,292,101.32

Total Account Balance \$ 56,275,412.31

Memorial Heights Redevelopment Authority
Unpaid Bills Detail
As of June 16, 2022

Type	Date	Num	Memo	Due Date	Open Balance
CDM Smith Inc.					
Bill	04/30/2022	90151629	Project: Shepherd & Durham Major Investment Project	05/10/2022	54,266.61
Total CDM Smith Inc.					54,266.61
City of Houston					
Bill	06/16/2022	2022 Municipal ...	FY22 Municipal Services	06/26/2022	160,652.00
Total City of Houston					160,652.00
Goodman Corporation					
Bill	05/31/2022	5-2022-19	MRA109 General Planning Support	06/10/2022	657.50
Bill	05/31/2022	5-2022-20	MRA111 Project - Phase II Project Initiation	06/10/2022	2,250.00
Bill	05/31/2022	5-2022-47	MRA113 Project - Phase I Construction Phase Grant Mngt	06/10/2022	9,468.96
Total Goodman Corporation					12,376.46
Masterson Advisors LLC					
Bill	04/01/2022	22-26D	Continuing Disclosure Annual Fee FY 2021	04/11/2022	3,250.00
Total Masterson Advisors LLC					3,250.00
Quiddity Engineering, LLC					
Bill	05/31/2022	00341219	Work Order 1 - Through May 20, 2022	06/10/2022	3,440.00
Bill	05/31/2022	00341220	T0523A Shepherd Durham Cross Streets Phase 2 Throu...	06/10/2022	1,575.00
Bill	05/31/2022	00341221	T0523A Shepherd Durham Cross Streets - Phase 2 Thro...	06/10/2022	2,640.61
Bill	05/31/2022	00341222	T0523A Shepherd Durham Cross Streets - Phase 2 Thro...	06/10/2022	961.20
Bill	05/31/2022	00341223	T0523A Shepherd Durham Cross Streets - Phase 1 CPS...	06/10/2022	18,756.30
Bill	05/31/2022	00341224	Work Order 8 - Through May 20, 2022	06/10/2022	697.50
Bill	05/31/2022	00341225	Pedestrian & Bicycle Safety Impr Construction - Through...	06/10/2022	14,460.00
Bill	05/31/2022	00341226	Yale Street at Center Street Intersection - May 20, 2022	06/10/2022	1,695.00
Total Quiddity Engineering, LLC					44,225.61
Sanford Kuhl Hagan Kugle Parker Kahn					
Bill	05/31/2022	22-0608	Legal services through May 2022	06/10/2022	1,708.64
Bill	05/31/2022	22-0609	Legal services through May 2022	06/10/2022	2,388.75
Total Sanford Kuhl Hagan Kugle Parker Kahn					4,097.39
SER Construction					
Bill	05/25/2022	Pay Estimate #1	Shepherd Dr, Durham Dr, Selected Cross Streets Phase 1	06/04/2022	1,054,347.43
Total SER Construction					1,054,347.43
Teamwork Construction Services Inc.					
Bill	05/31/2022	Pay App #3	Bike/Ped Safety Improvements	06/10/2022	73,687.12
Total Teamwork Construction Services Inc.					73,687.12
TOTAL					1,406,902.62

3:30 PM

06/16/22

Accrual Basis

Memorial Heights Redevelopment Authority
Capital Improvement Projects
April through May 2022

Type	Date	Num	Name	Memo	Amount
Capital Improvement Plan					
T-0523A Shepherd Durham & Cross					
Bill	04/30/2022	ACH	Sanford Kuhl Hagan Kugle Park...	Legal services through April 2022	868.75
Bill	04/30/2022	4-2022	Goodman Corporation	Task 1 - \$45,000	6,750.00
Bill	04/30/2022	ACH	Goodman Corporation	-MULTIPLE-	3,003.68
Bill	04/30/2022	ACH	Quiddity Engineering, LLC	Total Fee - \$310,660	5,964.67
Bill	04/30/2022	ACH	Quiddity Engineering, LLC	Reimbursable Costs	7,108.84
Bill	04/30/2022	ACH	Quiddity Engineering, LLC	Total Fee - \$364,200	6,737.70
Bill	04/30/2022	ACH	Quiddity Engineering, LLC	T0523A Shepherd Durham Grant Coordination - Through April 22, 20...	1,657.50
Bill	04/30/2022	90151629	CDM Smith Inc.	Project: Shepherd & Durham Major Investment Project	54,266.61
Bill	05/25/2022	Pay Estim...	SER Construction	Shepherd Dr, Durham Dr, Selected Cross Streets Phase 1	1,054,347.43
Bill	05/31/2022	5-2022-20	Goodman Corporation	Task 1 - \$45,000	2,250.00
Bill	05/31/2022	5-2022-47	Goodman Corporation	-MULTIPLE-	9,468.96
Bill	05/31/2022	22-0609	Sanford Kuhl Hagan Kugle Park...	Legal services through May 2022	2,388.75
Bill	05/31/2022	00341220	Quiddity Engineering, LLC	Total Fee - \$310,660	1,575.00
Bill	05/31/2022	00341221	Quiddity Engineering, LLC	Work Auth 4	2,640.61
Bill	05/31/2022	00341222	Quiddity Engineering, LLC	Urban Design	961.20
Bill	05/31/2022	00341223	Quiddity Engineering, LLC	Total Fee - \$364,200	18,756.30
Total T-0523A Shepherd Durham & Cross					1,178,746.00
T-0525 Reconst Bridges White Oa					
Bill	04/28/2022	ACH	Sanford Kuhl Hagan Kugle Park...	Canal Project	81.25
Bill	04/30/2022	ACH	Quiddity Engineering, LLC	Part of North Canal Project	195.00
Bill	05/31/2022	00341224	Quiddity Engineering, LLC	Part of North Canal Project	697.50
Total T-0525 Reconst Bridges White Oa					973.75
T-0527 Heights Blvd Pedestrian					
Bill	04/30/2022	ACH	Quiddity Engineering, LLC	Heights Blvd Pedestrian & Bicycle Safety Impr.	142.50
Total T-0527 Heights Blvd Pedestrian					142.50
T-0529 Yale @ Center					
Bill	04/30/2022	ACH	Quiddity Engineering, LLC	Yale Street at Center Street Intersection - April 22, 2022	8,606.73
Bill	05/31/2022	00341226	Quiddity Engineering, LLC	Yale Street at Center Street Intersection - May 20, 2022	1,695.00
Total T-0529 Yale @ Center					10,301.73
T-0531 Pedestrian Improv. Const					
Bill	04/30/2022	Pay App #2	Teamwork Construction Service...	Bike/Ped Safety Improvements	348,911.48
Bill	04/30/2022	ACH	Quiddity Engineering, LLC	Pedestrian & Bicycle Safety Impr Construction - Through April 22, 20...	9,162.50
Bill	05/31/2022	Pay App #3	Teamwork Construction Service...	Bike/Ped Safety Improvements	73,687.12
Bill	05/31/2022	00341225	Quiddity Engineering, LLC	Pedestrian & Bicycle Safety Impr Construction - Through May 20, 20...	14,460.00
Total T-0531 Pedestrian Improv. Const					446,221.10
Total Capital Improvement Plan					1,636,385.08
TOTAL					1,636,385.08

Memorial Heights Redevelopment Authority
Profit & Loss Budget vs. Actual
July 2021 through May 2022

	Jul '21 - May 22	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Income				
Interest Income	41,684.99	25,000.00	16,684.99	166.7%
Tax Increment - City	0.00	7,932,175.00	-7,932,175.00	0.0%
TIRZ Interest Income	0.00	4,210.00	-4,210.00	0.0%
Total Income	41,684.99	7,961,385.00	-7,919,700.01	0.5%
Cost of Goods Sold				
Capital Improvement Plan				
T-0521 Little Thicket Park Impr	0.00	405,000.00	-405,000.00	0.0%
T-0523A Shepherd Durham & Cross	2,935,642.37	11,500,000.00	-8,564,357.63	25.5%
T-0525 Reconst Bridges White Oa	1,231,212.69	1,200,000.00	31,212.69	102.6%
T-0527 Heights Blvd Pedestrian	9,797.85	0.00	9,797.85	100.0%
T-0528 Streets Btw Shep & Durha	8,292.50	0.00	8,292.50	100.0%
T-0529 Yale @ Center	14,043.57	1,050,000.00	-1,035,956.43	1.3%
T-0530 White Oak Bayou & Memori	3,363.75	0.00	3,363.75	100.0%
T-0531 Pedestrian Improv. Const	507,034.83	1,800,000.00	-1,292,965.17	28.2%
T-0532 Zone Wide Safety & Mob	0.00	120,000.00	-120,000.00	0.0%
T-0533 Zone Wide Local Stormwat	0.00	150,000.00	-150,000.00	0.0%
T-0599 Concrete Panel Replace	0.00	25,000.00	-25,000.00	0.0%
Capital Improvement Plan - Other	3,513.98			
Total Capital Improvement Plan	4,712,901.54	16,250,000.00	-11,537,098.46	29.0%
Total COGS	4,712,901.54	16,250,000.00	-11,537,098.46	29.0%
Gross Profit	-4,671,216.55	-8,288,615.00	3,617,398.45	56.4%
Expense				
Developer Reimbursement	310,126.17	0.00	310,126.17	100.0%
Interest Expense	1,145,282.14			
Municipal Services	0.00	160,652.00	-160,652.00	0.0%
Payroll Expenses				
Payroll Taxes	14,307.09	16,000.00	-1,692.91	89.4%
Retirement Expense	18,000.00	20,000.00	-2,000.00	90.0%
Salary Payroll	165,000.00	263,000.00	-98,000.00	62.7%
Payroll Expenses - Other	122.49	1,000.00	-877.51	12.2%
Total Payroll Expenses	197,429.58	300,000.00	-102,570.42	65.8%
Program and Project Consultants				
Engineering Consultants	218,698.46	95,340.00	123,358.46	229.4%
Legal Expense	40,439.84	136,180.70	-95,740.86	29.7%
Planning Consultants	35,094.11	58,720.57	-23,626.46	59.8%
Regents Square Reimbursement	0.00	480,000.00	-480,000.00	0.0%
Total Program and Project Consultants	294,232.41	770,241.27	-476,008.86	38.2%
TIRZ Administration & Overhead				
Accounting	20,414.83	30,000.00	-9,585.17	68.0%
Administration	8,338.53	20,000.00	-11,661.47	41.7%
Auditing	12,250.00	20,000.00	-7,750.00	61.3%
Insurance	1,471.96	5,000.00	-3,528.04	29.4%
Office Expenses				
Bank Service Charges	535.31	0.00	535.31	100.0%
Office Expenses - Other	103.26	0.00	103.26	100.0%
Total Office Expenses	638.57	0.00	638.57	100.0%
Tax Consultant	7,602.10	25,000.00	-17,397.90	30.4%
Total TIRZ Administration & Overhead	50,715.99	100,000.00	-49,284.01	50.7%
Total Expense	1,997,786.29	1,330,893.27	666,893.02	150.1%
Net Ordinary Income	-6,669,002.84	-9,619,508.27	2,950,505.43	69.3%
Net Income	-6,669,002.84	-9,619,508.27	2,950,505.43	69.3%

Memorial Heights Redevelopment Authority
Balance Sheet Prev Year Comparison
As of May 31, 2022

	May 31, 22	May 31, 21	\$ Change	% Change
ASSETS				
Current Assets				
Checking/Savings				
Frost Bank Checking	229,955.01	0.00	229,955.01	100.0%
Frost Bank Money Mkt	184,256.21	0.00	184,256.21	100.0%
Frost Bank Project Fund	965.00	0.00	965.00	100.0%
Prosperity - Money Market	0.00	1,844,315.92	-1,844,315.92	-100.0%
Prosperity Bank - Operating	0.00	23,881.71	-23,881.71	-100.0%
Regions Project Fund	37,568,134.77	41,785,880.05	-4,217,745.28	-10.1%
TexPool Investment	18,292,101.32	11,586,804.17	6,705,297.15	57.9%
Total Checking/Savings	56,275,412.31	55,240,881.85	1,034,530.46	1.9%
Total Current Assets	56,275,412.31	55,240,881.85	1,034,530.46	1.9%
TOTAL ASSETS	56,275,412.31	55,240,881.85	1,034,530.46	1.9%
LIABILITIES & EQUITY				
Liabilities				
Current Liabilities				
Accounts Payable				
Accounts Payable	1,660,237.00	218,308.56	1,441,928.44	660.5%
Total Accounts Payable	1,660,237.00	218,308.56	1,441,928.44	660.5%
Other Current Liabilities				
Payroll Liabilities	7,744.28	0.00	7,744.28	100.0%
Total Other Current Liabilities	7,744.28	0.00	7,744.28	100.0%
Total Current Liabilities	1,667,981.28	218,308.56	1,449,672.72	664.1%
Long Term Liabilities				
Bond Payable	39,025,000.00	40,000,000.00	-975,000.00	-2.4%
Premium on Bonds Payable	2,872,124.50	2,872,124.50	0.00	0.0%
Total Long Term Liabilities	41,897,124.50	42,872,124.50	-975,000.00	-2.3%
Total Liabilities	43,565,105.78	43,090,433.06	474,672.72	1.1%
Equity				
Retained Earnings	19,379,309.37	16,121,511.53	3,257,797.84	20.2%
Net Income	-6,669,002.84	-3,971,062.74	-2,697,940.10	-67.9%
Total Equity	12,710,306.53	12,150,448.79	559,857.74	4.6%
TOTAL LIABILITIES & EQUITY	56,275,412.31	55,240,881.85	1,034,530.46	1.9%

Memorial Heights Redevelopment Authority

Profit & Loss Detail

Accrual Basis

July 2021 through May 2022

Type	Date	Num	Adj	Name	Memo	Amount
Ordinary Income/Expense						
Income						
Interest Income						
Deposit	07/31/2021				Interest	31.60
Deposit	07/31/2021				Interest	194.10
Deposit	07/31/2021				Interest	896.33
Deposit	08/31/2021				Interest	363.17
Deposit	08/31/2021				Interest	926.22
Deposit	09/30/2021				Interest	865.62
Deposit	09/30/2021				Interest	441.47
Deposit	10/31/2021				Interest	805.45
Deposit	10/31/2021				Interest	579.11
Deposit	11/30/2021				Interest	805.48
Deposit	11/30/2021				Interest	602.07
Deposit	11/30/2021				Interest	3.73
Deposit	12/31/2021				Interest	4.89
Deposit	12/31/2021				Interest	806.23
Deposit	12/31/2021				Interest	614.86
Deposit	01/31/2022				Interest	4.55
Deposit	01/31/2022				Interest	832.35
Deposit	01/31/2022				Interest	614.94
Deposit	02/28/2022				Interest	832.37
Deposit	02/28/2022				Interest	2.12
Deposit	02/28/2022				Interest	932.28
Deposit	03/31/2022				Interest	1.91
Deposit	03/31/2022				Interest	2,384.82
Deposit	03/31/2022				Interest	751.84
Deposit	04/30/2022				Interest	2.73
Deposit	04/30/2022				Interest	4,292.05
Deposit	04/30/2022				Interest	4,570.79
Deposit	05/31/2022				Interest	8,848.77
Deposit	05/31/2022				Interest	9,670.32
Deposit	05/31/2022				Interest	2.82
Total Interest Income						41,684.99
Tax Increment - City						
General...	07/01/2021	CPA 21-2R	*	City of Houston Cust.	Increment due from City	-7,688,852.35
Deposit	07/15/2021	ACH		City of Houston	Deposit	7,688,852.35
Total Tax Increment - City						0.00
Total Income						41,684.99
Cost of Goods Sold						
Capital Improvement Plan						
T-0523A Shepherd Durham & Cross						
Bill	07/31/2021	7-2021-52		Goodman Corporation	Task 1 - \$85,000	1,700.00
Bill	07/31/2021	7-2021-53		Goodman Corporation	Task 1 - \$45,000	1,350.00
Bill	07/31/2021	7-2021-54		Goodman Corporation	Task 1 - \$22,500	225.00
Bill	07/31/2021	7-2021-54		Goodman Corporation	Task 2 - \$22,500	2,925.00
Bill	07/31/2021	00325315		Jones & Carter Inc.	T0523A Shepherd Durham Grant Coordinati...	675.00
Bill	07/31/2021	00325316		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	35,351.09
Bill	07/31/2021	00325318		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	3,106.60
Bill	07/31/2021	00325319		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	54,075.20
Bill	07/31/2021	21-0741		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through July 2021	37.50
Bill	08/31/2021	8-2021-51		Goodman Corporation	Task 1 - \$85,000	1,700.00
Bill	08/31/2021	00327096		Jones & Carter Inc.	T0523A Shepherd Durham Grant Coordinati...	562.50
Bill	08/31/2021	00327097		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	850.50
Bill	08/31/2021	00327099		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	117,448.18
Bill	08/31/2021	00327100		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	6,227.37
Bill	08/31/2021	00327106		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	90,598.52
Bill	08/31/2021	21-0916		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through Aug 2021	400.00
Bill	09/30/2021	9-2021-11		Goodman Corporation	Task 1 - \$45,000	900.00
Bill	09/30/2021	9-2021-12		Goodman Corporation	Task 1 - \$22,500	1,575.00
Bill	09/30/2021	9-2021-12		Goodman Corporation	Task 2 - \$22,500	2,250.00
Bill	09/30/2021	9-2021-13		Goodman Corporation	Task 1 - \$129,185 (invoiced in error - credit ...	2,583.70
Bill	09/30/2021	9-2021-14		Goodman Corporation	Task 1 - \$129,185	2,558.58
Bill	09/30/2021	00328593		Jones & Carter Inc.	T0523A Shepherd Durham Grant Coordinati...	225.00
Bill	09/30/2021	00328596		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	850.50
Bill	09/30/2021	00328597		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	4,806.00
Bill	09/30/2021	00328598		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	47,759.07
Bill	09/30/2021	00328599		Jones & Carter Inc.	Total Fee \$1,065,560	103,354.98
Bill	09/30/2021	21-0974		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through Sept 2021	225.00
Bill	10/31/2021	10-2021-37		Goodman Corporation	Task 1 - \$45,000	900.00
Bill	10/31/2021	10-2021-38		Goodman Corporation	Task 1 - \$22,500	2,250.00
Bill	10/31/2021	10-2021-38		Goodman Corporation	Task 2 - \$22,500	2,250.00
Bill	10/31/2021	10-2021-39R		Goodman Corporation	Task 1 - \$129,185	3,457.80
Bill	10/31/2021	10-2021-39R		Goodman Corporation	Credit for prior invoice error	-2,583.70

Memorial Heights Redevelopment Authority

Profit & Loss Detail

Accrual Basis

July 2021 through May 2022

Type	Date	Num	Adj	Name	Memo	Amount
Bill	10/31/2021	00330560		Jones & Carter Inc.	T0523A Shepherd Durham Grant Coordinati...	112.50
Bill	10/31/2021	0030564		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	9,845.80
Bill	10/31/2021	00330565		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	60,110.75
Bill	10/31/2021	00330566		Jones & Carter Inc.	Total Fee - \$1,065,560	125,000.70
Bill	10/31/2021	21-1088		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through Oct 2021	418.75
Bill	11/30/2021	11-2021-31		Goodman Corporation	Task 1 - \$45,000	1,800.00
Bill	11/30/2021	11-2021-32		Goodman Corporation	Task 1 - \$127,929 (decreased from 129,185)	2,558.58
Bill	11/30/2021	11-2021-32		Goodman Corporation	Task 3 - \$72,617	2,178.51
Bill	11/30/2021	11-2021-33		Goodman Corporation	Task 1 - \$38,548	770.96
Bill	11/30/2021	21-1199		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through Nov 2021	1,172.50
Bill	12/16/2021	00333122		Jones & Carter Inc.	T0523A Shepherd Durham Grant Coordinati...	2,895.00
Bill	12/16/2021	00333123		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	232,009.27
Bill	12/16/2021	00333124		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	16,396.45
Bill	12/16/2021	00333125		Jones & Carter Inc.	Total Fee - \$1,065,560	151,966.31
Bill	12/21/2021	00333256		Jones & Carter Inc.	T0523A Shepherd Durham Grant Coordinati...	225.00
Bill	12/21/2021	00333257		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	21,746.20
Bill	12/21/2021	00333258		Jones & Carter Inc.	Total Fee - \$1,065,560	210,020.48
Bill	12/31/2021	12-2021-25		Goodman Corporation	Task 1 - \$45,000	900.00
Bill	12/31/2021	21-1370		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through Dec 2021	1,793.75
Bill	12/31/2021	12-2021-26		Goodman Corporation	Task 1 - \$127,929 (decreased from 129,185)	3,198.23
Bill	12/31/2021	12-2021-26		Goodman Corporation	Task 3 - \$72,617	726.17
Bill	01/31/2022	1-2022-45		Goodman Corporation	Task 1 - \$45,000	3,375.00
Bill	01/31/2022	1-2022-46		Goodman Corporation	Task 1 - \$127,929	3,198.23
Bill	01/31/2022	1-2022-46		Goodman Corporation	Task 3 - \$72,617	2,178.51
Bill	01/31/2022	00334853		Jones & Carter Inc.	T0523A Shepherd Durham Cross Streets - ...	15,533.00
Bill	01/31/2022	00334854		Jones & Carter Inc.	Total Fee - \$1,065,560	189,043.44
Bill	01/31/2022	22-0101		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through January 2022	1,300.00
Bill	02/28/2022	22-0228		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through February 2022	473.75
Bill	02/28/2022	00336420		Quiddity Engineering, LLC	T0523A Shepherd Durham Grant Coordinati...	292.50
Bill	02/28/2022	00336421		Quiddity Engineering, LLC	T0523A Shepherd Durham Cross Streets - ...	15,533.00
Bill	02/28/2022	00336422		Quiddity Engineering, LLC	Total Fee - \$1,065,560	106,975.37
Bill	02/28/2022	00336423		Quiddity Engineering, LLC	Total Fee - \$364,200	924.09
Bill	02/28/2022	2-2022-23		Goodman Corporation	Task 1 - \$45,000	2,025.00
Bill	02/28/2022	2-2022-24		Goodman Corporation	Task 1 - \$127,929	1,279.29
Bill	02/28/2022	2-2022-24		Goodman Corporation	Task 3 - \$72,617	726.17
Bill	03/31/2022	3-2022-14		Goodman Corporation	Task 1 - \$45,000	12,600.00
Bill	03/31/2022	3-2022-53		Goodman Corporation	Task 1 - \$127,929	5,117.16
Bill	03/31/2022	3-2022-53		Goodman Corporation	Task 3 - \$72,617	2,904.68
Bill	03/31/2022	3-2022-53		Goodman Corporation	Task 2 - \$172,439	8,621.95
Bill	03/31/2022	22-0358		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through March 2022	1,667.50
Bill	03/31/2022	00337990		Quiddity Engineering, LLC	T0523A Shepherd Durham Cross Streets - ...	1,004.40
Bill	03/31/2022	00337991		Quiddity Engineering, LLC	Total Fee - \$310,660	15,004.88
Bill	03/31/2022	00337992		Quiddity Engineering, LLC	Reimbursable Costs	28,310.85
Bill	03/31/2022	00337993		Quiddity Engineering, LLC	Total Fee - \$364,200	2,367.30
Bill	04/30/2022	ACH		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through April 2022	868.75
Bill	04/30/2022	4-2022		Goodman Corporation	Task 1 - \$45,000	6,750.00
Bill	04/30/2022	ACH		Goodman Corporation	Task 1 - \$127,929	1,279.29
Bill	04/30/2022	ACH		Goodman Corporation	Task 2 - \$172,439	1,724.39
Bill	04/30/2022	ACH		Goodman Corporation	Task 3 - \$72,617	
Bill	04/30/2022	ACH		Quiddity Engineering, LLC	Total Fee - \$310,660	5,964.67
Bill	04/30/2022	ACH		Quiddity Engineering, LLC	Reimbursable Costs	7,108.84
Bill	04/30/2022	ACH		Quiddity Engineering, LLC	Total Fee - \$364,200	6,737.70
Bill	04/30/2022	ACH		Quiddity Engineering, LLC	T0523A Shepherd Durham Grant Coordinati...	1,657.50
Bill	04/30/2022	90151629		CDM Smith Inc.	Project: Shepherd & Durham Major Investm...	54,266.61
Bill	05/25/2022	Pay Estimate #1		SER Construction	Shepherd Dr, Durham Dr, Selected Cross S...	1,054,347.43
Bill	05/31/2022	5-2022-20		Goodman Corporation	Task 1 - \$45,000	2,250.00
Bill	05/31/2022	5-2022-47		Goodman Corporation	Task 1 - \$127,929	3,070.30
Bill	05/31/2022	5-2022-47		Goodman Corporation	Task 2 - \$172,439	4,655.85
Bill	05/31/2022	5-2022-47		Goodman Corporation	Task 3 - \$72,617	1,742.81
Bill	05/31/2022	22-0609		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through May 2022	2,388.75
Bill	05/31/2022	00341220		Quiddity Engineering, LLC	Total Fee - \$310,660	1,575.00
Bill	05/31/2022	00341221		Quiddity Engineering, LLC	Work Auth 4	2,640.61
Bill	05/31/2022	00341222		Quiddity Engineering, LLC	Urban Design	961.20
Bill	05/31/2022	00341223		Quiddity Engineering, LLC	Total Fee - \$364,200	18,756.30

Total T-0523A Shepherd Durham & Cross

2,935,642.37

Memorial Heights Redevelopment Authority

Profit & Loss Detail

Accrual Basis

July 2021 through May 2022

Type	Date	Num	Adj	Name	Memo	Amount
T-0525 Reconst Bridges White Oa						
Bill	07/31/2021	21-0742		Sanford Kuhl Hagan Kugle Parker Kahn	Canal Project	118.75
Bill	08/31/2021	21-0917		Sanford Kuhl Hagan Kugle Parker Kahn	Canal Project	287.50
Bill	09/30/2021	00328600		Jones & Carter Inc.	White Oak (North Canal Project)	2,467.50
Bill	09/30/2021	21-0975		Sanford Kuhl Hagan Kugle Parker Kahn	Canal Project	93.75
Bill	12/31/2021	21-1371		Sanford Kuhl Hagan Kugle Parker Kahn	Canal Project	31.25
Bill	01/28/2022	WBS M-43E10...		City of Houston Public Works	Max Contr - \$25,000,000 - North Canal High...	1,220,137.69
Bill	01/31/2022	00334856		Jones & Carter Inc.	Part of North Canal Project	585.00
Bill	02/28/2022	00336425		Quiddity Engineering, LLC	Part of North Canal Project	5,835.00
Bill	03/31/2022	00337995		Quiddity Engineering, LLC	Part of North Canal Project	682.50
Bill	04/28/2022	ACH		Sanford Kuhl Hagan Kugle Parker Kahn	Canal Project	81.25
Bill	04/30/2022	ACH		Quiddity Engineering, LLC	Part of North Canal Project	195.00
Bill	05/31/2022	00341224		Quiddity Engineering, LLC	Part of North Canal Project	697.50
Total T-0525 Reconst Bridges White Oa						1,231,212.69
T-0527 Heights Blvd Pedestrian						
Bill	10/31/2021	00330558		Jones & Carter Inc.	Heights Blvd Pedestrian & Bicycle Safety Im...	1,000.00
Bill	12/16/2021	00333126		Jones & Carter Inc.	Heights Blvd Pedestrian & Bicycle Safety Im...	3,386.75
Bill	12/21/2021	00333259		Jones & Carter Inc.	Heights Blvd Pedestrian & Bicycle Safety Im...	1,624.70
Bill	01/31/2022	00334855		Jones & Carter Inc.	Heights Blvd Pedestrian & Bicycle Safety Im...	556.40
Bill	02/28/2022	00336424		Quiddity Engineering, LLC	Heights Blvd Pedestrian & Bicycle Safety Im...	1,980.00
Bill	03/31/2022	00337994		Quiddity Engineering, LLC	Heights Blvd Pedestrian & Bicycle Safety Im...	1,107.50
Bill	04/30/2022	ACH		Quiddity Engineering, LLC	Heights Blvd Pedestrian & Bicycle Safety Im...	142.50
Total T-0527 Heights Blvd Pedestrian						9,797.85
T-0528 Streets Btw Shep & Durha						
Bill	07/31/2021	00325320		Jones & Carter Inc.	West Dallas Restriping	772.50
Bill	08/31/2021	00327108		Jones & Carter Inc.	West Dallas Restriping	675.00
Bill	09/30/2021	00328601		Jones & Carter Inc.	West Dallas Restriping	4,367.50
Bill	10/31/2021	00330563		Jones & Carter Inc.	West Dallas Restriping	1,127.50
Bill	12/16/2021	00333127		Jones & Carter Inc.	West Dallas Restriping	1,350.00
Total T-0528 Streets Btw Shep & Durha						8,292.50
T-0529 Yale @ Center						
Bill	08/31/2021	21-0918		Sanford Kuhl Hagan Kugle Parker Kahn	Canal Project	256.25
Bill	12/31/2021	12-2021-27		Goodman Corporation	Task 1 - \$38,548	385.48
Bill	01/31/2022	1-2022-47		Goodman Corporation	Task 1 - \$38,548	1,156.44
Bill	02/28/2022	22-0230		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through February 2022	125.00
Bill	03/31/2022	00337997		Quiddity Engineering, LLC	Yale Street at Center Street Intersection - ...	1,818.67
Bill	04/30/2022	ACH		Quiddity Engineering, LLC	Yale Street at Center Street Intersection - A...	8,606.73
Bill	05/31/2022	00341226		Quiddity Engineering, LLC	Yale Street at Center Street Intersection - ...	1,695.00
Total T-0529 Yale @ Center						14,043.57
T-0530 White Oak Bayou & Memori						
Bill	07/31/2021	00325321		Jones & Carter Inc.	White Oak to Memorial	772.50
Bill	08/31/2021	00327109		Jones & Carter Inc.	White Oak to Memorial	1,635.00
Bill	12/16/2021	00333128		Jones & Carter Inc.	White Oak Bayou Trail to Memorial Park Co...	956.25
Total T-0530 White Oak Bayou & Memori						3,363.75
T-0531 Pedestrian Improv. Const						
Bill	12/16/2021	00333129		Jones & Carter Inc.	Pedestrian & Bicycle Safety Impr Constructi...	2,475.00
Bill	12/21/2021	00333260		Jones & Carter Inc.	Pedestrian & Bicycle Safety Impr Constructi...	2,475.00
Bill	01/31/2022	00334857		Jones & Carter Inc.	Pedestrian & Bicycle Safety Impr Constructi...	225.00
Bill	02/28/2022	22-0229		Sanford Kuhl Hagan Kugle Parker Kahn	Heights Blvd	281.25
Bill	02/28/2022	00336426		Quiddity Engineering, LLC	Pedestrian & Bicycle Safety Impr Constructi...	2,259.98
Bill	03/31/2022	Pay App #1		Teamwork Construction Services Inc.	Bike/Ped Safety Improvements	52,012.50
Bill	03/31/2022	22-0359		Sanford Kuhl Hagan Kugle Parker Kahn	Heights Blvd	287.50
Bill	03/31/2022	00337996		Quiddity Engineering, LLC	Pedestrian & Bicycle Safety Impr Constructi...	797.50
Bill	04/30/2022	Pay App #2		Teamwork Construction Services Inc.	Bike/Ped Safety Improvements	348,911.48
Bill	04/30/2022	ACH		Quiddity Engineering, LLC	Pedestrian & Bicycle Safety Impr Constructi...	9,162.50
Bill	05/31/2022	Pay App #3		Teamwork Construction Services Inc.	Bike/Ped Safety Improvements	73,687.12
Bill	05/31/2022	00341225		Quiddity Engineering, LLC	Pedestrian & Bicycle Safety Impr Constructi...	14,460.00
Total T-0531 Pedestrian Improv. Const						507,034.83

Memorial Heights Redevelopment Authority

Profit & Loss Detail

Accrual Basis

July 2021 through May 2022

Type	Date	Num	Adj	Name	Memo	Amount
Capital Improvement Plan - Other						
Bill	12/15/2021	177		William Geoffrey	Ground Breaking Photography	1,550.00
Bill	01/18/2022	Jan 2022		Commerce Bank	Tent, Chairs, Podium for ground breaking	1,075.57
Bill	01/18/2022	Jan 2022		Commerce Bank	Signage for groundbreaking	339.96
Bill	01/18/2022	Jan 2022		Commerce Bank	Dirt for groundbreak and set up and tear down	548.45
Total Capital Improvement Plan - Other						3,513.98
Total Capital Improvement Plan						4,712,901.54
Total COGS						4,712,901.54
Gross Profit						-4,671,216.55
Expense						
Developer Reimbursement						
Bill	08/31/2021	Reimbursement		Sovereign Regent Square LLC	Developer Reimbursement 2021 (Constructi...	310,126.17
Total Developer Reimbursement						310,126.17
Interest Expense						
Bill	08/23/2021	1001021207		Regions Corporate Trust	Debt Service Payment	492,696.46
General...	08/31/2021	CPA 22-1	*	Regions Corporate Trust	Reclass as funds being held in Debt Fund	-492,696.46
General...	09/01/2021	CPA 22-1R	*	Regions Corporate Trust	Reverse of GJE CPA 22-1 -- Reclass as fun...	492,696.46
Deposit	11/30/2021				Deposit	-26.83
Bill	02/03/2022	1001021207 - ...		Regions Corporate Trust	Debt Service Payment	652,612.51
Total Interest Expense						1,145,282.14
Payroll Expenses						
Payroll Taxes						
Paycheck	07/30/2021	DD1001		Sherry Weesner	Direct Deposit	930.00
Paycheck	07/30/2021	DD1001		Sherry Weesner	Direct Deposit	217.50
Paycheck	07/30/2021	DD1001		Sherry Weesner	Direct Deposit	42.00
Paycheck	07/30/2021	DD1001		Sherry Weesner	Direct Deposit	243.00
Paycheck	08/31/2021	DD1002		Sherry Weesner	Direct Deposit	930.00
Paycheck	08/31/2021	DD1002		Sherry Weesner	Direct Deposit	217.50
Paycheck	08/31/2021	DD1002		Sherry Weesner	Direct Deposit	0.00
Paycheck	08/31/2021	DD1002		Sherry Weesner	Direct Deposit	0.00
Paycheck	09/30/2021	DD1003		Sherry Weesner	Direct Deposit	930.00
Paycheck	09/30/2021	DD1003		Sherry Weesner	Direct Deposit	217.50
Paycheck	09/30/2021	DD1003		Sherry Weesner	Direct Deposit	0.00
Paycheck	09/30/2021	DD1003		Sherry Weesner	Direct Deposit	0.00
Liability ...	09/30/2021				Adjustment for tax return	-2.44
Paycheck	10/29/2021	DD1004		Sherry Weesner	Direct Deposit	1,302.00
Paycheck	10/29/2021	DD1004		Sherry Weesner	Direct Deposit	304.50
Paycheck	10/29/2021	DD1004		Sherry Weesner	Direct Deposit	0.00
Paycheck	10/29/2021	DD1004		Sherry Weesner	Direct Deposit	0.00
Check	11/01/2021	EFT		Texas Workforce Commission		15.00
Paycheck	11/30/2021	DD1005		Sherry Weesner	Direct Deposit	1,023.00
Paycheck	11/30/2021	DD1005		Sherry Weesner	Direct Deposit	239.25
Paycheck	11/30/2021	DD1005		Sherry Weesner	Direct Deposit	0.00
Paycheck	11/30/2021	DD1005		Sherry Weesner	Direct Deposit	0.00
Paycheck	12/31/2021	DD1006		Sherry Weesner	Direct Deposit	1,023.00
Paycheck	12/31/2021	DD1006		Sherry Weesner	Direct Deposit	239.25
Paycheck	12/31/2021	DD1006		Sherry Weesner	Direct Deposit	0.00
Paycheck	12/31/2021	DD1006		Sherry Weesner	Direct Deposit	0.00
Paycheck	01/31/2022	DD1007		Sherry Weesner	Direct Deposit	1,023.00
Paycheck	01/31/2022	DD1007		Sherry Weesner	Direct Deposit	239.25
Paycheck	01/31/2022	DD1007		Sherry Weesner	Direct Deposit	42.00
Paycheck	01/31/2022	DD1007		Sherry Weesner	Direct Deposit	243.00
Paycheck	02/28/2022	DD1008		Sherry Weesner	Direct Deposit	1,023.00
Paycheck	02/28/2022	DD1008		Sherry Weesner	Direct Deposit	239.25
Paycheck	02/28/2022	DD1008		Sherry Weesner	Direct Deposit	0.00
Paycheck	02/28/2022	DD1008		Sherry Weesner	Direct Deposit	0.00
Liability ...	03/31/2022				Adjust for year end tax rate change	-160.22
Paycheck	04/01/2022	DD1009		Sherry Weesner	Direct Deposit	1,023.00
Paycheck	04/01/2022	DD1009		Sherry Weesner	Direct Deposit	239.25
Paycheck	04/01/2022	DD1009		Sherry Weesner	Direct Deposit	0.00
Paycheck	04/01/2022	DD1009		Sherry Weesner	Direct Deposit	0.00
Paycheck	04/29/2022	DD1010		Sherry Weesner	Direct Deposit	1,023.00
Paycheck	04/29/2022	DD1010		Sherry Weesner	Direct Deposit	239.25
Paycheck	04/29/2022	DD1010		Sherry Weesner	Direct Deposit	0.00
Paycheck	04/29/2022	DD1010		Sherry Weesner	Direct Deposit	0.00
Paycheck	05/31/2022	DD1011		Sherry Weesner	Direct Deposit	1,023.00
Paycheck	05/31/2022	DD1011		Sherry Weesner	Direct Deposit	239.25

Memorial Heights Redevelopment Authority

Profit & Loss Detail

Accrual Basis

July 2021 through May 2022

Type	Date	Num	Adj	Name	Memo	Amount
Paycheck	05/31/2022	DD1011		Sherry Weesner	Direct Deposit	0.00
Paycheck	05/31/2022	DD1011		Sherry Weesner	Direct Deposit	0.00
Total Payroll Taxes						14,307.09
Retirement Expense						
Bill	10/01/2021	N39416012		Newport Group, Inc.	457(b) Plan Document preparation	1,500.00
Paycheck	10/29/2021	DD1004		Sherry Weesner	Direct Deposit	1,500.00
Paycheck	10/29/2021	DD1004		Sherry Weesner	Direct Deposit	1,500.00
Paycheck	10/29/2021	DD1004		Sherry Weesner	Direct Deposit	1,500.00
Paycheck	10/29/2021	DD1004		Sherry Weesner	Direct Deposit	1,500.00
Paycheck	11/30/2021	DD1005		Sherry Weesner	Direct Deposit	1,500.00
Paycheck	12/31/2021	DD1006		Sherry Weesner	Direct Deposit	1,500.00
Paycheck	01/31/2022	DD1007		Sherry Weesner	Direct Deposit	1,500.00
Paycheck	02/28/2022	DD1008		Sherry Weesner	Direct Deposit	1,500.00
Paycheck	04/01/2022	DD1009		Sherry Weesner	Direct Deposit	1,500.00
Paycheck	04/29/2022	DD1010		Sherry Weesner	Direct Deposit	1,500.00
Paycheck	05/31/2022	DD1011		Sherry Weesner	Direct Deposit	1,500.00
Total Retirement Expense						18,000.00
Salary Payroll						
Paycheck	07/30/2021	DD1001		Sherry Weesner	Direct Deposit	15,000.00
Paycheck	08/31/2021	DD1002		Sherry Weesner	Direct Deposit	15,000.00
Paycheck	09/30/2021	DD1003		Sherry Weesner	Direct Deposit	15,000.00
Paycheck	10/29/2021	DD1004		Sherry Weesner	Direct Deposit	15,000.00
Paycheck	11/30/2021	DD1005		Sherry Weesner	Direct Deposit	15,000.00
Paycheck	12/31/2021	DD1006		Sherry Weesner	Direct Deposit	15,000.00
Paycheck	01/31/2022	DD1007		Sherry Weesner	Direct Deposit	15,000.00
Paycheck	02/28/2022	DD1008		Sherry Weesner	Direct Deposit	15,000.00
Paycheck	04/01/2022	DD1009		Sherry Weesner	Direct Deposit	15,000.00
Paycheck	04/29/2022	DD1010		Sherry Weesner	Direct Deposit	15,000.00
Paycheck	05/31/2022	DD1011		Sherry Weesner	Direct Deposit	15,000.00
Total Salary Payroll						165,000.00
Payroll Expenses - Other						
Liability ...	07/29/2021			QuickBooks Payroll Service	Fee for 1 direct deposit(s) at \$1.75 each	1.75
Liability ...	07/29/2021			QuickBooks Payroll Service	Sales Tax for TX	0.12
Liability ...	08/30/2021			QuickBooks Payroll Service	Fee for 1 direct deposit(s) at \$1.75 each	1.75
Liability ...	08/30/2021			QuickBooks Payroll Service	Sales Tax for TX	0.12
Liability ...	09/29/2021			QuickBooks Payroll Service	Fee for 1 direct deposit(s) at \$1.75 each	1.75
Liability ...	09/29/2021			QuickBooks Payroll Service	Sales Tax for TX	0.12
Paycheck	09/30/2021	DD1003		Sherry Weesner	Direct Deposit	47.15
Paycheck	09/30/2021	DD1003		Sherry Weesner	Direct Deposit	19.15
Liability ...	10/28/2021			QuickBooks Payroll Service	Fee for 1 direct deposit(s) at \$1.75 each	1.75
Liability ...	10/28/2021			QuickBooks Payroll Service	Sales Tax for TX	0.12
Liability ...	11/29/2021			QuickBooks Payroll Service	Fee for 1 direct deposit(s) at \$1.75 each	1.75
Liability ...	11/29/2021			QuickBooks Payroll Service	Sales Tax for TX	0.12
Liability ...	12/30/2021			QuickBooks Payroll Service	Fee for 1 direct deposit(s) at \$1.75 each	1.75
Liability ...	12/30/2021			QuickBooks Payroll Service	Sales Tax for TX	0.12
Paycheck	12/31/2021	DD1006		Sherry Weesner	Direct Deposit	7.17
Liability ...	01/28/2022			QuickBooks Payroll Service	Fee for 1 direct deposit(s) at \$1.75 each	1.75
Liability ...	01/28/2022			QuickBooks Payroll Service	Sales Tax for TX	0.12
Paycheck	01/31/2022	DD1007		Sherry Weesner	Direct Deposit	28.45
Liability ...	02/25/2022			QuickBooks Payroll Service	Fee for 1 direct deposit(s) at \$1.75 each	1.75
Liability ...	02/25/2022			QuickBooks Payroll Service	Sales Tax for TX	0.12
Liability ...	03/31/2022			QuickBooks Payroll Service	Fee for 1 direct deposit(s) at \$1.75 each	1.75
Liability ...	03/31/2022			QuickBooks Payroll Service	Sales Tax for TX	0.12
Liability ...	04/28/2022			QuickBooks Payroll Service	Fee for 1 direct deposit(s) at \$1.75 each	1.75
Liability ...	04/28/2022			QuickBooks Payroll Service	Sales Tax for TX	0.12
Liability ...	05/27/2022			QuickBooks Payroll Service	Fee for 1 direct deposit(s) at \$1.75 each	1.75
Liability ...	05/27/2022			QuickBooks Payroll Service	Sales Tax for TX	0.12
Total Payroll Expenses - Other						122.49
Total Payroll Expenses						197,429.58

Memorial Heights Redevelopment Authority

Profit & Loss Detail

Accrual Basis

July 2021 through May 2022

Type	Date	Num	Adj	Name	Memo	Amount
Program and Project Consultants						
Engineering Consultants						
Bill	07/31/2021	00325322		Jones & Carter Inc.	Zone Wide Safety and Mobility Study - July ...	11,192.00
Bill	08/31/2021	00327095		Jones & Carter Inc.	Work Order 1 - Through Aug 27, 2021	6,415.00
Bill	08/31/2021	00327110		Jones & Carter Inc.	Zone Wide Safety and Mobility Study - Aug ...	23,806.12
Bill	08/31/2021	00327111		Jones & Carter Inc.	Zone Wide Localized Stormwater Mngt Stud...	7,055.84
Bill	09/30/2021	00328592		Jones & Carter Inc.	Work Order 1 - Through Sept 24, 2021	4,416.25
Bill	09/30/2021	00328603		Jones & Carter Inc.	Zone Wide Localized Stormwater Mngt Stud...	22,642.16
Bill	09/30/2021	00328595		Jones & Carter Inc.	Zone Wide Safety and Mobility Study - Sept ...	9,988.01
Bill	10/31/2021	00330557		Jones & Carter Inc.	Work Order 1 - Through Oct 29, 2021	12,847.50
Bill	10/31/2021	00330561		Jones & Carter Inc.	Zone Wide Localized Stormwater Mngt Stud...	8,082.00
Bill	10/31/2021	00330559		Jones & Carter Inc.	Zone Wide Safety and Mobility Study - Oct ...	5,190.18
Bill	12/16/2021	00333121		Jones & Carter Inc.	Work Order 1 - Through Nov 26, 2021	6,815.00
Bill	12/16/2021	00333132		Jones & Carter Inc.	Yale Street at Center Street Intersection - N...	507.86
Bill	12/16/2021	00330562		Jones & Carter Inc.	Yale Street at Center Street Intersection - O...	3,504.18
Bill	12/16/2021	00333131		Jones & Carter Inc.	Zone Wide Localized Stormwater Mngt Stud...	7,883.50
Bill	12/16/2021	00333130		Jones & Carter Inc.	Zone Wide Safety and Mobility Study - Nov ...	2,191.85
Bill	12/21/2021	00333255		Jones & Carter Inc.	Work Order 1 - Through Dec 17, 2021	645.00
Bill	12/21/2021	00333261		Jones & Carter Inc.	Zone Wide Safety and Mobility Study - Dec ...	2,151.04
Bill	12/21/2021	00333262		Jones & Carter Inc.	Zone Wide Localized Stormwater Mngt Stud...	7,346.50
Bill	12/21/2021	00333254		Jones & Carter Inc.	Yale Street at Center Street Intersection - D...	8,503.94
Bill	01/31/2022	00334852		Jones & Carter Inc.	Work Order 1 - Through Jan 28, 2022	225.00
Bill	01/31/2022	00334858		Jones & Carter Inc.	Zone Wide Safety and Mobility Study - Jan ...	2,440.40
Bill	01/31/2022	00334860		Jones & Carter Inc.	Zone Wide Localized Stormwater Mngt Stud...	2,790.00
Bill	01/31/2022	00334861		Jones & Carter Inc.	Yale Street at Center Street Intersection - J...	39,127.71
Bill	02/28/2022	00336419		Quiddity Engineering, LLC	Work Order 1 - Through Feb 25, 2022	5,771.25
Bill	02/28/2022	00336427		Quiddity Engineering, LLC	Yale Street at Center Street Intersection - F...	8,102.67
Bill	03/31/2022	00337989		Quiddity Engineering, LLC	Work Order 1 - Through Mar 25, 2022	2,992.50
Bill	04/30/2022	ACH		Quiddity Engineering, LLC	Work Order 1 - Through April 22, 2022	2,625.00
Bill	05/31/2022	00341219		Quiddity Engineering, LLC	Work Order 1 - Through May 20, 2022	3,440.00
Total Engineering Consultants						218,698.46
Legal Expense						
Bill	07/31/2021	21-0739		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through July 2021	3,652.06
Bill	07/31/2021	21-0740		Sanford Kuhl Hagan Kugle Parker Kahn	Regents Square GID	287.50
Bill	08/31/2021	21-0915		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through Aug 2021	3,430.80
Bill	09/30/2021	21-0972		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through Sept 2021	4,638.34
Bill	09/30/2021	21-0973		Sanford Kuhl Hagan Kugle Parker Kahn	Regents Square GID	81.25
Bill	10/31/2021	21-1087		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through Oct 2021	6,229.79
Bill	11/30/2021	21-1198		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through Nov 2021	5,377.90
Bill	12/31/2021	21-1369		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through Dec 2021	3,718.54
Bill	01/31/2022	22-0100		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through January 2022	2,957.25
Bill	02/28/2022	22-0227		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through February 2022	3,401.19
Bill	03/31/2022	22-0357		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through March 2022	1,490.87
Bill	04/30/2022	ACH		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through April 2022	3,465.71
Bill	05/31/2022	22-0608		Sanford Kuhl Hagan Kugle Parker Kahn	Legal services through May 2022	1,708.64
Total Legal Expense						40,439.84
Planning Consultants						
Bill	08/31/2021	8-2021-52		Goodman Corporation	Task 1 - \$15,000	578.45
Bill	09/30/2021	9-2021-20		Goodman Corporation	Task 1 - \$15,000	728.85
Bill	10/31/2021	10-2021-36		Goodman Corporation	Task 1 - \$15,000	1,874.19
Bill	10/31/2021	845		Medley Inc.	Tactical Plan	5,400.00
Bill	11/30/2021	11-2021-30		Goodman Corporation	Task 1 - \$15,000	5,432.83
Bill	12/31/2021	12-2021-24		Goodman Corporation	Task 1- \$30,000	266.09
Bill	01/31/2022	1-2022-44		Goodman Corporation	Task 1- \$30,000	478.18
Bill	01/31/2022	865		Medley Inc.	Monthly Digital Retainer	2,000.00
Bill	01/31/2022	857		Medley Inc.	Monthly Digital Retainer, Crisis Mngt and P...	6,333.00
Bill	02/28/2022	2-2022-22		Goodman Corporation	Task 1- \$30,000	956.36
Bill	02/28/2022	884		Medley Inc.	Monthly Digital Retainer	2,000.00
Bill	02/28/2022	884		Medley Inc.	Poster printing	204.59
Bill	03/31/2022	3-2022-13		Goodman Corporation	Task 1- \$30,000	2,211.58
Bill	03/31/2022	896		Medley Inc.	Monthly Digital Retainer	2,000.00
Bill	04/28/2022	ACH		Medley Inc.	Monthly Digital Retainer	2,000.00
Bill	04/30/2022	4-2022		Goodman Corporation	Task 1- \$30,000	1,972.49
Bill	05/31/2022	5-2022-19		Goodman Corporation	Task 1- \$30,000	657.50
Total Planning Consultants						35,094.11
Total Program and Project Consultants						294,232.41

Memorial Heights Redevelopment Authority

Profit & Loss Detail

Accrual Basis

July 2021 through May 2022

Type	Date	Num	Adj	Name	Memo	Amount
TIRZ Administration & Overhead						
Accounting						
Bill	08/31/2021	2228		The Morton Accounting Services	July and August CPA Services	4,135.67
Bill	10/31/2021	2249		The Morton Accounting Services	September and October CPA Services	3,727.35
Bill	12/31/2021	2282		The Morton Accounting Services	November & December CPA Services	5,762.84
Bill	02/28/2022	2297		The Morton Accounting Services	January and February CPA Services	3,432.58
Bill	02/28/2022	2297		The Morton Accounting Services	W2 and 1099 Forms and postage	73.81
Bill	04/30/2022	ACH		The Morton Accounting Services	March and April CPA Services	3,282.58
Total Accounting						20,414.83
Administration						
Bill	08/31/2021	21-0914		Sanford Kuhl Hagan Kugle Parker Kahn	Admin/Meeting through August 2021	990.00
Paycheck	09/30/2021	DD1003		Sherry Weesner	Direct Deposit	350.00
Bill	09/30/2021	21-0971		Sanford Kuhl Hagan Kugle Parker Kahn	Admin/Meeting through September 2021	1,010.00
Paycheck	10/29/2021	DD1004		Sherry Weesner	Direct Deposit	15.75
Bill	10/31/2021	21-1086		Sanford Kuhl Hagan Kugle Parker Kahn	Admin/Meeting through October 2021	1,215.00
Paycheck	11/30/2021	DD1005		Sherry Weesner	Direct Deposit	606.20
Bill	11/30/2021	21-1197		Sanford Kuhl Hagan Kugle Parker Kahn	Admin/Meeting through November 2021	260.00
Bill	12/31/2021	21-1368		Sanford Kuhl Hagan Kugle Parker Kahn	Admin/Meeting through December 2021	1,380.00
Paycheck	01/31/2022	DD1007		Sherry Weesner	Direct Deposit	86.58
Bill	01/31/2022	22-0099		Sanford Kuhl Hagan Kugle Parker Kahn	Admin/Meeting through January 2022	200.00
Bill	02/28/2022	22-0226		Sanford Kuhl Hagan Kugle Parker Kahn	Admin/Meeting through February 2022	175.00
Bill	02/28/2022	4153689		Urban Land Institute	Sherry Weesner Membership #1149574	600.00
Bill	04/30/2022	ACH		Sanford Kuhl Hagan Kugle Parker Kahn	Admin/Meeting through April 2022	1,450.00
Total Administration						8,338.53
Auditing						
Bill	08/31/2021	2021 Audit Inte...		McCall Gibson Swedlund Barfoot PLLC	2021 Audit Interim	6,500.00
Bill	11/12/2021	2021 Audit Final		McCall Gibson Swedlund Barfoot PLLC	2021 Audit Final	5,750.00
Total Auditing						12,250.00
Insurance						
Bill	03/31/2022	6727-20220401		TML Intergovernmental Risk Pool	4/1/22 - 3/31/23 Coverage	1,471.96
Total Insurance						1,471.96
Office Expenses						
Bank Service Charges						
Check	07/31/2021				Service Charge	73.46
Check	07/31/2021				Service Charge	20.00
Check	08/17/2021				Service Charge	35.00
Check	08/31/2021				Service Charge	20.00
Check	08/31/2021				Service Charge	21.40
Check	09/17/2021				Service Charge	40.30
Deposit	09/17/2021				Service Charge Reversal	-40.00
Check	09/30/2021				Service Charge	20.00
Check	10/17/2021				Service Charge	170.40
Deposit	10/17/2021				Service Charge Reversal	-20.00
Check	11/17/2021				Service Charge	239.32
Check	11/30/2021				Service Charge	41.18
Deposit	12/31/2021				Interest	-41.18
Deposit	12/31/2021				Interest	-450.02
Check	03/31/2022				Service Charge	237.70
Check	04/30/2022				Service Charge	77.29
Check	05/31/2022				Service Charge	90.46
Total Bank Service Charges						535.31
Office Expenses - Other						
Bill	01/18/2022	Jan 2022		Commerce Bank	Microsoft Audio Conferencing	44.26
Bill	01/18/2022	Jan 2022		Commerce Bank	Google Domain	51.00
Bill	01/18/2022	Jan 2022		Commerce Bank	Teams Services for Microsoft Account	4.00
Bill	03/01/2022	February 2022		Commerce Bank	Teams Services for Microsoft Account	4.00
Total Office Expenses - Other						103.26
Total Office Expenses						638.57

Memorial Heights Redevelopment Authority

Profit & Loss Detail

Accrual Basis

July 2021 through May 2022

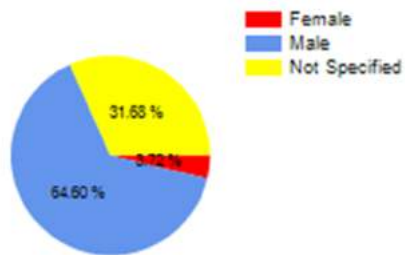
Type	Date	Num	Adj	Name	Memo	Amount
Tax Consultant						
Bill	07/01/2021	57140		Equi Tax Inc.	July - Dec 2021 Tax Consulting	1,730.40
Bill	01/01/2022	57974		Equi Tax Inc.	Jan - June 2022 Tax Consulting	2,621.70
Bill	04/01/2022	22-26D		Masterson Advisors LLC	Continuing Disclosure Annual Fee FY 2021	3,250.00
Total Tax Consultant						7,602.10
Total TIRZ Administration & Overhead						50,715.99
Total Expense						1,997,786.29
Net Ordinary Income						-6,669,002.84
Net Income						-6,669,002.84

Economic Development Diversity Dashboard Report

FY2019 (7/1/2018 TO 6/30/2019) through FY2022 (7/1/2021 to 6/30/2022)

Contract Type	Total Award	Certified Award	Goal	Total Payments	Payments for Credit	Actual	No. of Contracts
Construction	\$52,056,869	\$6,033,600	11.6%	\$1,513,812	\$142,852	9.4%	3
Professional Services	\$11,998,254	\$2,673,181	22.3%	\$2,669,250	\$1,218,231	45.6%	10
Subtotal	\$64,055,123	\$8,706,781	13.6%	\$4,183,062	\$1,361,083	32.5%	13
0% Goal Contracts	\$290,100	\$0	0.0%	\$231,523	\$0	0.0%	4
Grand Total	\$64,345,223	\$8,706,781	13.5%	\$4,414,585	\$1,361,083	30.8%	17

Gender



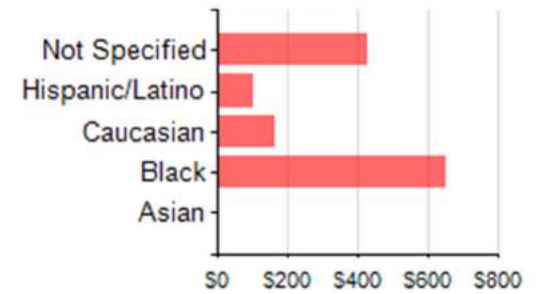
Gender	Payments For Credit	No. of Vendor
Female	\$50,637	2
Male	\$879,219	12
Not Specified	\$431,227	2
Grand Total	\$1,361,083	16

Certification Type (in Thousands)



Certification	Payments For Credit	No. of Cert Types
DBE	\$599,577	4
MBE	\$282,844	6
SBE	\$428,025	4
WBE	\$50,637	2
Grand Total	\$1,361,083	16

Ethnicity (in Thousands)



Ethnicity	Payments For Credit	No. of Vendor
Asian	\$8,510	1
Black	\$650,059	9
Caucasian	\$169,379	2
Hispanic/Latino	\$101,908	2
Not Specified	\$431,227	2
Grand Total	\$1,361,083	16

Project Name	Contract Name	Total Award	Certified Award	Goal	Total Payments	Payments for Credit	Actual	No. of Contracts
Heights Boulevard Pedestrian and Bicycle Safety	Alternative Analysis	\$10,000	\$0	0.0%	\$0	\$0	0.0%	1

Heights Boulevard Pedestrian and Bicycle Safety	Final Design	\$234,000	\$72,849	31.1%	\$72,811	\$20,384	28.0%	1
Houston Ave/White Oak Intersection Construction	Houston Ave/White Oak Intersection Construction	\$1,233,194	\$94,690	7.7%	\$1,122,787	\$101,908	9.1%	1
Little Thicket Park Construction	Little Thicket Park	\$392,655	\$38,478	9.8%	\$391,025	\$40,944	10.5%	1
Pedestrian and Bicycle Safety Improvements - Construction Phase Services	Pedestrian and Bicycle Safety Improvements - Construction Phase Services	\$154,320	\$0	0.0%	\$5,175	\$0	0.0%	1
Segment of Trail between White Oak Bayou and Memorial Park Project	Segment of Trail between White Oak Bayou and Memorial Park Project	\$90,000	\$0	0.0%	\$62,988	\$0	0.0%	1
Shepherd, Durham, and Selected Cross Streets Reconstruction	Shepherd, Durham, and Selected Cross Streets - Phase 1 CM&I	\$3,748,603	\$902,446	24.1%	\$0	\$0	0.0%	1
Shepherd, Durham, and Selected Cross Streets Reconstruction	Shepherd, Durham, and Selected Cross Streets - Phase 1 Construction	\$50,431,021	\$5,900,432	11.7%	\$0	\$0	0.0%	1
Shepherd, Durham, and Selected Cross Streets Reconstruction	Shepherd, Durham, and Selected Cross Streets - Phase 1 Construction Phase Services	\$678,800	\$0	0.0%	\$0	\$0	0.0%	1
Shepherd, Durham, and Selected Cross Streets Reconstruction	Shepherd, Durham, and Selected Cross Streets - Phase 1 Final Design	\$3,008,100	\$733,305	24.4%	\$1,262,605	\$659,665	52.2%	1
Shepherd, Durham, and Selected Cross Streets Reconstruction	Shepherd, Durham, and Selected Cross Streets - Phase 2 Accel. Tasks	\$381,000	\$69,300	18.2%	\$121,157	\$65,241	53.8%	1
Shepherd, Durham, and Selected Cross Streets Reconstruction	Shepherd, Durham, and Selected Cross Streets - Phase 2 Final Design	\$2,669,300	\$606,968	22.7%	\$702,754	\$209,901	29.9%	1
Shepherd, Durham, and Selected Cross Streets Reconstruction	Shepherd, Durham, and Selected Cross Streets - Preliminary Engineering	\$1,028,100	\$273,233	26.6%	\$466,431	\$250,013	53.6%	1
West Dallas Restriping Project	West Dallas Restriping Project	\$79,900	\$0	0.0%	\$52,735	\$0	0.0%	1
Yale and Center Intersection	Yale and Center Final Design	\$86,032	\$15,080	17.5%	\$38,317	\$13,027	34.0%	1
Zone Wide Localized Stormwater Management	Zone Wide Localized Stormwater Management - Preliminary Engineering	\$60,200	\$0	0.0%	\$55,800	\$0	0.0%	1
Zone Wide Safety and Mobility Project	Zone Wide Safety and Mobility Projects - Preliminary Engineering	\$60,000	\$0	0.0%	\$60,000	\$0	0.0%	1
Total		\$64,345,223	\$8,706,781	13.5%	\$4,414,585	\$1,361,083	30.8%	17

Memorial Heights Redevelopment Authority/TIRZ No. 5
Project Update – June 16, 2022



JC WA	Project Name	CIP Project Number	Status	Work Completed Since April 2022 Board Meeting	Work Anticipated in the Next Month
WA#1	General Consultation	-	In Progress	<ul style="list-style-type: none"> Updated and maintained master schedule. Updated maps and documents for potential annexations. Prepared for meetings. Identified and updated potential projects. 	<ul style="list-style-type: none"> Update COH MWDBE Database for all active CIP projects. Support potential annexation process. Maintain project list and Story Map, as needed. Update and maintain master schedule.
WA#7	Heights Boulevard Safety Improvements	T-0527	Active Design	<ul style="list-style-type: none"> Closed out. 	<ul style="list-style-type: none">
WA#8	North Canal Project	T-0525	Planning	<ul style="list-style-type: none"> Reviewed final modeling and report. 	<ul style="list-style-type: none"> Continue coordination with COH, as needed Meet with TxDOT and HCFCO, as needed.
T-0523A-WA#1	Shepherd and Durham Grant Coordination	T-0523A	Planning	<ul style="list-style-type: none"> Supported grant administration. Coordinated with HPW. 	<ul style="list-style-type: none"> Continued support of grant administration. Continue coordination with HPW
T-0523A-WA#4	Shepherd Durham Phase 2 Accelerated Tasks	T-0523A	Active Design	<ul style="list-style-type: none"> Continued coordination with AT&T and CenterPoint for utility relocations and adjustments. Coordinated with HPW on plan to move project forward. Submitted draft geotechnical report and received comments. 	<ul style="list-style-type: none"> Continue coordination with CenterPoint and AT&T regarding their facilities. Continue coordination with HPW to move the project forward. Continue coordination with HPW on adjacent projects. Submit final geotechnical report.
T-0523A-WA#5	Shepherd Durham - Phase 2 Final Design	T-0523A	Active Design	<ul style="list-style-type: none"> Held design. Coordinated with HPW. 	<ul style="list-style-type: none"> Restart paving and drainage design. Restart water and wastewater design. Prepare 90% drawings.
T-0523A-WA#6	Shepherd Durham - Phase 1 Construction Phase Services	T-0523A	Construction	<ul style="list-style-type: none"> Began construction phase. Reviewed submittals and prepared responses. Reviewed and responded to contractor RFIs. Attended regular progress meeting with Contractor and Team. 	<ul style="list-style-type: none"> Continue Construction Phase services. Review and respond to submittals. Review and respond to contractor RFIs. Continue progress meeting with Contractor and Team.
T-0529-WA#1	Yale at Center	T-0529	Active Design	<ul style="list-style-type: none"> Received and addressed 90% comments from HPW. Submitted 100% drawings to HPW. Submitted final geotechnical report. 	<ul style="list-style-type: none"> Receive approval of 100% drawings. Schedule and secure HPW and utility signatures. Complete construction documents and turn over to HPW.
T-0531-WA#1	Construction of Bike/ Ped Improvements	T-0531	Construction	<ul style="list-style-type: none"> Walked White Oak Bayou Trail extension and prepared punchlist. Prepared Change Order # 1 for fencing, sodding, and mow strip. Observed construction activities. 	<ul style="list-style-type: none"> Continue construction observation Bi-Weekly progress meetings Close out White Oak Bayou Trail extension

EXHIBIT "A"

Form of Task Order

Memorial Heights Redevelopment Authority (TIRZ No. 5)

Work Authorization Fiscal Year 2023 General Engineering Services No. 1

This WORK AUTHORIZATION authorizes professional engineering services to be performed by QUIDDITY ENGINEERING (the "ENGINEER") pursuant to the Agreement for Program Management and Engineering Services ("AGREEMENT") between the ENGINEER and MEMORIAL HEIGHTS REDEVELOPMENT AUTHORITY/ TIRZ NO. 5 ("MHRA"). Unless otherwise defined herein, all capitalized terms used in this WORK AUTHORIZATION are defined in the Agreement.

This WORK AUTHORIZATION consists of the following:

- 1.0 PROJECT DESCRIPTION: The ENGINEER shall support MHRA with non-CIP related projects.
- 2.0 SCOPE OF SERVICES: The ENGINEER shall perform tasks as directed by MHRA related to:
 - 2.1 General On-Call – Board meetings, Committee Meetings, workshops, unplanned project efforts, CIP coordination, etc.
 - 2.2 COH Database – Update and maintain records for all projects in the COH MWDBE database.
 - 2.3 20th Street – Design and reconstruction efforts for this corridor are being led by COH. The team will meet with the COH as necessary and keep track of the status of the ongoing discussion and future plans for this corridor.
- 3.0 FEE AND PAYMENT: The ENGINEER shall complete the tasks in this WORK AUTHORIZATION for an hourly not to exceed amount of \$25,000.00 (see **Exhibit "C" of the AGREEMENT** for applicable schedule of hourly rates). As a task based work authorization, the ENGINEER shall inform MHRA when 75% of funds have been used.
- 4.0 PROJECT SCHEDULE: The schedule to complete this work is approximately six (6) months.

IN WITNESS WHEREOF, the parties have executed this TASK ORDER as of _____, 20__.

MEMORIAL HEIGHTS REDEVELOPMENT AUTHORITY:

By: _____

Name: _____

Title: _____

QUIDDITY ENGINEERING

By: Kristen Hennings

Name: Kristen Hennings

Title: Sr. Project Manager

ATTEST: Quinton Landry

<div><div><div>J C</div><div>JONES CARTER</div></div></div>		Practice Leader	PEV	PEIV	PEIII	DEI	Construction MV	Admin II		Sub-Total	Sub Cons.	Sub Cons.	Sub Cons. (cost + 10%)	Total Budget
		\$260.00	\$240.00	\$225.00	\$195.00	\$110.00	\$195.00	\$80.00						
BASIC SERVICES														
Task 200 - Design Phase Services														
1	General On-Call													
	a Week Starting June 13		1	2		4				\$1,130			\$0.00	\$1,130.00
	b Week Starting June 20			2	2	2				\$1,060			\$0.00	\$1,060.00
	c Week Starting June 27			2		3				\$780			\$0.00	\$780.00
	d Week Starting July 4			2	2	2		1		\$1,140			\$0.00	\$1,140.00
	e Week Starting July 11	1	1	2	2	4	1			\$1,975			\$0.00	\$1,975.00
	f Week Starting July 18			2		2				\$670			\$0.00	\$670.00
	g Week Starting July 25			2		4		1		\$970			\$0.00	\$970.00
	h Week Starting August 1			2	2	2				\$1,060			\$0.00	\$1,060.00
	i Week Starting August 8			2	2	4				\$1,280			\$0.00	\$1,280.00
	j Week Starting August 15		1	2		2				\$910			\$0.00	\$910.00
	k Week Starting August 22			2	1	4		1		\$1,165			\$0.00	\$1,165.00
	l Week Starting August 29			2		2				\$670			\$0.00	\$670.00
	m Week Starting September 5			2	2	4				\$1,280			\$0.00	\$1,280.00
	n Week Starting September 12		1	2		2				\$910			\$0.00	\$910.00
	o Week Starting September 19			2	1	4		1		\$1,165			\$0.00	\$1,165.00
	p Week Starting September 26			1	1	2				\$640			\$0.00	\$640.00
	q Week Starting October 3			1	1	4				\$860			\$0.00	\$860.00
	r Week Starting October 10			2	1	2				\$865			\$0.00	\$865.00
	s Week Starting October 17		1	1	1	2		1		\$960			\$0.00	\$960.00
	t Week Starting October 24			1	1	4				\$860			\$0.00	\$860.00
	u Week Starting October 31			1	1	2				\$640			\$0.00	\$640.00
	v Week Starting November 7			1	1	4				\$860			\$0.00	\$860.00
	w Week Starting November 14	1	1	1	1	2	1	1		\$1,415			\$0.00	\$1,415.00
	x Week Starting Novemer 21			1	1	4				\$860			\$0.00	\$860.00
2	Update COH MWDBE Database													
	a Week Starting July 4				1			2		\$355			\$0.00	\$355.00
	b Week Starting September 5							2		\$160			\$0.00	\$160.00
	c Week Starting November 7				1			2		\$355			\$0.00	\$355.00
	Hours Subtotal	2	6	40	25	71	2	12						
SUBTOTAL BASIC SERVICES		\$ 520	\$ 1,440	\$ 9,000	\$ 4,875	\$ 7,810	\$ 390	\$ 960		\$24,995	\$0.00	\$0.00	\$0.00	\$24,995.00



MEMO

TO: Memorial Heights Redevelopment Authority Board of Directors

FROM: Kristen Hennings, PE, CFM, LEED® Green Associate

DATE: June 21, 2022

RE: General Engineering Services Overview

Quiddity Engineering (Quiddty) has an existing on-call general services work authorization with Memorial Heights Redevelopment Authority/ TIRZ No. 5 to cover activities that are not part of specific project work authorizations. Work Authorization No. 1 for Fiscal Year 2022 covers the period between December 2021 and June 2022. During that time, the following describes those tasks that fall under this work authorization:

- Maintain the Webmap Story map of potential, active, and completed projects within the Zone
- Participate in planning and project identification for development of the current Capital Improvements Plan (CIP)
- Work with the Zone to review potential projects for grant funding opportunities
- Update and maintain the Potential Projects list to be used to support the CIP and funding opportunities
- Prepare maps and descriptions submitted to the City for potential annexations to the Zone
- Update and maintain the Zone's projects in the City's MWDBE database/dashboard

EXHIBIT "A"

Form of Task Order

Memorial Heights Redevelopment Authority (TIRZ No. 5)

The Goodman Corporation Work Authorization No. 3 – General Planning Support

This WORK AUTHORIZATION authorizes consultant services to be performed by THE GOODMAN CORPORATION (the "CONSULTANT") pursuant to the Master Agreement for Services ("AGREEMENT") between the CONSULTANT and MEMORIAL HEIGHTS REDEVELOPMENT AUTHORITY/ TIRZ NO. 5 ("MHRA"). Unless otherwise defined herein, all capitalized terms used in this WORK AUTHORIZATION are defined in the Agreement.

This WORK AUTHORIZATION consists of the following:

- 1.0 PROJECT DESCRIPTION: The CONSULTANT shall support MHRA with general planning assistance to include infrastructure/financial planning and identifying funding opportunities.
- 2.0 SCOPE OF SERVICES: The CONSULTANT shall provide assistance in infrastructure, capital improvement and financial planning, including the identification of discretionary funding opportunities for various TIRZ initiatives. To support the activities listed above, the consultant will draft memorandums and presentations as needed, attend meetings, monitor applicable funding opportunities, and prepare grant applications as possible within the budget allocated within this WORK AUTHORIZATION.
- 3.0 FEE AND PAYMENT: The CONSULTANT shall complete the tasks in this WORK AUTHORIZATION on an hourly basis not to exceed \$15,000, for a total of \$30,000 as allocated within the WORK AUTHORIZATION since initially authorized. Rates are provided in Attachment B.
- 4.0 PROJECT SCHEDULE: The schedule for this work is to be determined.

IN WITNESS WHEREOF, the parties have executed this TASK ORDER as of October 28, 2021.

MEMORIAL HEIGHTS REDEVELOPMENT AUTHORITY:

By: Ann Lents
Name: Ann Lents
Title: Chair

THE GOODMAN CORPORATION

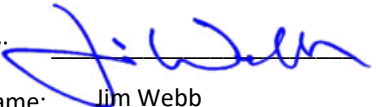
By: 
Name: Jim Webb
Title: CEO

Exhibit B: The Goodman Corporation's Hourly Rates

These rates are effective as of January 2021. Subject to annual revision in January 2022.

CATEGORY	RATE
Admin I	\$92.55
Associate II	\$112.61
Associate III	\$115.69
Senior Associate I	\$123.40
Senior Associate II	\$138.83
Senior Associate III	\$158.88
Principal I	\$177.39
Principal II	\$208.24
Principal III	\$231.38
Engineer II	\$154.25
Senior Engineer	\$192.82
Principal Engineer	\$215.96



TBPE NO. F-19990

HOUSTON:	AUSTIN:
3200 Travis Street	911 W. Anderson Lane
Suite 200	Suite 200
Houston, TX 77006	Austin, TX 78757

PHONE: (713) 951-7951

MEMO

THEGOODMANCORP.COM

To: Memorial Heights Redevelopment Authority Board of Directors
From: Jim Webb, AICP, ENV SP
Subject: General Planning Contract Overview
Date: June 17, 2022

The Goodman Corporation (TGC) has an existing on-call planning work authorization with the Memorial Heights Redevelopment Authority (MHRA) to capture activities that are not otherwise a component of project-specific work authorizations. From October 2021 through June of 2022, the period consistent with the most recent \$15,000 work authorization, the following has been completed:

- Workshopping, developing, coordinating, and submitting a FY22 Off-System Highway Safety Improvement Program application (sidewalks and intersection improvements adjacent to 19th and Bevis/Beall)
- Providing narrative justification and information relative to potential boundary enlargement
- Workshopping, developing, coordinating, and submitting a FY23 Community Project Funding application through Congresswoman Sheila-Jackson Lee's office to include political support documentation (Waugh area safety improvements)
- Workshopping, developing, and coordinating applications through the USDOT Safe Streets and Roads for All Program (still in progress)
- Workshopping, developing, and coordinating applications through the TxDOT Transportation Alternatives Program (still in progress)
- GIS analysis for address identification related to public notification for Shepherd / Durham project

AMENDEDMENT TO AGREEMENT BETWEEN THE MEMORIAL HEIGHTS
REDEVELOPMENT AUTHORITY AND CONTRACTOR
FOR THE SHEPHERD DRIVE, DURHAM DRIVE, AND SELECTED CROSS STREETS
RECONSTRUCTION – PHASE ONE PROJECT

(Project Number T-05000-0005-7)

WHEREAS the Memorial Heights Redevelopment Authority (“Owner”) and SER Construction Partners, LLC (“Contractor”) entered into the Agreement Between The Memorial Heights Redevelopment Authority and Contractor effective on March 17, 2022, for the construction of the Shepherd Drive, Durham Drive, and Selected Cross Streets Reconstruction – Phase One Project (“the Agreement”);

WHEREAS the Section 4.1 of the Agreement calls for Owner to pay for the construction of the Project by making progress payments to Contractor on account of the Contract Price, as provided by the Agreement and Contract Documents incorporated into the Agreement;

WHEREAS the manufacturer of the Silva Cells product to be used in the Project (“the Manufacturer”) requires a significant down payment from the Contractor before accepting the order for the Silva Cells, which would require an up-front payment by the Contractor that would not be included in the progress payments until the Silva Cells are delivered (“the Down Payment”);

WHEREAS the Section 9.5.3 of the General Conditions of the Agreement gives the Owner the authority to establish conditions for payments made for materials and equipment with procedures satisfactory to the Director to establish the Owner’s title to such materials and equipment or otherwise protect the Owner’s interests; and

WHEREAS the Owner and Contractor wish to secure the Contractor’s order for the Silva Cells to ensure that the product will be available for purchase for timely installation as part of the construction of the Project, and Owner and Contractor agree to the following Amendment to the Agreement Between The Memorial Heights Redevelopment Authority and Contractor effective on March 17, 2022, as follows:

1. The Contractor agrees to directly pay the Manufacturer of the Silva Cells the Down Payment requested by the Manufacturer necessary to secure the order for the Silva Cells and related materials and equipment.

2. In accordance with all requirements of the Agreement, Contractor shall submit to Owner a request for progress payment for payment of the Down Payment (“the Down Payment Pay Request”). Owner, upon approval of the Down Payment Pay Request, shall pay such pay request in accordance with the terms of the Agreement and in accordance with the procedures set forth therein.

3. Contractor agrees thereafter to complete the order and make final payment to the Manufacturer when due for the purchase and delivery of the Silva Cells.

4. If after payment by Owner to Contractor for the Down Payment Pay Request the

Manufacturer (i) fails to deliver the Silva Cells or related equipment for *any* reason, (ii) gives Owner reason to believe that the Manufacturer will fail to deliver the Silva Cells or related equipment, and/or (iii) declares bankruptcy or otherwise closes its business without delivery of the Silva Cells or related equipment, **or** (i) Contractor fails to complete the order and make final payment to the Manufacturer for the purchase and delivery of the Silva Cells, Contractor agrees to immediately reimburse Owner for the Down Payment Pay Request. Contractor agrees that it shall continue to be responsible for all costs, including court costs and attorney's fees, in accordance with the Agreement for failure to reimburse Owner as set forth herein.

5. Any amount paid by Owner to Contractor for the Down Payment Pay Request is not considered additional compensation to the Contractor.

This Amendment to the Agreement is effective as of the date of countersignature by the Owner and is executed in two original copies, one of which is retained by the Owner and one is to be delivered to the Contractor.

CONTRACTOR:

BY: _____
Name: _____
Title: _____
Date: _____

MEMORIAL HEIGHTS REDEVELOPMENT AUTHORITY:

BY: _____
Name: _____
Title: _____
Date: _____

CONSTRUCTION CONTRACT CHANGE ORDER LIMITS

Project	Maximum Net Change Order	Maximum Aggregate Charge Order
Shepherds/Durham Phase 1 [523]	3%	25%
Pedestrian [531]	10%	25%

DRAFT

CERTIFICATE FOR RESOLUTION

THE STATE OF TEXAS

§

§

COUNTY OF HARRIS

§

I, the undersigned officer of the Board of Directors of Memorial-Heights Redevelopment Authority, City of Houston, Texas, hereby certify as follows:

1. The Board of Directors of Memorial-Heights Redevelopment Authority, City of Houston, Texas, convened in regular session on the 24th day of June, 2021, via videoconference, as permitted by actions of the Governor of the State of Texas on March 16, 2020, which suspended certain provisions of Chapter 551, Texas Government Code, in connection with the COVID-19 pandemic, and the roll was called of the duly constituted officers and members of the Board to-wit:

Ann Lents	Chair
Alejandro Colom	Vice Chair
Janice Hale-Harris	Secretary
Bryan Brown	Director
Dr. Robert Stein	Director
Christopher David Manriquez	Director
Marvin Pierre	Director

and all of said persons were present, except Director Colom and Pierre, thus constituting a quorum. Whereupon, among other business, the following was transacted at the meeting: a written

ESTABLISHING ADMINISTRATIVE
PROCEDURES FOR CONTRACT CHANGE ORDERS

was introduced for the consideration of the Board. It was then duly moved and seconded that the resolution be adopted, and after due discussion, the motion, carrying with it the adoption of the resolution, prevailed and carried unanimously.

2. That a true, full and correct copy of the aforesaid Resolution adopted at the meeting described in the above and foregoing paragraph is attached to the follows this certificate; that the Resolution has been duly recorded in the Board's minutes of the meeting; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of the Board as indicated therein; that each of the officers and members of the Board was duly and sufficiently notified officially and personally, in advance, of the time, place and purpose of the aforesaid meeting, and that the Resolution would be introduced and considered for adoption at the meeting, and each of the officers and members consented, in advance, to the holding of the meeting for such purpose; that the meeting was open to the public as required by law; and that public notice of the time, place and subject of the meeting was given as required by Chapter 551, Texas Government Code.

[EXECUTION PAGE FOLLOWS]

SIGNED this 24th day of June, 2021.


Secretary

**RESOLUTION ESTABLISHING ADMINISTRATIVE
PROCEDURES FOR CONTRACT CHANGE ORDERS**

WHEREAS, the Memorial-Heights Redevelopment Authority (the "Authority"), has been legally created and operates pursuant to the general laws of the State of Texas applicable to local government corporations, and has such authority as has been delegated to it by the City of Houston, Texas to act on behalf of Tax Increment Reinvestment Zone Number Five, City of Houston, Texas; and

WHEREAS, the Authority wishes to establish administrative procedures for approval of construction contract change orders. Now, therefore,

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

Section 1: The attached Exhibit "A" sets forth the Authority's administrative procedures for approval of construction contract change orders.

Section 2: The Board may from time to time revise the administrative procedures for approval of construction contract change orders.

Section 3: If the Board takes any action pursuant to Section 2, a new Exhibit "A" reflecting the approved changes and their effective date shall be attached to and replace then current Exhibit "A" to this Resolution.

(EXECUTION PAGE FOLLOWS)

PASSED AND APPROVED this 24th day of June, 2021.


Chair, Board of Directors

ATTEST:


Secretary

EXHIBIT A

Change Order Administration

These procedures set forth the process by which Change Orders may be approved by the Project Committee or must be approved by the Board of Directors (the "Board"). All Change Orders to Memorial-Heights Redevelopment Authority/TIRZ 5 ("Authority") contracts shall follow these procedures.

Change Order Approval Process

1. Either at the meeting where the Board authorizes the advertisement for bids for a construction contract, or at the meeting where a construction contract is approved by the Board, the Board will establish the maximum individual Change Order value and the maximum cumulative Change Order value for the contract that may be approved by the Project Committee between Board meetings. These values may be established as a percentage of the total contract or as a fixed dollar amount. The Board may modify the established values by a majority vote of a quorum present at any duly and officially called meeting.
2. All Change Orders shall be reviewed for recommendation by the project construction manager and engineer of record (may be two entities). The construction manager and the engineer of record shall review the requested Change Order for consistency, accuracy, appropriateness, and any other metrics as needed and shall make a written recommendation to the Project Committee for consideration and approval.
3. If the Change Order value falls within the individual and cumulative limits set by the Board for the contract, the Project Committee will review the Change Order and recommendations from the construction manager and engineer of record. If approved, the Project Committee shall inform the engineer of record and the construction manager to proceed with the change. A copy of the Change Order and the actions of the Project Committee will be placed in the Board materials for the next official Board meeting.
4. If a Change Order value exceeds the individual and/or cumulative limits set by the Board for the contract, the Project Committee will review the Change Order and recommendations from the construction manager and engineer of record. The Change Order shall be placed on the agenda for the next official Board meeting, and the Project Committee shall make a recommendation to the Board.

Record Keeping

Copies of all documentation and recommendations shall be retained in compliance with the Authority document retention schedule and policies and in accordance with applicable law.

Revisions to Change Order Administration Procedures

If necessary, the Projects Committee shall make recommendations to the Board for revisions to these Procedures. Revisions shall be incorporated upon Board approval.

These Administrative Procedures for Contract Change Orders are effective as of June 24, 2021.

**INTERLOCAL AGREEMENT
FOR CONSTRUCTION OF
SHEPHERD DRIVE AND DURHAM DRIVE FROM WEST 15TH STREET TO
INTERSTATE 10 FRONTAGE ROAD AND SELECTED CROSS STREETS**

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

ARTICLE 1.
PARTIES

This Interlocal Agreement for Construction of Shepherd Drive and Durham Drive (West 15th Street to Interstate 10) and Selected Cross Streets (“Agreement”) is made effective on the Countersignature Date between the **City of Houston**, a home-rule city of the State of Texas (the “City”), and **Memorial-Heights Redevelopment Authority**, a not-for-profit, local government corporation organized and existing under the laws of the State of Texas (the “Authority”). For the purposes of this Agreement, the City and the Authority are referred to singularly as “Party” and collectively as “Parties.” This agreement is made pursuant to Chapter 791 of the Texas Government Code. The addresses of the Parties, which one Party may change by giving written notice to the other Party, are as follows:

1.1 Addresses

The initial addresses of the Parties, which one Party may change by giving written notice of its changed address to the other Party are as follows:

City:

Director
Houston Public Works
City of Houston
P.O. Box 1562
Houston, TX 77251

Authority:

President
Memorial-Heights Redevelopment Authority
c/o Sanford Kuhl Hagan Kugle Parker Kahn LLP
1980 Post Oak Blvd., Suite 1380
Houston, TX 77098

The Parties agree as follows:

1.2. Table of Contents

This Agreement consists of the following sections:

Page No.

ARTICLE 1 PARTIES	1
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ARTICLE 5 PROJECT DESIGN, MANAGEMENT AND ADMINISTRATION.....	5
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EXHIBITS

A-Engineering and Construction Cost Estimate for Sanitary Sewer and Water Lines

B-Estimated Project Costs

1.3. Parts Incorporated

The exhibits described above are incorporated into this Agreement.

1.4. Controlling Parts

If a conflict between the sections of this Agreement and the exhibits arises, the sections control over the exhibits.

1.5. Signatures. The Parties have executed this Agreement in multiple copies, each of which is an original. Each person signing this Agreement represents and warrants that he or she is duly authorized and has legal capacity to execute and deliver this Agreement. Each Party represents and warrants to the other that the execution and delivery of this Agreement and the performance of such Party's obligations hereunder have been duly authorized and that the Agreement is a valid and legal agreement binding on such Party and enforceable in accordance with its terms. The Parties hereby agree that each Party may sign and deliver this Agreement electronically or by electronic means and that an electronic transmittal of a signature, including but not limited to, a scanned signature page, will be as good, binding, and effective as an original signature.

**MEMORIAL-HEIGHTS
REDEVELOPMENT AUTHORITY**

By: _____
Name: Ann Lents
Title: Chair

**CITY:
CITY OF HOUSTON, TEXAS**

Mayor

ATTEST/SEAL

City Secretary

APPROVED

Director, Houston Public Works

COUNTERSIGNED BY:

City Controller

DATE COUNTERSIGNED:

APPROVED AS TO FORM:

Assistant City Attorney
L.D. File No. _____

ARTICLE 2

RECITALS

2.1 The Authority was created to act on behalf Tax Increment Reinvestment Zone Number 5 (“TIRZ 5”), which was created by the City by Ordinance No. 96-1337, for the purposes of redevelopment in the Memorial-Heights Area.

2.2 The City is the recipient of a Federal Highway Administration (“FHWA”) grant (the “Grant”) administered locally by the Texas Department of Transportation (“TxDoT”) for the reconstruction of Shepherd Drive and Durham Drive from West 15th Street to the west bound frontage road of Interstate 10 and selected cross streets (the “Project”) located in the Memorial-Heights Area.

2.3 The Grant requires a twenty percent (20%) local match for Project costs, and the Authority included in its Capital Improvement Plan and budget funding for the local match for the Grant and other Project funding elements described herein.

2.4 The City wishes to include in the construction of the Project replacement of certain sanitary sewer and water lines.

2.4 The Parties agree that the respective rights, duties and obligations regarding this joint project are as specified in this Agreement.

ARTICLE 3

DEFINITIONS

3.1 All terms used in this Agreement shall have the meanings given herein, unless otherwise specified.

3.1.1. “Agreement” means this contract between the Parties, including all exhibits and any written amendments authorized by City Council and the Authority.

3.1.2 “Authority” is defined in the preamble of this Agreement and includes it successors and assigns.

3.1.3. “Authority Funding” means those costs to be paid by the Authority, as detailed in Section 5.6.

3.1.4. “City” is defined in the preamble of this Agreement and includes it successors and assigns.

3.1.5. “City Funding” means the costs for the design, construction, construction phase management, inspection and testing associated with the City’s Improvements defined in Section 4.2.

3.1.6. “Department” means the City of Houston’s Houston Public Works.

3.1.7. “Director” means the Director of Houston Public Works, or his or her designee.

3.1.8. “Effective Date” means the date shown as the date on the countersignature on the signature page of this Agreement.

- 3.1.9. “Party” or “Parties” means the City or the Authority, individually or collectively as indicated in the context in which it appears.
- 3.1.10. “President” means the President for the Authority, or her designee.
- 3.1.11. “Project” means the improvements to Shepherd Drive and Durham Drive from West 15th Street to Interstate 10, including selected cross streets.
- 3.1.12. “Project Costs” means those estimated costs for the construction of the Project as set forth on Exhibit B attached hereto and incorporated herein for all purposes.
- 3.1.13. “Term” means the period of time described in Article 8, Section 8.1, during which this Agreement is in effect.

ARTICLE 4 **PROJECT**

4.1. Project. The Project consists of improvements to Shepherd Drive and Durham Drive from West 15th Street to the west bound frontage road of Interstate 10 and selected cross streets. Specifically, the Project will reconstruct and improve Shepherd Drive and Durham Drive from West 15th Street to the west bound frontage road of Interstate 10, two parallel arterial roadways and selected cross streets, in accordance with City standards, upgrading the storm sewer infrastructure, installing new pavement and sidewalks, replacing and upgrading traffic signals, replacing water and sewer lines, as well as installing landscaping and streetscape amenities. The estimated costs for the Project are set forth on Exhibit B, attached hereto.

4.2. City’s Improvements. The City is including the following improvements in the Project (the “City’s Improvements”):

- 4.2.1. Design and construction of water lines and sanitary sewer lines associated appurtenances along Shepherd Drive and Durham Drive from West 15th Street to Interstate 10, as detailed on Exhibit A, attached hereto.

ARTICLE 5 **PROJECT DESIGN, MANAGEMENT AND ADMINISTRATION**

5.1. Project and City Improvement Plans

5.1.1. The Authority shall prepare or cause to be prepared design plans for the Project that conform to City’s most current design and engineering standards. All design plans shall be submitted to the City for review at various stages, as required by the City.

5.1.2. The Authority shall prepare or cause to be prepared the design plans for the City’s Improvements, subject to reimbursement by the City in accordance with Section 6.2 below, and incorporate the City’s Improvements into the Project. The Project design plans, including the City’s Improvements, shall be submitted to the City, and approved at the City’s sole discretion.

5.2. Construction Management.

5.2.1. The City shall be responsible for providing for construction management and materials testing services for the Project. The Parties shall jointly confer and select a contractor to perform

the construction management and materials testing services from the City's list of competitively procured vendors. The City shall pay for the construction management and testing services attributable to the City's Improvements, as estimated on Exhibit A, attached hereto, to the extent permitted by law.

5.2.2. The City shall regularly report on the progress of the construction work to the Authority at intervals and in a format agreed to by the President of the Authority and the City. Project management meetings shall occur not less than monthly, and senior management level meetings shall occur at least quarterly between the Parties.

5.2.3. Authority representatives shall be invited to all Project progress meetings and will be allowed access to the Project site at all times.

5.2.4. The Parties agree to timely respond to all issues that arise and agree to address responses within one (1) week of receipt, absent other regulatory factors or processes.

5.3. Project Construction Contract Administration

5.3.1. The City shall act as overall Project manager and will coordinate, as needed, with TxDOT for all Project reviews, notices, filings and approvals. The City shall act as Grant manager and shall be responsible for compliance with all Grant requirements. The Authority shall be provided reasonable access to records and participation in Grant management decisions.

5.3.2 The City will advertise for and receive bids for the construction of the Project based upon the approved bid documents and plans and specifications. Upon receipt and tabulation of all bids, the City, in conference and agreement with the Authority, will determine the lowest responsive and responsible bidder for the Project in accordance with applicable laws, ordinances, and requirements of the Grant for the Project. The City shall execute all bid documents, contracts, insurance agreements, bonds and other such documents as required by law to facilitate the construction of the Project.

5.3.3. Pursuant to a contract between Quiddity Engineering and the Authority, Quiddity shall provide construction phase services for the Project. Pursuant to such contract, Quiddity will act as administrator of the Project, and shall review all pay requests and change orders and shall and shall review shop drawings and submittals for compliance with the construction documents, review and respond to questions from the contractor, and provide guidance when unforeseen field conditions exist. The City shall pay for the construction phase services attributable to the City's Improvements, as estimated on Exhibit A, attached hereto, to the extent permitted by law.

5.4. Change Order Approval

5.4.1. If during the construction work a change order is necessary that impacts the Authority's share of the cost of Project, the City shall immediately notify the Authority.

5.4.2. The Director and the Authority shall seek to reach mutual agreement within a reasonable period of time on the need and the cost of the proposed change order. However, acceptance of a proposed change order affecting the City's Improvements shall be at the Director's sole discretion.

5.4.3 The Authority will be financially responsible for change orders that are approved by the City and the Authority. The Authority shall not be responsible for any other change orders.

5.4.4. When considering a change order, the parties shall perform a cost benefit analysis and determine whether to seek additional funding from available resources.

5.5. Acceptance of Work

5.5.1. The Parties shall meet and determine that the Project or a portion thereof be designated as substantially complete.

5.5.2. Upon acceptance of the recommendation that the entire Project is substantially complete, the Parties shall determine a list of outstanding items still to be completed or reviewed.

5.4.3. Upon completion of the outstanding items, the Parties shall meet to determine if all work is completed in accordance with the Project plans and specifications and designate the Project finally complete.

5.6. Project Costs

5.6.1. The Authority Funding shall include the costs for (i) Project design; (ii) TxDOT's salary recovery, currently estimated to be \$311,000 (the "TxDOT Fee"); (iii) construction management and testing; (iv) construction phase services; (v) the City's salary recovery (excluding any City salary recovery costs for the City's Improvements), in the amount of \$1,000,000; and (vi) change orders approved by both the City and the Authority during construction. The City shall be responsible for the City Funding set forth on Exhibit A. To the extent the costs for the City's Improvements change, the Parties agree to amend this Agreement to reflect the actual City Funding amount.

5.6.2 The City will confer and seek approval from the Authority prior to taking action on matters which impact the Authority's Funding amount, including actions related to TxDOT agreements, project scope changes, plans reviews, as well as project-related contract awards and modifications to the extent that the Authority is the non-federal financial partner in such contracts.

5.7. Insurance and Bonds

5.7.1. The City shall require that the construction contractor's insurance policies (and any subcontractors' policies) name TIRZ 5 and the Authority as Additional Insureds, in the amounts required by the contract documents. All such insurance policies, with the exception of Workers' Compensation, shall be in such amounts as determined by the City.

5.7.2 The City shall require that the construction contractor submit a good and sufficient statutory payment and performance bonds in the amount of the contract for the construction of the Project, conditioned upon the construction contractor's full and timely performance of the contract.

5.8. Audit. The City shall prepare an audit of the Project in accordance with the Grant requirements.

ARTICLE 6 **CITY'S DUTIES**

6.1. Approval Authority. The City shall review and approve the Project design plans, which shall include design plans for the City's Improvements, produced by Authority or Authority's design professional. The City shall have sole discretion in its review and approval of the design of the City's Improvements.

6.2. City's Improvement Costs. The City shall be responsible for the current payment of costs related to the construction of the City's Improvements, to the extent permitted by law. A construction cost estimate is attached and incorporated herein as Exhibit A. Further, the City agrees to reimburse the Authority for design of the City Improvements within 45 days of the City issuing Notice of Intent to Award a Contract for the Project.

6.3 Grant Reimbursement. The City agrees to pursue Grant reimbursement for all eligible items, including increases in Project costs associated with change orders.

6.4. Grant Compliance. The City is responsible for compliance with all Grant requirements and deficiencies determined by TxDoT or FWHA.

6.3. Maintenance. Upon completion and acceptance by the City of the Project, the City shall assume the maintenance obligations for all standard improvement within the City's right-of-way.

6.4. Limit of Appropriation. Authority recognizes that under certain provisions of the Charter of the City of Houston, the City may not obligate itself by contract to an extent in excess of an amount therefore appropriated by City Council and further recognizes that the City Council has appropriated and allocated \$_____ under this Agreement. Unless the City Council makes further appropriations for this Agreement, the City's obligation to the Authority under this Agreement must not exceed \$_____.

ARTICLE 7

DUTIES OF THE AUTHORITY

7.1. Grant Compliance Support. In support of the City's obligation to comply with the Grant requirements, the Authority agrees to provide to the City items and information for which the Authority is responsible.

7.2. Payments by Authority. The Authority agrees to pay the Authority Funding as follows:

- a. Payment of fifty percent (50%) of Authority Funding, but including one hundred (100%) of the TxDoT Fee, within 45 days of the City issuing Notice of Intent to Award a Contract for the Project; and
- b. Payment of remaining Authority Funding six (6) months after the City issues a Notice to Proceed for the construction of the Project.
- c. Payment of any Authority Funding due to change orders during construction within 45 days of Notice from the City at project completion and acceptance.

ARTICLE 8

TERM & TERMINATION

8.1. Term. This Agreement is effective on the Effective Date and remains in effect until December 31, 2025, or upon completion of the Project, whichever is sooner, unless terminated in accordance with this Agreement.

8.2. Termination. The City may terminate the Agreement, with or without cause, any time prior to the award of bid for the construction of the Project, by written notice to the Authority. In any event, this Agreement terminates upon completion of the Project and its acceptance by both Parties.

ARTICLE 9
MISCELLANEOUS

9.1. Captions. Captions contained in this Agreement are for reference only, and, therefore, have no effect in construing this Agreement. The captions are not restrictive of the subject matter of any section in this Agreement.

9.2. No Additional Waiver Implied. If either Party fails to require the other to perform a term of this Agreement, that failure does not prevent the Party from later enforcing that term and all other terms. If either Party waives the other's breach of a term, that waiver does not waive a later breach of this Agreement. An approval by the Director, or by any other employee or agent of the City, of any part of the Authority's performance does not waive compliance with this Agreement or establish a standard of performance other than that required by this Agreement and by law.

9.3. Written Amendment. Unless otherwise specified elsewhere in this Agreement, this Agreement may be amended only by written instrument executed on behalf of the City and the Authority. The Director is only authorized to perform the functions specifically delegated to him or her in this Agreement.

9.4. Agreement Not for Benefit of Third Parties. This Agreement is not intended to benefit any party other than the Parties to this Agreement or to impose any duty upon the City or the Authority toward any person or entity not a party hereto.

9.5. Entire Agreement. Upon execution of this Agreement by both of the Parties, this Agreement shall constitute the entire agreement between the Parties for the Project.

9.6. Assignment. Neither Party hereto shall make, in whole or in part, any assignment of this Agreement or any obligation hereunder without the prior written consent of the other Party hereto.

9.7. Notices. All notices required or permitted hereunder shall be in writing and shall be deemed delivered on the earlier of the following dates: the date of actual receipt or the third day following deposit in a United States Postal Service post office or receptacle with proper postage affixed (certified mail, return receipt requested), addressed to the respective other Party at the address prescribed herein above or at such other address as the receiving Party may have theretofore prescribed by written notice to the sending Party.

9.8. Legal Construction. If any part of this Agreement is for any reason found to be unenforceable, all other parts remain enforceable unless the result materially prejudices the other Party.

9.9. Joint Enterprise. This Agreement is not intended to and shall not create a joint enterprise between the City and the Authority. It is understood and agreed by the Parties that the personnel of one Party shall not be considered employees, agents, partners, joint venturers or servants of the other Party to this Agreement. The Parties are undertaking governmental functions or services under this Agreement and the purpose hereof is solely to further the public good, rather than any pecuniary purpose. The Party undertaking work under this Agreement shall have a superior right to control the direction and management of such work and the responsibility for day to day management and control of such work, except as may otherwise expressly be provided herein.

9.10. Approvals. The Authority and the City may designate one or more officials from time to time to make any approvals or decisions required under this Agreement.

9.11. Independent Contractor. The Authority is an independent contractor and shall perform the services provided for in this Agreement in that capacity. The City has no control or supervisory powers over the manner or method of the Authority's performance under this Agreement. All personnel the Authority uses or provides are its employees or subcontractors and not the City's employees, agents, or subcontractors for any purpose whatsoever. The Authority is solely responsible for the compensation of its personnel, if any, including but not limited to: the withholding of income, social security, and other payroll taxes and all worker's compensation benefits coverage. Likewise, the City is an independent contractor and shall perform the services provided for in this Agreement in that capacity. The Authority has no control or supervisory powers over the manner or method of the City's performance under this Agreement. All personnel the City uses or provides are its employees or subcontractors and not the Authority's employees, agents, or subcontractors for any purpose whatsoever. The City is solely responsible for the compensation of its personnel, if any, including but not limited to: the withholding of income, social security, and other payroll taxes and all worker's compensation benefits coverage.

9.12. Governing Law and Venue. This Agreement shall be construed and interpreted in accordance with the applicable laws of the State of Texas and City of Houston. Venue for any disputes relating in any way to this Agreement shall lie exclusively in Harris County, Texas.

9.13. Inspections and Audits. Each Party's representatives may perform, or have performed, (1) audits of the books and records, and billing documents which are directly related to performance or payment under this Agreement, and (2) inspections of all places where work is undertaken in connection with this Agreement. The Parties shall keep its books and records available for this purpose for at least four years after this Agreement terminates, or longer if required by the Grant. This provision does not affect the applicable statute of limitations.

9.14. Enforcement. The City Attorney, or his or her designee, shall have the right to enforce all legal rights and obligations under this Agreement without further authorization. The Authority shall provide to the City Attorney all documents and records that the City Attorney deems necessary to assist in determining compliance with this Agreement, with the exception of those documents made confidential by federal or state law or regulation. Likewise, the City covenants to provide the Authority all documents and records that the Authority deems necessary to assist in determining compliance with this Agreement.

9.15. Ambiguities. If any term of this Agreement is ambiguous, it shall not be construed for or against either Party on the basis that the Party did not write it.

9.16. Survival. Each Party remains obligated to the other Party under all clauses of this Agreement that expressly or by their nature extend beyond the expiration or termination of this Agreement.

9.17. Successors and Assigns. This Agreement shall bind and benefit the Parties and their legal successors. This Agreement does not create any personal liability on the part of any officer, director, employee or agent of either Party.

9.18. Remedies Cumulative. Unless otherwise specified elsewhere in this Agreement, the rights and remedies contained in this Agreement are not exclusive, but are cumulative of all rights and remedies, which exist now or in the future. Neither Party may terminate its duties under this Agreement except in accordance with its provisions.

[The rest of this page has been intentionally left blank]

Material For Exhibits
This Data will be Used to Create the Various Exhibits

Phase 2 Budget for I/LA Discussion

Item Description	Total	Federal (TIP) Share	HPW Share		Other	MHRA Share	Notes
			Water	Wastewater			
GENERAL ITEMS	\$ 2,119,300.00	\$ 1,695,440.00	\$ -	\$ -		\$ 423,860.00	80/20
STREETLIGHT ITEMS	\$ 4,040,000.00	\$ 3,232,000.00	\$ -	\$ -		\$ 808,000.00	80/20
SWAP ITEMS	\$ 56,832.50	\$ 45,465.00	\$ -	\$ -		\$ 11,367.50	80/20
TRAFFIC CONTROL ITEMS	\$ 2,105,600.00	\$ 1,684,480.00	\$ -	\$ -		\$ 421,120.00	80/20
WATER LINE ITEMS	\$ 1,811,780.00	\$ -	\$ 1,811,780.00	\$ -		\$ -	HPW to pay 100%
SANITARY SEWER ITEMS	\$ 11,173,760.00	\$ -	\$ -	\$ 11,173,760.00		\$ -	HPW to pay 100%
STORM SEWER ITEMS	\$ 12,517,815.00	\$ 10,014,252.00	\$ -	\$ -		\$ 2,503,563.00	80/20
REMOVAL ITEMS	\$ 3,570,204.00	\$ 2,856,163.20	\$ -	\$ -		\$ 714,040.80	80/20
PAVING ITEMS	\$ 14,514,602.51	\$ 11,611,682.01	\$ -	\$ -		\$ 2,902,920.50	80/20
SIGNING & PAVEMENT MARKING ITEMS	\$ 504,208.80	\$ 403,367.04	\$ -	\$ -		\$ 100,841.76	80/20
TRAFFIC SIGNAL ITEMS	\$ 1,531,694.50	\$ 1,225,355.60	\$ -	\$ -		\$ 306,338.90	80/20
LANDSCAPING AND URBAN DESIGN ITEMS	\$ 5,400,000.00	\$ 4,320,000.00	\$ -	\$ -		\$ 1,080,000.00	80/20
EXTRA UNIT PRICE WORK	\$ 445,600.00	\$ 356,480.00	\$ -	\$ -		\$ 89,120.00	80/20
CASH ALLOWANCES	\$ 485,500.00	\$ 388,400.00	\$ -	\$ -		\$ 97,100.00	80/20
Sub-Total Construction	\$ 60,276,897.31	\$ 37,833,085.85	\$ 1,811,780.00	\$ 11,173,760.00		\$ 9,452,271.46	
Contingencies (20%)	\$ 12,055,379.46	\$ 7,566,617.17	\$ 362,356.00	\$ 2,234,752.00		\$ 1,891,654.29	Updated to 20%
ROW Acquisitions	\$ 109,000.00	\$ -	\$ -	\$ -		\$ 109,000.00	HPW has \$110,000
Total Construction Cost	\$ 72,441,276.77	\$ 45,399,703.01	\$ 2,174,136.00	\$ 13,408,512.00		\$ 11,455,935.75	
Construction Contingency (5%)	\$ -	\$ -	\$ -	\$ -		\$ -	Removed and increased contingency above to 20%
Testing Labs (3%)	\$ 900,000.00	\$ -	\$ 65,224.08	\$ 402,255.36		\$ 432,530.56	Updated per SD Phase 1
CM&I (7%)	\$ 2,848,602.56	\$ -	\$ 152,189.52	\$ 938,595.84		\$ 1,757,817.20	Updated per SD Phase 1
Cost Recovery	\$ 1,457,479.44	\$ -	\$ 65,224.08	\$ 402,255.36		\$ 1,000,000.00	HPW effort to manage Project Cost Allocation MHRA portion is a flat fee
AFA	\$ 311,000.00	\$ -	\$ -	\$ -		\$ 311,000.00	Per latest AFA
Design (Water/Wastewater)	\$ 324,355.40	\$ -	\$ 45,755.14	\$ 279,101.26		\$ -	HPW to pay 100%
Design (minus Water/Wastewater)	\$ 3,326,123.60	\$ -	\$ -	\$ -		\$ 3,326,123.60	MHRA to Pay 100%
Grand Total	\$ 81,618,838.77	\$ 45,399,703.01	\$ 2,502,028.82	\$ 15,430,719.82		\$ 18,286,387.11	
HPW Totals	\$ 85,601,135.00	\$ 43,278,045.00	\$ 2,492,872.00	\$ 15,374,248.00		\$ 34,455,967.00	

% of W/MW	13.95%	86.05%
% of W/MW	3.00%	18.51%
% of W/MW	3.07%	18.91%

Construction Total
Grand Total

15.82%
22.40%

Memorial Heights Redevelopment Authority (TIRZ No. 5)

Project No. T-0523A – Shepherd, Durham, and Selected Cross Streets Reconstruction Project

The Goodman Corporation Work Authorization No. 7 – Phase 2 Design and Bid Phase Compliance Support

This WORK AUTHORIZATION authorizes consultant services to be performed by THE GOODMAN CORPORATION (the "CONSULTANT") pursuant to the Agreement for Services ("AGREEMENT") between the CONSULTANT and MEMORIAL HEIGHTS REDEVELOPMENT AUTHORITY/ TIRZ NO. 5 ("MHRA"). Unless otherwise defined herein, all capitalized terms used in this WORK AUTHORIZATION are defined in the Agreement.

This WORK AUTHORIZATION consists of the following:

- 1.0 PROJECT DESCRIPTION: The CONSULTANT shall support MHRA in the management of federal and TxDOT project compliance and coordination responsibilities through the design and bid phase of the Shepherd and Durham Phase 2 project.
- 2.0 SCOPE OF SERVICES: The CONSULTANT shall provide the services as outlined in the scope of services below.
- 3.0 FEE AND PAYMENT: The CONSULTANT shall complete the tasks in this WORK AUTHORIZATION on a lump sum percentage of completion basis not to exceed \$80,026.
- 4.0 PROJECT SCHEDULE: The schedule for this work is anticipated to span for approximately 18 months. The scope of work is tied to the design and letting schedule of this project.

IN WITNESS WHEREOF, the parties have executed this TASK ORDER as of _____, 20__.

MEMORIAL HEIGHTS REDEVELOPMENT AUTHORITY:

By: _____

Name: _____

Title: _____

THE GOODMAN CORPORATION

By:  _____

Name: Jim Webb

Title: CEO

Phase 2 Design and Bid Phase Assistance: Federal and TxDOT Compliance and Coordination Activities

This task will allow TGC to provide continued federal and TxDOT compliance and coordination support for the Phase 2 Shepherd and Durham project. Current activities to date have been related to project initiation and the documentation of the project's Interlocal Agreement (ILA) and Charter with the City of Houston as well as the development of the Advance Funding Agreement (AFA) with TxDOT. This scope is limited to the design and bid phase of the Phase 2 Project.

TGC will complete the following activities:

1. Participate in project-related meetings with the City of Houston, TxDOT, and other stakeholders as required.
2. Review and provide input and feedback on administrative and compliance related documentation to include the project budget, ILA, AFA, and potential revisions.
3. Gather, document, and prepare project information as required as it relates to the H-GAC funding process, the National Environmental Policy Act (NEPA) process, and any other foundational project information.
4. Monitor project schedule and timeline to maintain federal funding eligibility.
5. Monitor project scope elements to maintain federal funding eligibility and consistency with approved NEPA documentation.
6. Prepare and/or review documentation for H-GAC and/or TxDOT which modifies the project schedule, scope, or budget.
7. Prepare and/or review documentation related to the federal funding eligibility of various project costs. Prepare documentation to justify the maximum allowable amount of federal participation in the project.
8. Review COH submissions to TxDOT inclusive of plans, estimates, and TxDOT-required administrative documentation (paperwork).
9. Provide oversight of MHRA/COH consultants for the project-related right-of-way acquisition process. Provide guidance and document compliance with the required Uniform Act process.
10. Review the COH procurement file to include information on procurement history, independent cost estimate, DBE outreach, advertisement, and a summary of the letting process. Participate in coordination with TxDOT PM on the submittal of information pre- and post-letting/award for necessary review and approvals per the established TxDOT checklist. Participate in any project related meetings related to bid phase activities.

BUDGET SUMMARY		
TASK	DESCRIPTION	COST
1	Phase 2 Design and Bid Phase Assistance: Federal and TxDOT Compliance and Coordination Activities	\$80,026
	Total	\$80,026

Level of Effort Supplemental

Shepherd Durham Phase 2 Design and Bid Phase Compliance Support												
Category	Category Rate	1.1	1.2	1.3	1.4	1.5	1.6	1.7	1.8	1.9	1.10	Totals
Admin I	\$92.55											
Associate I	\$92.55											
Associate II	\$112.61											
Associate III	\$115.69											
Senior Associate I	\$123.40											
Senior Associate II	\$138.83	16			40		8	8	60	60		\$26,655
Senior Associate III	\$158.88										20	\$3,178
Principal I	\$177.39											
Principal II	\$208.24	16										\$3,332
Principal III	\$239.09	32	40	40		4	16	16	20	20	8	\$46,862
Principal Engineer	\$215.96											
Staff Hours By Task		64	40	40	40	4	24	24	80	80	28	\$80,026
Subtotals												
Subtotal: Staff Expense		\$13,204	\$9,564	\$9,564	\$5,553	\$956	\$4,936	\$4,936	\$13,112	\$13,112	\$5,090	\$80,026
Totals		\$13,204	\$9,564	\$9,564	\$5,553	\$956	\$4,936	\$4,936	\$13,112	\$13,112	\$5,090	\$80,026



PCCO #001

Quiddity Engineering, LLC
6330 West Loop S #150
Bellaire, Texas 77401
Phone: (713) 777-6337

Project: 14760-0011-00 - MHRA Bike/Ped Safety Improvements
Houston, Texas 77007

Prime Contract Change Order #001: White Oak Bayou Trail Extension Fence

TO:	Memorial Heights Redevelopment Authority/TIRZ 5 c/o Sanford & Kuhl 1980 Post Oak Boulevard Suite 1380 Houston, Texas 77056	FROM:	Teamwork Construction Services 16111 Hollister St. Houston Texas 77066
DATE CREATED:	5/23/2022	CREATED BY:	Matt Kainer (Quiddity Engineering, LLC)
CONTRACT STATUS:	Approved	REVISION:	0
REQUEST RECEIVED FROM:		LOCATION:	
DESIGNATED REVIEWER:	Matt Kainer (Quiddity Engineering, LLC)	REVIEWED BY:	
DUE DATE:		REVIEW DATE:	05/23/2022
INVOICED DATE:		PAID DATE:	
REFERENCE:		CHANGE REASON:	Addition to the Scope
PAID IN FULL:	false	EXECUTED:	No
ACCOUNTING METHOD:	Amount Based	SCHEDULE IMPACT:	
FIELD CHANGE:	Yes	CONTRACT FOR:	1:MHRA Bike/Ped Safety Improvements Prime Contract
		TOTAL AMOUNT:	\$ 40,813.85

DESCRIPTION:

Addition of fencing along UPRR rail yard ROW/easement line to prevent unauthorized access from the new trail extension. Addition of fencing along the eastern and western headwalls of the drainage ditch running adjacent to the new trail extension to secure the edge condition and prevent accidental falls. Addition of fencing along the new trail extension at the ditch maintenance access ramp to prevent unauthorized access to the bottom of the ditch and the drainage RCBs.

CO includes re-use of existing gates that were removed, installation of one new gate at the maintenance access ramp, and installation of mow strip along the rail yard fence for ease of mowing maintenance.

Contractually allowed markups have been added to the individual unit price items.

ATTACHMENTS:

[MHRA CO #1 - Approved.pdf](#)

POTENTIAL CHANGE ORDERS IN THIS CHANGE ORDER:

PCO #	Title	Schedule Impact	Amount
001			40,813.85
TOTAL:			\$ 40,813.85

CHANGE ORDER LINE ITEMS:



PCCO #002

Quiddity Engineering, LLC
6330 West Loop S #150
Bellaire, Texas 77401
Phone: (713) 777-5337

Project: 14760-0011-00 - MHRA Bike/Ped Safety Improvements
Houston, Texas 77007

Prime Contract Change Order #002: Mow Strip & Hydromulch @ White Oak Bayou Trail & Additional Sod

TO:	Memorial Heights Redevelopment Authority/TIRZ 5 c/o Sanford & Kuhl 1980 Post Oak Boulevard Suite 1380 Houston, Texas 77056	FROM:	Teamwork Construction Services 16111 Hollister St. Houston Texas 77066
DATE CREATED:	5/31/2022	CREATED BY:	Matt Kainer (Quiddity Engineering, LLC)
CONTRACT STATUS:	Approved	REVISION:	0
REQUEST RECEIVED FROM:		LOCATION	
DESIGNATED REVIEWER:	Matt Kainer (Quiddity Engineering, LLC)	REVIEWED BY:	Matt Kainer (Quiddity Engineering, LLC)
DUE DATE:		REVIEW DATE:	05/31/2022
INVOICED DATE:		PAID DATE:	
REFERENCE:		CHANGE REASON:	Addition to the Scope
PAID IN FULL:	false	EXECUTED:	No
ACCOUNTING METHOD:	Amount Based	SCHEDULE IMPACT:	0 days
FIELD CHANGE:	Yes	CONTRACT FOR:	1:MHRA Bike/Ped Safety Improvements Prime Contract
		TOTAL AMOUNT:	\$ 6,818.06

DESCRIPTION:

Addition of mow strip to the 2-60' sections of fence installed at the eastern and western headwalls running adjacent to the new trail extension. This is an increase in quantity of the pay item established in CO #1 at \$25.15/LF.

Addition of hydromulch to the new trail extension to address areas disturbed by construction activities including the additional fence work outlined in CO #1. Sod quantities present in the plans are not sufficient to fully address the disturbed areas, and hydromulch provides an economical solution to establishing vegetation to prevent erosion and runoff. Installation of hydromulch carries a 1-acre minimum charge.

Increase of sod quantities to the project. In the event additional sod is needed to address disturbed areas above and beyond what was included in the project quantities, the additional quantity will be utilized in order to ensure proper establishment of vegetation to prevent erosion and runoff.

Contractually allowed markups have been added to the individual unit price for hydromulch. The additional sod and mow strip will utilize established contract prices.

ATTACHMENTS:

[MHRA - Hydromulch.pdf](#)

POTENTIAL CHANGE ORDERS IN THIS CHANGE ORDER:

PCO #	Title	Schedule Impact	Amount
002		0 days	6,818.06
TOTAL:			\$ 6,818.06

CHANGE ORDER LINE ITEMS:



June 20, 2022

Dear Ms. Weesner and Memorial Heights Redevelopment Authority Board of Directors,

On behalf of our entire community, we wanted to thank you for extending the Heights Hike & Bike Trail underneath TC Jester to Kansas Street as a part of the collective effort to eventually extend the trail to Memorial Park.

This investment has already made our community safer, as the pedestrians and cyclists who used to cross TC Jester in the street using the U-turn under the bridge now have a comfortable, safe route that is car free. There have been many near misses with cars swerving to miss pedestrians at this U-turn prior to the extension being built.

In addition to safety, this extension has also provided trail access to thousands of residents who lacked it before. We are excited about your partnership with TxDOT and the City of Houston to bring the trail all the way to Memorial Park, and we applaud your vision and your quick work in getting your section of the plan complete.

We are grateful that even though we are not in the TIRZ 5 boundary, you are still supporting our community by connecting us to vital resources and keeping us safe. Thank you for all you do in making Houston a better place to live.

Sincerely,

Cottage Grove Civic Association

Ian Fortney, President
Drew Wiley, Vice President
Katie Niemann, Secretary
Rob Burke, Treasurer

**EXHIBIT A
MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY
COMMITTEE APPOINTMENTS
JULY 14, 2022**

Projects Committee

Matt Zeve
Bob Stein
Ann Lents

Finance Committee

Alejandro Colom (Chair)
Janice Hale-Harris
Christopher Manriquez

Long-Term Financial Planning and Investment Committee

Alejandro Colom
Ann Lents

General Development Guidelines Committee

Ann Lents
Janice Hale-Harris
Christopher Manriquez

Communications Committee

Janice Hale-Harris
Chris Manriquez
Marvin Pierre

CITY OF HOUSTON
ECONOMIC DEVELOPMENT DIVISION
FISCAL YEAR 2023 BUDGET PROFILE

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

P R O F I L E	Base Year:	1996
	Base Year Taxable Value:	\$ 67,807,537
	Projected Taxable Value (TY2022):	\$ 2,989,698,945
	Current Taxable Value (TY2021):	\$ 2,874,710,524
	Acres:	1455.73
	Administrator (Contact):	City of Houston
	Contact Number:	832-393-0985

N A R R A T I V E	Zone Purpose:
	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 and programs is to support the long-term stability and viability of the area.

P R O J E C T P L A N		Total Plan	Cumulative Expenses (to 6/30/21)	Variance
	Capital Projects:			
	Public Utility Improvements	\$ 138,144,635	\$ 2,893,549	\$ 135,251,086
	Roadway and Sidewalk Improvements	131,738,100	13,601,491	118,136,609
	Parks and Park Improvements	88,499,375	10,414,387	78,084,988
	Property Assemblage/Mitigation	52,100,000	882,382	51,217,618
		-	-	-
		-	-	-
		-	-	-
	Total Capital Projects	\$ 410,482,110	\$ 27,791,809	\$ 382,690,301
	Affordable Housing	33,332,210	7,262,210	26,070,000
	School & Education/Cultural Facilities	23,123,754	12,705,295	10,418,459
	Financing Costs	29,879,513	4,515,595	25,363,918
	Administration Costs/ Professional Services	11,513,853	7,007,949	4,505,904
	Creation Costs	175,300	175,300	-
	Total Project Plan	\$ 508,506,740	\$ 59,458,158	\$ 449,048,582

D E B T	Additional Financial Data	FY2022 Budget	FY2022 Estimate	FY2023 Budget
	Debt Service	\$ -	\$ 2,120,309	\$ 2,119,350
	Principal	\$ -	\$ 975,000	\$ 835,000
	Interest	\$ -	\$ 1,145,309	\$ 1,284,350
	Balance as of 6/30/21		Projected Balance as of 6/30/22	Projected Balance as of 6/30/23
	Year End Outstanding (Principal)			
	Bond Debt	\$ 59,409,990	\$ 58,434,990	\$ 57,599,990
	Bank Loan	\$ -	\$ -	\$ -
	Line of Credit	\$ -	\$ -	\$ -
	Developer Agreement	\$ -	\$ -	\$ -
	Other	\$ -	\$ -	\$ -

CITY OF HOUSTON
ECONOMIC DEVELOPMENT DIVISION
FISCAL YEAR 2023 BUDGET DETAIL

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

TIRZ Budget Line Items	FY2022 Budget	FY2022 Estimate	FY2023 Budget
RESOURCES			
RESTRICTED Funds - Capital Projects	\$ 61,831,132	\$ 57,279,311	\$ 58,772,533
RESTRICTED Funds - Affordable Housing	\$ -	\$ -	\$ -
RESTRICTED Funds - Bond Debt Service	\$ -	\$ 2,100,000	\$ 2,100,000
Beginning Balance	\$ 61,831,132	\$ 59,379,311	\$ 60,872,533
City tax revenue	\$ 8,349,658	\$ 8,349,658	\$ 10,683,414
County tax revenue	\$ -	\$ -	\$ -
ISD tax revenue	\$ -	\$ -	\$ -
ISD tax revenue - Pass Through	\$ -	\$ -	\$ -
Community College tax revenue	\$ -	\$ -	\$ -
Incremental property tax revenue	\$ 8,349,658	\$ 8,349,658	\$ 10,683,414
Adjustment - Prior Years Increment	\$ -	\$ -	\$ -
Miscellaneous revenue	\$ -	\$ -	\$ -
COH TIRZ interest	\$ 4,210		\$ 4,210
Interest Income	\$ 25,000	\$ 22,398	\$ 25,000
Other Interest Income	\$ 29,210	\$ 22,398	\$ 29,210
	\$ -	\$ -	\$ -
	\$ -	\$ -	\$ -
City of Houston	\$ -	\$ -	\$ -
	\$ -	\$ -	\$ -
	\$ -	\$ -	\$ -
Grant Proceeds	\$ -	\$ -	\$ -
	\$ -	\$ -	\$ -
Proceeds from Bank Loan	\$ -	\$ -	\$ -
	\$ -	\$ -	\$ -
Contract Revenue Bond Proceeds	\$ -	\$ -	\$ -
TOTAL AVAILABLE RESOURCES	\$ 70,210,000	\$ 67,751,367	\$ 71,585,157

CITY OF HOUSTON
ECONOMIC DEVELOPMENT DIVISION
FISCAL YEAR 2023 BUDGET DETAIL

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

TIRZ Budget Line Items	FY2022 Budget	FY2022 Estimate	FY2023 Budget
EXPENDITURES			
Accounting	\$ 30,000	\$ 23,696	\$ 30,000
Administration Salaries & Benefits	\$ 300,000	\$ 215,346	\$ 300,000
Auditor	\$ 20,000	\$ 12,500	\$ 20,000
Bond Services/Trustee/Financial Advisor	\$ 25,000	\$ 4,352	\$ 25,000
Insurance	\$ 5,000	\$ 1,471	\$ 5,000
Office Administration	\$ 20,000	\$ 10,388	\$ 20,000
TIRZ Administration and Overhead	\$ 400,000	\$ 267,753	\$ 400,000
Engineering Consultants	\$ 75,000	\$ 279,450	\$ 75,000
Legal	\$ 100,000	\$ 44,265	\$ 100,000
Construction Audit	\$ -	\$ -	\$ -
Communications	\$ -	\$ -	\$ 25,000
Planning Consultants	\$ 50,000	\$ 39,464	\$ 75,000
Program and Project Consultants	\$ 225,000	\$ 363,179	\$ 275,000
Management consulting services	\$ 625,000	\$ 630,932	\$ 675,000
Capital Expenditures (See CIP Schedule)	\$ 16,250,000	\$ 3,239,332	\$ 29,930,000
TIRZ Capital Expenditures	\$ 16,250,000	\$ 3,239,332	\$ 29,930,000
Houston Bike Share	\$ -	\$ -	\$ -
Regents Square GID	\$ 480,000	\$ 310,126	\$ 860,000
Hanover	\$ -	\$ -	\$ 750,000
Developer / Project Reimbursements	\$ 480,000	\$ 310,126	\$ 1,610,000
Bond Debt Service (Series 2021)			
Principal	\$ 975,000	\$ 975,000	\$ 835,000
Interest	\$ 1,145,309	\$ 1,145,309	\$ 1,284,350
System debt service	\$ 2,120,309	\$ 2,120,309	\$ 2,119,350
TOTAL PROJECT COSTS	\$ 19,475,309	\$ 6,300,699	\$ 34,334,350
Payment/transfer to ISD - educational facilities	\$ -	\$ -	\$ -
Administration Fees:			
City	\$ 417,483	\$ 417,483	\$ 534,171
County	\$ -	\$ -	\$ -
ISD	\$ -	\$ -	\$ -
HCC	\$ -	\$ -	\$ -
Affordable Housing:			
City	\$ -	\$ -	\$ -
County	\$ -	\$ -	\$ -
ISD to City of Houston	\$ -	\$ -	\$ -
Municipal Services Charge	\$ 160,652	\$ 160,652	\$ 160,652
Total Transfers	\$ 578,135	\$ 578,135	\$ 694,823
Total Budget	\$ 20,053,444	\$ 6,878,834	\$ 35,029,173
RESTRICTED Funds - Capital Projects	\$ 50,156,556	\$ 58,772,533	\$ 34,455,984
RESTRICTED Funds - Affordable Housing	\$ -	\$ -	\$ -
RESTRICTED Funds - Bond Debt Service	\$ -	\$ 2,100,000	\$ 2,100,000
Ending Fund Balance	\$ 50,156,556	\$ 60,872,533	\$ 36,555,984
Total Budget & Ending Fund Balance	\$ 70,210,000	\$ 67,751,367	\$ 71,585,157

Notes:

2023 - 2027 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								FY23 - FY27 Total	Cumulative Total (To Date)
			Through 2021	Projected 2022	2023	2024	2025	2026	2027			
C	T-0521	Little Thicket Park Improvements	\$ -	-	500,000	-	-	-	-	500,000	500,000	
C	T-0522A	18th Street and surrounding area Pedestrian Improvements between Durham	\$ -	-	-	-	-	-	-	-	-	
C	T-0522B	19th Street Reconstruction between Durham and 20th Street	\$ -	-	-	-	-	-	-	-	-	
C	T-0523A	Shepherd Durham and Selectred Cross Street Reconstruction Project (Project will be completed in phases)	\$ -	6,500,000	21,500,000	21,625,000	20,000,000	18,000,000	-	81,125,000	87,625,000	
C	T-0523B	Shepherd Durham and Selectred Cross Street Reconstruction Project (Comb	\$ -	-	-	-	-	-	-	-	-	
C, H	T-0525	North Canal Project	\$ -	1,250,000	6,020,000	12,020,000	5,820,000	-	-	23,860,000	25,110,000	
C	T-0527	Heights Boulevard Pedestrian and Bicycle Safety Improvements and MKT Tra	\$ -	1,000	-	-	-	-	-	-	1,000	
C	T-0528	West Dallas Restriping Project	\$ -	7,000	-	-	-	-	-	-	7,000	
C	T-0529	Yale and Center Intersection	\$ -	100,000	100,000	-	-	-	-	100,000	200,000	
C	T-0530	Segment of Trail between White Oak Bayou and Memorial Park	\$ -	-	-	-	-	-	-	-	-	
C, H	T-0531	Construction Phase - MKT-Heights, Memorial Park to White Oak Trail Segment, W. Dallas restriping	\$ -	750,000	1,200,000	-	-	-	-	1,200,000	1,950,000	
C, H	T-0532	Zone Wide Safety and Mobility Projects	\$ -	120,000	10,000	-	-	-	-	10,000	130,000	
C, H	T-0533	Zone Wide Localized Stormwater Management Projects	\$ -	150,000	10,000	-	-	-	-	10,000	160,000	
O	T-0534	Safety Improvements 19th and Beall Area	\$ -	-	65,000	706,000	-	-	-	771,000	771,000	
O	T-0535	Safety and Mobility Improvements Waugh, South Heights, Yale and Waughfor	\$ -	-	-	140,000	2,000,000	-	-	2,140,000	2,140,000	
O	T-0536	Waugh - Dallas to Allen Parkway Mill and Overlay and Bike Facilities (Partners	\$ -	-	500,000	-	-	-	-	500,000	500,000	
C, H	T-0599	Safe Sidewalk Program	\$ -	-	25,000	25,000	25,000	25,000	25,000	125,000	125,000	
Totals			\$ -	\$ 8,878,000	\$ 29,930,000	\$ 34,516,000	\$ 27,845,000	\$ 18,025,000	25,000	110,341,000	\$ 119,219,000	

* NOTE:

** NOTE:

*** NOTE:

2023 - 2027 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 2021	Projected 2022	2023	2024	2025	2026	2027	FY23 - FY27 Total	Cumulative Total (To Date)
TIRZ Funds	-	3,230,332	23,430,000	21,886,600	11,245,000	18,025,000	25,000	74,611,600	77,841,932
City of Houston	-	-	-	-	8,000,000	-	-	8,000,000	8,000,000
Grants	-	-	6,000,000	12,629,400	8,600,000	-	-	27,229,400	27,229,400
Other	-	-	-	-	-	-	-	-	-
Project Total	-	3,230,332	29,430,000	34,516,000	27,845,000	18,025,000	25,000	109,841,000	113,071,332

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 stabilization, public parking and access to White Oak Bayou Trail system. Funds remaining after the bank stabilization will be used for Park improvements.			Operating and Maintenance Costs: (\$ Thousands)							
					2023	2024	2025	2026	2027	Total	
				Personnel	-	-	-	-	-	\$ -	
				Supplies	-	-	-	-	-	\$ -	
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 Greenways trail system.			Svcs. & Chgs.	-	-	-	-	-	-	\$ -
				Capital Outlay	-	-	-	-	-	-	\$ -
				Total	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
				FTEs							-
Fiscal Year Planned Expenses											
Project Allocation		Projected Expenses thru 6/30/21	2022 Budget	2022 Estimate	2023	2024	2025	2026	2027	FY23 - FY27 Total	Cumulative Total (To Date)
Phase											
1	Planning	-				-	-	-	-	\$ -	\$ -
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -
3	Design	-	-	-			-	-	-	\$ -	\$ -
4	Construction	-	405,000	-	500,000			-	-	\$ 500,000	\$ 500,000
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7	Other	-	-	-	-	-	-	-	-	\$ -	\$ -
		-	-	-	-	-	-	-	-	\$ -	\$ -
		-	-	-	-	-	-	-	-	\$ -	\$ -
		-	-	-	-	-	-	-	-	\$ -	\$ -
		-	-	-	-	-	-	-	-	\$ -	\$ -
Other Sub-Total:		-	-	-	-	-	-	-	-	\$ -	\$ -
Total Allocations		\$ -	\$ 405,000	\$ -	\$ 500,000	\$ -	\$ -	\$ -	\$ -	\$ 500,000	\$ 500,000
Source of Funds											
TIRZ Funds		-	-	-	500,000	-	-	-	-	\$ 500,000	\$ 500,000
City of Houston		-	405,000	-				-	-	\$ -	\$ -
Grants		-	-	-	-	-	-	-	-	\$ -	\$ -
Other		-	-	-	-	-	-	-	-	\$ -	\$ -
Total Funds		\$ -	\$ 405,000	\$ -	\$ 500,000	\$ -	\$ -	\$ -	\$ -	\$ 500,000	\$ 500,000

Project:	Shepherd Durham and Selected Cross Street Reconstruction Project (Project will be completed in phases)				City Council District		Key Map:			WBS.:	T-0523A	
					Location: C		Geo. Ref.:					
					Served: All		Neighborhood:					
Description:	Roadway reconstruction between I-10 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)							
						2023	2024	2025	2026	2027	Total	
					Personnel	-	-	-	-	-	\$ -	
					Supplies	-	-	-	-	-	\$ -	
					Svcs. & Chgs.	-	-	-	-	-	\$ -	
Justification:	Major north/south arteries with poor to non-existent drainage system, no sidewalks, no curb, unsafe for pedestrians and bicyclists.				Capital Outlay	-	-	-	-	-	\$ -	
					Total	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
					FTEs							
Fiscal Year Planned Expenses												
Project Allocation		Projected Expenses thru 6/30/21	2022 Budget	2022 Estimate	2023	2024	2025	2026	2027	FY23 - FY27 Total	Cumulative Total (To Date)	
Phase												
1	Planning	-	-	-	-	-	-	-	-	\$ -	\$ -	
2	Acquisition	-	-	-	-	125,000			-	\$ 125,000	\$ 125,000	
3	Design	-	1,500,000	1,500,000	1,500,000	1,500,000				\$ 3,000,000	\$ 4,500,000	
4	Construction	-	10,000,000	5,000,000	20,000,000	20,000,000	20,000,000	18,000,000		\$ 78,000,000	\$ 83,000,000	
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -	
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -	
7	Other	-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
Other Sub-Total:		-	-	-	-	-	-	-	-	\$ -	\$ -	
Total Allocations		\$ -	\$ 11,500,000	\$ 6,500,000	\$ 21,500,000	\$ 21,625,000	\$ 20,000,000	\$ 18,000,000	\$ -	\$ 81,125,000	\$ 87,625,000	
Source of Funds												
TIRZ Funds		-	11,500,000	6,500,000	15,500,000	9,625,000	5,000,000	18,000,000	-	\$ 48,125,000	\$ 54,625,000	
City of Houston		-	-	-	-	-	8,000,000			\$ 8,000,000	\$ 8,000,000	
Grants		-	-	-	6,000,000	12,000,000	7,000,000			\$ 25,000,000	\$ 25,000,000	
Other		-	-	-	-	-	-	-	-	\$ -	\$ -	
Total Funds		\$ -	\$ 11,500,000	\$ 6,500,000	\$ 21,500,000	\$ 21,625,000	\$ 20,000,000	\$ 18,000,000	\$ -	\$ 81,125,000	\$ 87,625,000	

Project: North Canal Project				City Council District		Key Map:				WBS.:		T-0525	
				Location:		C, H							
				Served:		C, H		Neighborhood:					
Description:	Part of North Canal project			Operating and Maintenance Costs: (\$ Thousands)									
					2023	2024	2025	2026	2027	Total			
				Personnel	-	-	-	-	-	\$ -			
				Supplies	-	-	-	-	-	\$ -			
Justification:	This is part of the North Canal project. When the North Canal is completed water level on the White Oak is expected to be lower during a flood event			Svcs. & Chgs.	-	-	-	-	-	-	\$ -		
				Capital Outlay	-	-	-	-	-	-	\$ -		
				Total	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -			
				FTEs						-			
Fiscal Year Planned Expenses													
Project Allocation		Projected Expenses thru 6/30/21	2022 Budget	2022 Estimate	2023	2024	2025	2026	2027	FY23 - FY27 Total	Cumulative Total (To Date)		
Phase													
1	Planning	-	-	-	-	-	-	-	-	\$ -	\$ -		
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -		
3	Design	-	1,200,000	1,250,000			-	-	-	\$ -	\$ 1,250,000		
4	Construction	-	-	-	6,020,000	12,020,000	5,820,000			\$ 23,860,000	\$ 23,860,000		
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -		
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -		
7	Other	-	-	-	-	-	-	-	-	\$ -	\$ -		
		-	-	-	-	-	-	-	-	\$ -	\$ -		
		-	-	-	-	-	-	-	-	\$ -	\$ -		
		-	-	-	-	-	-	-	-	\$ -	\$ -		
		-	-	-	-	-	-	-	-	\$ -	\$ -		
Other Sub-Total:		-	-	-	-	-	-	-	-	\$ -	\$ -		
Total Allocations		\$ -	\$ 1,200,000	\$ 1,250,000	\$ 6,020,000	\$ 12,020,000	\$ 5,820,000	\$ -	\$ -	\$ 23,860,000	\$ 25,110,000		
Source of Funds													
TIRZ Funds		-	1,000,000	1,250,000	6,020,000	12,020,000	5,820,000	-	-	\$ 23,860,000	\$ 25,110,000		
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -		
Grants		-	-	-	-	-	-	-	-	\$ -	\$ -		
Other		-	-	-	-	-	-	-	-	\$ -	\$ -		
Total Funds		\$ -	\$ 1,000,000	\$ 1,250,000	\$ 6,020,000	\$ 12,020,000	\$ 5,820,000	\$ -	\$ -	\$ 23,860,000	\$ 25,110,000		

*NOTE:

Project:	Heights Boulevard Pedestrian and Bicycle Safety Improvements and MKT Trail Bicycle and Pedestrian Safety			City Council District		Key Map:			WBS.:	T-0527	
				Location:	C	Geo. Ref.:					
				Served:	C	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. Small Segment trail connections to improve overall bicycle and pedestrian connectivity.			Operating and Maintenance Costs: (\$ Thousands)							
					2023	2024	2025	2026	2027	Total	
				Personnel	-	-	-	-	-	\$ -	
				Supplies	-	-	-	-	-	\$ -	
				Justification:	A number of near misses have been reported at these locations. This project will evaluate the locations and the potential improvements for each of these areas and implement appropriate improvements.			Svcs. & Chgs.	-	-	-
Capital Outlay	-	-	-					-	-	\$ -	
Total	\$ -	\$ -	\$ -					\$ -	\$ -	\$ -	
FTEs										-	
Fiscal Year Planned Expenses											
Project Allocation		Projected Expenses thru 6/30/21	2022 Budget	2022 Estimate	2023	2024	2025	2026	2027	FY23 - FY27 Total	Cumulative Total (To Date)
Phase											
1	Planning	-	-	-	-	-	-	-	-	\$ -	\$ -
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -
3	Design	-	-	1,000				-	-	\$ -	\$ 1,000
4	Construction	-	-	-				-	-	\$ -	\$ -
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7	Other	-	-	-	-	-	-	-	-	\$ -	\$ -
		-	-	-	-	-	-	-	-	\$ -	\$ -
		-	-	-	-	-	-	-	-	\$ -	\$ -
		-	-	-	-	-	-	-	-	\$ -	\$ -
		-	-	-	-	-	-	-	-	\$ -	\$ -
Other Sub-Total:		-	-	-	-	-	-	-	-	\$ -	\$ -
Total Allocations		\$ -	\$ -	\$ 1,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,000
Source of Funds											
TIRZ Funds		-	-	1,000	-	-	-	-	-	\$ -	\$ 1,000
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -
Grants		-	-	-	-	-	-	-	-	\$ -	\$ -
Other		-	-	-	-	-	-	-	-	\$ -	\$ -
Total Funds		\$ -	\$ -	\$ 1,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,000

Project: West Dallas Restriping Project				City Council District		Key Map:			WBS.:	T-0528		
				Location:		C	Geo. Ref.:					
				Served:		C	Neighborhood:					
Description:	The Pavement on West Dallas is being redistributed to provide better pedestrian access and bike facilities. This portion of the street (Dunlavy to Waugh) is within the TIRZ 5 boundaries and will fill the gap between other entities' projects			Operating and Maintenance Costs: (\$ Thousands)								
					2023	2024	2025	2026	2027	Total		
				Personnel	-	-	-	-	-	\$ -		
				Supplies	-	-	-	-	-	\$ -		
Justification:	West Dallas is part of the Houston Bike Plan network. This project helps to create a continuous east west path between Shepherd and Downtown.			Svcs. & Chgs.	-	-	-	-	-	-	\$ -	
				Capital Outlay	-	-	-	-	-	-	\$ -	
				Total	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
				FTEs							-	
Fiscal Year Planned Expenses												
Project Allocation		Projected Expenses thru 6/30/21	2022 Budget	2022 Estimate	2023	2024	2025	2026	2027	FY23 - FY27 Total	Cumulative Total (To Date)	
Phase												
1	Planning	-	-	-	-	-	-	-	-	\$ -	\$ -	
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -	
3	Design	-	-	7,000		-			-	\$ -	\$ 7,000	
4	Construction	-		-					-	\$ -	\$ -	
5	Equipment	-	-	-	-	-			-	\$ -	\$ -	
6	Close-Out	-	-	-	-	-	-		-	\$ -	\$ -	
7	Other	-	-	-	-	-	-		-	\$ -	\$ -	
		-	-	-	-	-	-		-	\$ -	\$ -	
		-	-	-	-	-	-		-	\$ -	\$ -	
		-	-	-	-	-	-		-	\$ -	\$ -	
		-	-	-	-	-	-		-	\$ -	\$ -	
Other Sub-Total:		-	-	-	-	-	-	-	-	\$ -	\$ -	
Total Allocations		\$ -	\$ -	\$ 7,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 7,000	
Source of Funds												
TIRZ Funds		-	-	7,000	-	-	-	-	-	\$ -	\$ 7,000	
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -	
Grants		-	-	-	-	-	-	-	-	\$ -	\$ -	
Other		-	-	-	-	-	-	-	-	\$ -	\$ -	
Total Funds		\$ -	\$ -	\$ 7,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 7,000	

Project: Yale and Center Intersection				City Council District		Key Map:			WBS.:	T-0529		
				Location:		C	Geo. Ref.:					
				Served:		C	Neighborhood:					
Description:	Reconstruct intersection, replace signal and improve pedestrian crossing at Yale Street at Center Street.			Operating and Maintenance Costs: (\$ Thousands)								
					2023	2024	2025	2026	2027	Total		
				Personnel	-	-	-	-	-	\$ -		
				Supplies	-	-	-	-	-	\$ -		
Justification:	This intersection has experienced 49 reported vehicle crashes between 2015 and 2017. The crash count for Yale at Center demonstrates the need for intersection improvements through enhanced and more visible signalization. The frequency of accidents for vehicle collision at the intersection are evident with over half of the accidents overlooking the existing stop control measures.			Svcs. & Chgs.	-	-	-	-	-	-	\$ -	
				Capital Outlay	-	-	-	-	-	-	\$ -	
				Total	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		
				FTEs								
				Fiscal Year Planned Expenses								
Project Allocation		Projected Expenses thru 6/30/21	2022 Budget	2022 Estimate	2023	2024	2025	2026	2027	FY23 - FY27 Total	Cumulative Total (To Date)	
Phase												
1	Planning	-	-	-	-	-	-	-	-	\$ -	\$ -	
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -	
3	Design	-	100,000	100,000			-	-	-	\$ -	\$ 100,000	
4	Construction	-	950,000		100,000			-	-	\$ 100,000	\$ 100,000	
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -	
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -	
7	Other	-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
Other Sub-Total:		-	-	-	-	-	-	-	-	\$ -	\$ -	
Total Allocations		\$ -	\$ 1,050,000	\$ 100,000	\$ 100,000	\$ -	\$ -	\$ -	\$ -	\$ 100,000	\$ 200,000	
Source of Funds												
TIRZ Funds		-	-	-	100,000		-	-	-	\$ 100,000	\$ 100,000	
City of Houston		-	-	-			-	-	-	\$ -	\$ -	
Grants		-	-	-			-	-	-	\$ -	\$ -	
Other		-	-	-	-		-	-	-	\$ -	\$ -	
Total Funds		\$ -	\$ -	\$ -	\$ 100,000	\$ -	\$ -	\$ -	\$ -	\$ 100,000	\$ 100,000	

Project:		Segment of Trail between White Oak Bayou and Memorial Park			City Council District		Key Map:				WBS.:	T-0530			
					Location:		C		Geo. Ref.:						
					Served:		C		Neighborhood:						
Description:	Build a segment of the Trail between White Oak Bayou trail and Memorial Park				Operating and Maintenance Costs: (\$ Thousands)										
						2023	2024	2025	2026	2027	Total				
					Personnel	-	-	-	-	-	\$ -				
					Supplies	-	-	-	-	-	\$ -				
Justification:	There is currently no connection between White Oak Bayou and Memorial park. A citizen group proposed a possible path for this connector. Many portions of the trail were funded in the most recent TIP call and other entities are building several sections. There is one segment that is in TIRZ 5 that is not funded by other sources.				Svcs. & Chgs.	-	-	-	-	-	\$ -				
					Capital Outlay	-	-	-	-	-	\$ -				
					Total	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -				
					FTEs										
Fiscal Year Planned Expenses															
Project Allocation		Projected Expenses thru 6/30/21	2022 Budget	2022 Estimate	2023	2024	2025	2026	2027	FY23 - FY27 Total	Cumulative Total (To Date)				
Phase															
1	Planning	-	-	-	-	-	-	-	-	\$ -	\$ -				
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -				
3	Design	-	2,407	-			-	-	-	\$ -	\$ -				
4	Construction	-		-			-	-	-	\$ -	\$ -				
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -				
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -				
7	Other	-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
Other Sub-Total:		-	-	-	-	-	-	-	-	\$ -	\$ -				
Total Allocations		\$ -	\$ 2,407	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -				
Source of Funds															
TIRZ Funds		-	2,407	-	-	-	-	-	-	\$ -	\$ -				
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -				
Grants		-	-	-	-	-	-	-	-	\$ -	\$ -				
Other		-	-	-	-	-	-	-	-	\$ -	\$ -				
Total Funds		\$ -	\$ 2,407	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -				

Project: Construction Phase - MKT-Heights, Memorial Park to White Oak Trail Segment, W. Dallas restriping				City Council District		Key Map:			WBS.:	T-0531			
				Location:		C, H		Geo. Ref.:					
				Served:		C, H		Neighborhood:					
Description:	Construction phase of T-527, T-528, T-530			Operating and Maintenance Costs: (\$ Thousands)									
					2023	2024	2025	2026	2027	Total			
				Personnel	-	-	-	-	-	\$ -			
				Supplies	-	-	-	-	-	\$ -			
Justification:	Construction phase of these 3 project has been combined to obtain construction cost efficiencies			Svcs. & Chgs.	-	-	-	-	-	-	\$ -		
				Capital Outlay	-	-	-	-	-	-	\$ -		
				Total	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -			
				FTEs									
Fiscal Year Planned Expenses													
Project Allocation		Projected Expenses thru 6/30/21	2022 Budget	2022 Estimate	2023	2024	2025	2026	2027	FY23 - FY27 Total	Cumulative Total (To Date)		
Phase													
1	Planning	-	-	-	-	-	-	-	-	\$ -	\$ -		
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -		
3	Design	-	-	-	-	-	-	-	-	\$ -	\$ -		
4	Construction	-	1,800,000	750,000	1,200,000		-	-	-	\$ 1,200,000	\$ 1,950,000		
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -		
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -		
7	Other	-	-	-	-	-	-	-	-	\$ -	\$ -		
		-	-	-	-	-	-	-	-	\$ -	\$ -		
		-	-	-	-	-	-	-	-	\$ -	\$ -		
		-	-	-	-	-	-	-	-	\$ -	\$ -		
		-	-	-	-	-	-	-	-	\$ -	\$ -		
Other Sub-Total:		-	-	-	-	-	-	-	-	\$ -	\$ -		
Total Allocations		\$ -	\$ 1,800,000	\$ 750,000	\$ 1,200,000	\$ -	\$ -	\$ -	\$ -	\$ 1,200,000	\$ 1,950,000		
Source of Funds													
TIRZ Funds		-	1,800,000	750,000	1,200,000	-	-	-	-	\$ 1,200,000	\$ 1,950,000		
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -		
Grants		-	-	-	-	-	-	-	-	\$ -	\$ -		
Other		-	-	-	-	-	-	-	-	\$ -	\$ -		
Total Funds		\$ -	\$ 1,800,000	\$ 750,000	\$ 1,200,000	\$ -	\$ -	\$ -	\$ -	\$ 1,200,000	\$ 1,950,000		

Project: Zone Wide Safety and Mobility Projects				City Council District		Key Map:				WBS.:		T-0532			
				Location:		C, H		Geo. Ref.:							
				Served:		C, H		Neighborhood:							
Description:	Identify locations where there are safety issues, poor connections, poor or no infrastructure and remediation or installation would improve safety or mobility for all modes of transportation within the zone and implement the recommended solutions.			Operating and Maintenance Costs: (\$ Thousands)											
					2023	2024	2025	2026	2027	Total					
				Personnel	-	-	-	-	-	\$ -					
				Supplies	-	-	-	-	-	\$ -					
Justification:	There are varying levels of infrastructure within the zone and some locations that experience more safety issues than others. This project would address the City's goal of vision zero and improve access/mobility for all modes of transporation.			Svcs. & Chgs.	-	-	-	-	-	-	\$ -				
				Capital Outlay	-	-	-	-	-	-	\$ -				
				Total	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -					
				FTEs											
Fiscal Year Planned Expenses															
Project Allocation		Projected Expenses thru 6/30/21	2022 Budget	2022 Estimate	2023	2024	2025	2026	2027	FY23 - FY27 Total	Cumulative Total (To Date)				
Phase															
1	Planning	-	120,000	120,000	10,000	-	-	-	-	\$ 10,000	\$ 130,000				
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -				
3	Design	-	-	-	-	-	-	-	-	\$ -	\$ -				
4	Construction	-	-	-	-	-	-	-	-	\$ -	\$ -				
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -				
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -				
7	Other	-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
Other Sub-Total:		-	-	-	-	-	-	-	-	\$ -	\$ -				
Total Allocations		\$ -	\$ 120,000	\$ 120,000	\$ 10,000	\$ -	\$ -	\$ -	\$ -	\$ 10,000	\$ 130,000				
Source of Funds															
TIRZ Funds		-	120,000	120,000	10,000	-	-	-	-	\$ 10,000	\$ 130,000				
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -				
Grants		-	-	-	-	-	-	-	-	\$ -	\$ -				
Other		-	-	-	-	-	-	-	-	\$ -	\$ -				
Total Funds		\$ -	\$ 120,000	\$ 120,000	\$ 10,000	\$ -	\$ -	\$ -	\$ -	\$ 10,000	\$ 130,000				

Project: Zone Wide Localized Stormwater Management Projects				City Council District		Key Map:				WBS.:		T-0533			
				Location:		C, H		Geo. Ref.:							
				Served:		C, H		Neighborhood:							
Description:	Identify locations where there are localized flooding issues and aging, undersized, poor or no infrastructure and remediation or installation would improve storm water management within the zone and implement the recommended solutions.			Operating and Maintenance Costs: (\$ Thousands)											
					2023	2024	2025	2026	2027	Total					
				Personnel	-	-	-	-	-	\$ -					
				Supplies	-	-	-	-	-	\$ -					
Justification:	There are varying levels of infrastructure within the zone and some locations that experience localized flooding. This project would address the City's goal to reduce flooding within the City.			Svcs. & Chgs.	-	-	-	-	-	-	\$ -				
				Capital Outlay	-	-	-	-	-	-	\$ -				
				Total	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -					
				FTEs											
Fiscal Year Planned Expenses															
Project Allocation		Projected Expenses thru 6/30/21	2022 Budget	2022 Estimate	2023	2024	2025	2026	2027	FY23 - FY27 Total	Cumulative Total (To Date)				
Phase															
1	Planning	-	150,000	150,000	10,000	-	-	-	-	\$ 10,000	\$ 160,000				
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -				
3	Design	-	-	-	-	-	-	-	-	\$ -	\$ -				
4	Construction	-	-	-	-	-	-	-	-	\$ -	\$ -				
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -				
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -				
7	Other	-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
Other Sub-Total:		-	-	-	-	-	-	-	-	\$ -	\$ -				
Total Allocations		\$ -	\$ 150,000	\$ 150,000	\$ 10,000	\$ -	\$ -	\$ -	\$ -	\$ 10,000	\$ 160,000				
Source of Funds															
TIRZ Funds		-	150,000	150,000	10,000	-	-	-	-	\$ 10,000	\$ 160,000				
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -				
Grants		-	-	-	-	-	-	-	-	\$ -	\$ -				
Other		-	-	-	-	-	-	-	-	\$ -	\$ -				
Total Funds		\$ -	\$ 150,000	\$ 150,000	\$ 10,000	\$ -	\$ -	\$ -	\$ -	\$ 10,000	\$ 160,000				

Project: Safety Improvements 19th and Beall Area				City Council District		Key Map:			WBS.:	T-0534	
				Location:		Geo. Ref.:					
				Served:		Neighborhood:					
Description:	Installation of ADA ramps and pedestrian crosswalks at four intersections. The improvements will also include installing 6 feet wide sidewalks on the north side of 19th Street, the east side of Bevis St, and both sides of Beall Street.			Operating and Maintenance Costs: (\$ Thousands)							
					2023	2024	2025	2026	2027	Total	
				Personnel	-	-	-	-	-	\$ -	
				Supplies	-	-	-	-	-	\$ -	
				Justification:	The crash-prone segments of 19th Street, Beall Street, and Bevis St (Figure 1) are identified as candidates for the 2021 Highway Safety Improvement Program (HSIP). The HSIP aims to significantly reduce fatalities and serious injuries on public roads. The eligibility evaluation of this project for the HSIP funding uses the crash data from the TxDOT Crash Records Information System (CRIS).			Svcs. & Chgs.	-	-	-
Capital Outlay	-	-	-					-	-	\$ -	
Total	\$ -	\$ -	\$ -					\$ -	\$ -	\$ -	
FTEs										-	
Fiscal Year Planned Expenses											
Project Allocation		Projected Expenses thru 6/30/21	2022 Budget	2022 Estimate	2023	2024	2025	2026	2027	FY23 - FY27 Total	Cumulative Total (To Date)
Phase											
1	Planning	-	-	-	-	-	-	-	-	\$ -	\$ -
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -
3	Design	-	-	-	65,000	-	-	-	-	\$ 65,000	\$ 65,000
4	Construction	-	-	-	-	706,000	-	-	-	\$ 706,000	\$ 706,000
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7	Other	-	-	-	-	-	-	-	-	\$ -	\$ -
		-	-	-	-	-	-	-	-	\$ -	\$ -
		-	-	-	-	-	-	-	-	\$ -	\$ -
		-	-	-	-	-	-	-	-	\$ -	\$ -
		-	-	-	-	-	-	-	-	\$ -	\$ -
Other Sub-Total:		-	-	-	-	-	-	-	-	\$ -	\$ -
Total Allocations		\$ -	\$ -	\$ -	\$ 65,000	\$ 706,000	\$ -	\$ -	\$ -	\$ 771,000	\$ 771,000
Source of Funds											
TIRZ Funds		-	-	-	65,000	76,600	-	-	-	\$ 141,600	\$ 141,600
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -
Grants		-	-	-	-	629,400	-	-	-	\$ 629,400	\$ 629,400
Other		-	-	-	-	-	-	-	-	\$ -	\$ -
Total Funds		\$ -	\$ -	\$ -	\$ 65,000	\$ 706,000	\$ -	\$ -	\$ -	\$ 771,000	\$ 771,000

Project: Safety and Mobility Improvements Waugh, South Heights, Yale and Waughford between the bridge over Memorial and Washington				City Council District		Key Map:			WBS.:	T-0535		
				Location:		Geo. Ref.:						
				Served:		Neighborhood:						
Description: Striping & signage south of Feagan to improve safety at merge with S Heights. The conversion, via restripe and curb extensions as appropriate, of Waugh Drive into a two-way roadway between Feagan and Washington Avenue . We are proposing a section that includes: 2 SB lanes, 1 NB lanes, and a two-way left turn lane Update of the Waugh/Yale signal at Washington Avenue and add a WB left turn lane. Modifications to the intersection of Waughford at Waugh to support two-way operations on Waugh. Dedicated left-turn lanes and a new signal at S.Heights at Willia/Feagan. Makes it easier for everyone to get to Spotts Park.	Operating and Maintenance Costs: (\$ Thousands)											
		2023	2024	2025	2026	2027	Total					
	Personnel	-	-	-	-	-	\$ -	-				
	Supplies	-	-	-	-	-	\$ -	-				
	Svcs. & Chgs.	-	-	-	-	-	\$ -	-				
	Capital Outlay	-	-	-	-	-	\$ -	-				
	Total	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	-				
	FTEs							-				
Fiscal Year Planned Expenses												
Project Allocation		Projected Expenses thru 6/30/21	2022 Budget	2022 Estimate	2023	2024	2025	2026	2027	FY23 - FY27 Total	Cumulative Total (To Date)	
Phase												
1	Planning	-	-	-	-	-	-	-	-	\$ -	\$ -	
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -	
3	Design	-	-	-		140,000	-	-	-	\$ 140,000	\$ 140,000	
4	Construction	-	-	-	-		2,000,000	-	-	\$ 2,000,000	\$ 2,000,000	
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -	
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -	
7	Other	-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
Other Sub-Total:		-	-	-	-	-	-	-	-	\$ -	\$ -	
Total Allocations		\$ -	\$ -	\$ -	\$ -	\$ 140,000	\$ 2,000,000	\$ -	\$ -	\$ 2,140,000	\$ 2,140,000	
Source of Funds												
TIRZ Funds		-	-	-	-	140,000	400,000	-	-	\$ 540,000	\$ 540,000	
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -	
Grants		-	-	-	-		1,600,000	-	-	\$ 1,600,000	\$ 1,600,000	
Other		-	-	-	-	-	-	-	-	\$ -	\$ -	
Total Funds		\$ -	\$ -	\$ -	\$ -	\$ 140,000	\$ 2,000,000	\$ -	\$ -	\$ 2,140,000	\$ 2,140,000	

Project:		Waugh - Dallas to Allen Parkway Mill and Overlay and Bike Facilities (Partnership Project)			City Council District		Key Map:			WBS.:	T-0536	
					Location:		Geo. Ref.:					
					Served:		Neighborhood:					
Description:	Mill and overlay with the addition of bike lanes and improvement of pedestrian facilities Dallas to Allen Parkway on Waugh Drive. This project will be completed in partnership with Precinct 1 and TIRZ 27				Operating and Maintenance Costs: (\$ Thousands)							
						2023	2024	2025	2026	2027	Total	
					Personnel	-	-	-	-	-	\$ -	
					Supplies	-	-	-	-	-	\$ -	
Justification:	There is a gap in facilities between the TIRZ 5 bike lane on W Dallas at the intersection of W Dallas and Waugh, the TIRZ 27 bike lane on Waugh at W Dallas and Buffalo Bayou Park. This is an important segment to provide safety for people as they access the park				Svcs. & Chgs.	-	-	-	-	-	\$ -	
					Capital Outlay	-	-	-	-	-	\$ -	
					Total	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
					FTEs						-	
					Fiscal Year Planned Expenses							
Project Allocation		Projected Expenses thru 6/30/21	2022 Budget	2022 Estimate	2023	2024	2025	2026	2027	FY23 - FY27 Total	Cumulative Total (To Date)	
Phase												
1	Planning	-	-	-	-	-	-	-	-	\$ -	\$ -	
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -	
3	Design	-	-	-	-	-	-	-	-	\$ -	\$ -	
4	Construction	-	-	-	500,000	-	-	-	-	\$ 500,000	\$ 500,000	
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -	
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -	
7	Other	-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
		-	-	-	-	-	-	-	-	\$ -	\$ -	
Other Sub-Total:		-	-	-	-	-	-	-	-	\$ -	\$ -	
Total Allocations		\$ -	\$ -	\$ -	\$ 500,000	\$ -	\$ -	\$ -	\$ -	\$ 500,000	\$ 500,000	
Source of Funds												
TIRZ Funds		-	-	-	-	-	-	-	-	\$ -	\$ -	
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -	
Grants		-	-	-	-	-	-	-	-	\$ -	\$ -	
Other		-	-	-	-	-	-	-	-	\$ -	\$ -	
Total Funds		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	

Project: Safe Sidewalk Program				City Council District		Key Map:				WBS.:		T-0599			
				Location:		C, H		Geo. Ref.:							
				Served:		C, H		Neighborhood:							
Description:	Program to improve small sections of Sidewalk			Operating and Maintenance Costs: (\$ Thousands)											
					2023	2024	2025	2026	2027	Total					
				Personnel	-	-	-	-	-	\$ -					
				Supplies	-	-	-	-	-	\$ -					
				Svcs. & Chgs.	-	-	-	-	-	\$ -					
Justification:	Sidewalk program to improve walkability			Capital Outlay	-	-	-	-	-	\$ -					
				Total	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -					
				FTEs						-					
Fiscal Year Planned Expenses															
Project Allocation		Projected Expenses thru 6/30/21	2022 Budget	2022 Estimate	2023	2024	2025	2026	2027	FY23 - FY27 Total	Cumulative Total (To Date)				
Phase															
1	Planning	-	-	-	-	-	-	-	-	\$ -	\$ -				
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -				
3	Design	-	-	-	-	-	-	-	-	\$ -	\$ -				
4	Construction	-	25,000		25,000	25,000	25,000	25,000	25,000	\$ 125,000	\$ 125,000				
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -				
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -				
7	Other	-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
		-	-	-	-	-	-	-	-	\$ -	\$ -				
Other Sub-Total:		-	-	-	-	-	-	-	-	\$ -	\$ -				
Total Allocations		\$ -	\$ 25,000	\$ -	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 125,000	\$ 125,000				
Source of Funds															
TIRZ Funds		-	25,000	25,000	25,000	25,000	25,000	25,000	25,000	\$ 125,000	\$ 150,000				
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -				
Grants		-	-	-	-	-	-	-	-	\$ -	\$ -				
Other		-	-	-	-	-	-	-	-	\$ -	\$ -				
Total Funds		\$ -	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 125,000	\$ 150,000				

TAX YEAR	2018	2019	2020	2021	2022	2023	2024	2025	2026	2027
TIRZ 5	FY2019 Actual	FY2020 Actual	FY2021 Actual	FY2022 Estimate	FY2023 Budget	FY2024	FY2025	FY2026	FY2027	FY2028
City	\$ 5,614,605	\$ 6,605,739	\$ 8,093,529	\$ 8,349,658	\$ 10,683,414	\$ 11,005,171	\$ 11,333,363	\$ 11,668,120	\$ 12,009,571	\$ 12,357,852
County	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
ISD	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
ISD - Pass Through	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
INCREMENT REVENUES (1)	\$ 5,614,605	\$ 6,605,739	\$ 8,093,529	\$ 8,349,658	\$ 10,683,414	\$ 11,005,171	\$ 11,333,363	\$ 11,668,120	\$ 12,009,571	\$ 12,357,852
CITY OF HOUSTON	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 8,000,000	\$ -	\$ -	\$ -
GRANT PROCEEDS (5)	\$ -	\$ -	\$ -	\$ -	\$ 6,000,000	\$ 12,629,400	\$ 8,600,000	\$ -	\$ -	\$ -
MISCELLANEOUS REVENUE	\$ -	\$ 430,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
INTEREST INCOME	\$ 169,841	\$ 171,814	\$ 16,912	\$ 22,308	\$ 29,210	\$ 148,984	\$ 78,572	\$ 53,001	\$ -	\$ 22,133
PROCEEDS FROM BANK LOAN	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
TOTAL RESOURCES	\$ 5,784,446	\$ 7,207,553	\$ 8,110,441	\$ 8,372,056	\$ 16,712,624	\$ 23,783,555	\$ 28,011,935	\$ 11,721,121	\$ 12,009,571	\$ 12,379,985
ISD Education Set-Aside	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
ISD Education Set-Aside - Pass Through	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Affordable Housing	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
City	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
County	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
ISD	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Municipal Services	\$ 160,652	\$ 160,652	\$ 160,652	\$ 160,652	\$ 160,652	\$ 160,652	\$ 160,652	\$ 160,652	\$ 160,652	\$ 160,652
Administrative Fees	\$ 280,730	\$ 236,470	\$ 404,676	\$ 417,483	\$ 534,171	\$ 550,259	\$ 566,668	\$ 583,406	\$ 600,479	\$ 617,893
City	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
County	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
ISD	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Other Items (1 time recavment of split parcel overpayments COH)	\$ -	\$ 1,876,345	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
TRANSFERS	\$ 441,382	\$ 2,273,467	\$ 565,328	\$ 578,135	\$ 694,823	\$ 710,911	\$ 727,320	\$ 744,058	\$ 761,131	\$ 778,545
Management Consulting Services	\$ 276,989	\$ 216,056	\$ 233,485	\$ 630,932	\$ 675,000	\$ 675,000	\$ 675,000	\$ 675,000	\$ 675,000	\$ 675,000
Bond Series 21 - Principal	\$ -	\$ -	\$ -	\$ 975,000	\$ 835,000	\$ 880,000	\$ 925,000	\$ 970,000	\$ 1,020,000	\$ 1,075,000
Interest	\$ -	\$ -	\$ -	\$ 1,145,309	\$ 1,284,350	\$ 1,241,475	\$ 1,196,350	\$ 1,148,975	\$ 1,099,225	\$ 1,046,850
Bond Series ## - Principal	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Interest	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Bond Series ## - Principal	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Interest	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Bond Series ## - Principal	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Interest	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Bond Series ## - Principal	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Interest	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Cost of Issuance	\$ -	\$ -	\$ 1,086,687	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
BOND DEBT SERVICE	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
TOTAL BOND DEBT SERVICE	\$ -	\$ -	\$ -	\$ 2,120,309	\$ 2,119,350	\$ 2,121,475	\$ 2,121,350	\$ 2,118,975	\$ 2,119,225	\$ 2,121,850
Loan Debt Service - Principal	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Interest	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Other Debt	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
DEBT SERVICE	\$ -	\$ -	\$ 1,086,687	\$ 2,120,309	\$ 2,119,350	\$ 2,121,475	\$ 2,121,350	\$ 2,118,975	\$ 2,119,225	\$ 2,121,850
TOTAL EXPENSES	\$ 276,989	\$ 216,056	\$ 1,320,172	\$ 2,751,241	\$ 2,794,350	\$ 2,796,475	\$ 2,796,350	\$ 2,793,975	\$ 2,794,225	\$ 2,796,850
CASH FLOW FROM OPERATIONS	\$ 5,066,075	\$ 4,718,030	\$ 6,224,941	\$ 5,042,680	\$ 13,223,451	\$ 20,276,169	\$ 24,488,265	\$ 8,183,088	\$ 8,454,215	\$ 8,804,590
BEGINNING FUND BALANCE (7)	\$ 10,405,973	\$ 13,511,649	\$ 16,121,512	\$ 59,379,311	\$ 55,063,991	\$ 36,747,442	\$ 20,372,611	\$ 14,425,876	\$ 1,738,965	\$ 7,247,180
DEBT ISSUANCE	\$ -	\$ -	\$ 40,000,000				\$ -	\$ -	\$ -	\$ -
FUNDS AVAILABLE FOR PROJECTS	\$ 15,472,048	\$ 18,229,079	\$ 62,346,453	\$ 64,421,991	\$ 68,287,442	\$ 57,023,611	\$ 44,860,876	\$ 22,608,965	\$ 10,193,180	\$ 16,051,769
Projects										
Regents Square GID	\$ 273,380	\$ 262,565	\$ 264,284	\$ 480,000	\$ 860,000	\$ 1,385,000	\$ 1,590,000	\$ 1,845,000	\$ 1,921,000	\$ 2,003,000
Handover	\$ -	\$ -	\$ -	\$ -	\$ 750,000	\$ 750,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000
Bike Share	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
DEVELOPER AGREEMENTS	\$ 273,380	\$ 262,565	\$ 264,284	\$ 480,000	\$ 1,610,000	\$ 2,135,000	\$ 2,590,000	\$ 2,845,000	\$ 2,921,000	\$ 3,003,000
T-0521 Little Thicket Park Improvements	\$ 36,169	\$ 560,289	\$ 24,788	\$ -	\$ 500,000	\$ -	\$ -	\$ -	\$ -	\$ -
T-0523A Shepherd Durham and Selected Cross Street Reconstruction Proj	\$ 143,129	\$ 1,008,412	\$ 2,588,484	\$ 6,500,000	\$ 21,500,000	\$ 21,625,000	\$ 20,000,000	\$ 18,000,000	\$ -	\$ -
T-0523B Shepherd Durham and Selected Cross Street Reconstruction Proj	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
T-0525 North Canal Project	\$ -	\$ 9,161	\$ 8,321	\$ 1,250,000	\$ 6,020,000	\$ 12,020,000	\$ 5,820,000	\$ -	\$ -	\$ -
T-0527 Heights Boulevard Pedestrian and Bicycle Safety Improvements and	\$ 12,428	\$ 136,196	\$ 16,927	\$ 1,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
T-0528 West Dallas Restriping Project	\$ -	\$ 32,075	\$ 12,795	\$ 7,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
T-0529 Yale and Center Intersection	\$ 19,750	\$ -	\$ -	\$ 100,000	\$ 100,000	\$ -	\$ -	\$ -	\$ -	\$ -
T-0530 Segment of Trail between White Oak Bayou and Memorial Park	\$ -	\$ 18,736	\$ 43,048	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
T-0531 Construction Phase - MCK-Heights, Memorial Park to White Oak Tra	\$ -	\$ -	\$ -	\$ 750,000	\$ 1,200,000	\$ -	\$ -	\$ -	\$ -	\$ -
T-0532 Zone Wide Safety and Mobility Projects	\$ -	\$ -	\$ -	\$ 120,000	\$ 10,000	\$ -	\$ -	\$ -	\$ -	\$ -
T-0533 Zone Wide Localized Stormwater Management Projects	\$ -	\$ -	\$ -	\$ 150,000	\$ 10,000	\$ -	\$ -	\$ -	\$ -	\$ -
T-0534 Safety Improvements 10th and Beal Area	\$ -	\$ -	\$ -	\$ -	\$ 65,000	\$ 708,000	\$ -	\$ -	\$ -	\$ -
T-0535 Safety and Mobility Improvements Waugh, South Heights, Yale and	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 140,000	\$ 2,000,000	\$ -	\$ -	\$ -
T-0536 Waugh - Dallas to Allen Parkway Mill and Overlay and Bike Facilities	\$ -	\$ -	\$ -	\$ -	\$ 500,000	\$ -	\$ -	\$ -	\$ -	\$ -
T-0599 Safe Sidewalk Program	\$ -	\$ -	\$ -	\$ -	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ -
CAPITAL PROJECTS	\$ 1,687,619	\$ 1,845,002	\$ 2,702,858	\$ 8,878,000	\$ 29,930,000	\$ 34,516,000	\$ 27,845,000	\$ 18,025,000	\$ 25,000	\$ -
TOTAL PROJECTS	\$ 1,960,999	\$ 2,107,567	\$ 2,967,142	\$ 9,358,000	\$ 31,540,000	\$ 36,651,000	\$ 30,435,000	\$ 20,870,000	\$ 2,946,000	\$ 3,003,000
RESTRICTED Funds - Capital Projects	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
RESTRICTED Funds - Affordable Housing	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
RESTRICTED Funds - Bond Debt Service	\$ 2,100,000	\$ 2,100,000	\$ 2,100,000	\$ 2,100,000	\$ 2,100,000	\$ 2,100,000	\$ 2,100,000	\$ 2,100,000	\$ 2,100,000	\$ 2,100,000
Unrestricted Funds/Net Current Activity	\$ 11,411,049	\$ 14,072,512	\$ 57,279,311	\$ 52,963,991	\$ 34,647,442	\$ 18,272,611	\$ 12,225,876	\$ 361,035	\$ 5,147,180	\$ 10,948,769
Ending Fund Balance	\$ 13,511,049	\$ 16,121,512	\$ 59,379,311	\$ 55,063,991	\$ 36,747,442	\$ 20,372,611	\$ 14,425,876	\$ 1,738,965	\$ 7,247,180	\$ 13,048,769

Notes:

Ending Audit Fund Balance

\$ 62,527,100

McCALL GIBSON SWEDLUND BARFOOT PLLC

Certified Public Accountants

13100 Wortham Center Drive
Suite 235
Houston, Texas 77065-5610
(713) 462-0341
Fax (713) 462-2708

PO Box 29584
Austin, TX 78755-5126
(512) 610-2209
www.mgsbpllc.com
E-Mail: mgsb@mgsbpllc.com

June 23, 2022

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").

Audit Scope and Objectives

We will audit the financial statements of the governmental activities, each major fund, and the disclosures, which collectively comprise the basic financial statements of the Authority as of and for the year ended June 30, 2022. 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), 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.

The objectives of our audit are to obtain reasonable assurance as to whether the financial statements as a whole are free from material misstatement, whether due to fraud or error; issue an auditor's report that includes our opinion about whether your financial statements are fairly presented, in all material respects, in conformity with generally accepted accounting principles (GAAP); and 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. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards (GAAS) will always detect a material misstatement when it exists. Misstatements, including omissions, can arise from fraud or error and are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment of a reasonable user made based on the financial statements.

Auditor's Responsibilities for the Audit of the Financial Statements

We will conduct our audit in accordance with GAAS and will include tests of your accounting records and other procedures we consider necessary to enable us to express such opinions. As part of an audit in accordance with GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit.

We will evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management. We will also evaluate the overall presentation of the financial statements, including the disclosures, and determine whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation. We will plan and perform the audit to obtain reasonable 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 an unavoidable risk that some material misstatements may not be detected by us, even though the audit is properly planned and performed in accordance with GAAS. 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 the appropriate level of management of any material errors, fraudulent financial reporting, or misappropriation of assets that comes to our attention. We will also inform the appropriate level of management of any violations of laws or governmental regulations that come to our attention, unless clearly inconsequential. Our responsibility as auditors 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.

We will also conclude, based on the audit evidence obtained, whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Authority's ability to continue as a going concern for a reasonable period of time.

Our procedures will include tests of documentary evidence supporting the transactions recorded in the accounts, tests of the physical existence of inventories, and direct confirmation of receivables and certain assets and liabilities by correspondence with selected individuals, creditors, and financial institutions. We will also request written representations from your attorneys as part of the engagement.

Audit Procedures – Internal Control

We will obtain an understanding of the Authority and its environment, including internal control relevant to the audit, sufficient to identify and assess the risks of material misstatement of the financial statements, whether due to error or fraud, and to design and perform audit procedures responsive to those risks and obtain evidence that is sufficient and appropriate to provide a basis for our opinions. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentation, or the override of internal control. An audit is not designed to provide assurance on internal control or to identify deficiencies in internal control. Accordingly, we will express no such opinion. 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.

We have identified long-term debt as an audit area with significant risks of material misstatement as part of our audit planning. We will address the areas of higher assessed risks of material misstatement by performing detailed testing of transactions related to the issuance and retirement of long-term debt.

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 the provisions of applicable laws, regulations, 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.

Responsibilities of Management for the Financial Statements

Our audit will be conducted on the basis that you acknowledge and understand your responsibility for designing, implementing, and maintaining internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, 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 accounting principles generally accepted in the United States of America.

Management is responsible for making drafts of financial statements, all financial records, and related information available to us and for the accuracy and completeness of that information (including information from outside of the general and subsidiary ledgers). 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, such as records, documentation, identification of all related parties and all related-party relationships and transactions, and other matters; (2) additional information that we may request for the purpose of the audit; and (3) unrestricted access to persons within the Authority from whom we determine it necessary to obtain audit evidence. At the conclusion of our audit, we will require certain written representations from you about the financial statements and related matters.

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 of each opinion unit 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, grantors, regulators, or others. In

addition, you are responsible for identifying and ensuring that the Authority complies with applicable laws and regulations.

With regard to using the auditor's report, you understand that you must obtain our prior 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.

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) you believe the supplementary information, including its form and content, is fairly presented in accordance with the City's requirements; (3) the methods of measurement or presentation have not changed from those used in the prior period (or, if they have changed, the reasons for such changes); and (4) you have disclosed to us any significant assumptions or interpretations underlying the measurement or presentation of the supplementary information.

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:

- Audit of the Authority's financial statements as of and for the year ended June 30, 2022, at a cost not to exceed \$13,000.

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. 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 circumstances occur related to the condition of your records, the availability of sufficient, appropriate audit evidence, or the existence of a significant risk of material misstatement of the financial statements caused by error, fraudulent financial reporting, or misappropriation of assets, which in our professional judgment prevent us from completing the audit or forming an opinion on the financial statements, we retain the right to take any course of action permitted by professional standards, including declining to express an opinion or issue a report, or withdrawing from the engagement. The Authority will be obligated to compensate us for our time expended through the date of withdrawal or termination.

Reporting

We will issue a written report upon completion of our audit of the Authority's financial statements, which will also address the supplementary information required by the City in accordance with *AU-C 725, Supplementary Information in Relation to the Financial Statements as a Whole*. Our report will be addressed to the Board of Directors of the Authority. Circumstances may arise in which our report may differ from its expected form and content based on the results of our audit. Depending on the nature of these circumstances, it may be necessary for us to modify our opinions, add a separate section, or add an emphasis-of-matter or other-matter paragraph to our auditor's report, or if necessary, withdraw from this engagement. If our opinions 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 withdraw from this engagement.

GENERAL TERMS AND CONDITIONS

You may request that we perform additional services not contemplated by this engagement letter. If this occurs, we will communicate with you regarding the scope of the additional services and the estimated fees. We also may issue a separate engagement letter covering the additional services. In the absence of any other written documentation from us documenting such additional services, our services will continue to be governed by the terms of this engagement letter.

The agreement may be terminated by either party, with or without cause, upon 30 days written notice.

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.

Fossil Fuels Boycott Verification

As required by 2274.002, Texas Government Code (as added by Senate Bill 13, 87th Texas Legislature, Regular Session), as amended, McCall Gibson Swedlund Barfoot PLLC hereby verifies that McCall Gibson Swedlund Barfoot PLLC, including any wholly-owned subsidiary, majority-owned subsidiary, parent company or affiliate of the same, does not boycott energy companies, and will not boycott energy companies during the term of this Agreement. As used in the foregoing verification, "boycott energy companies" shall have the meaning assigned to the term "boycott energy company" in Section 809.001, Texas Government Code, as amended.

Firearms Discrimination Verification

As required by Section 2274.002, Texas Government Code (as added by Senate Bill 19, 87th Texas Legislature, Regular Session, "SB 19"), as amended, McCall Gibson Swedlund Barfoot PLLC hereby verifies that McCall Gibson Swedlund Barfoot PLLC, including any wholly-owned subsidiary, majority-owned subsidiary, parent company or affiliate of the same, (i) does not have a practice, policy, guidance or directive that discriminates against a firearm entity or firearm trade association, and (ii) will not discriminate against a firearm entity or firearm trade association during the term of this Agreement. As used in the foregoing verification, "discriminate against a firearm entity or trade association" shall have the meaning assigned to such term in Section 2274.001(3), Texas Government Code (as added by SB 19), as amended.

Israel Boycott Verification

As required by Chapter 2271, Texas Government Code, as amended, McCall Gibson Swedlund Barfoot PLLC hereby verifies that McCall Gibson Swedlund Barfoot PLLC, including any wholly-owned subsidiary, majority-owned subsidiary, parent company or affiliate of the same, does not boycott Israel and will not boycott Israel through the term of this Agreement. As used in the foregoing verification, the term "boycott Israel" has the meaning assigned to such term in Section 808.001, Texas Government Code, as amended.

Anti-Terrorism Representation

Pursuant to Chapter 2252, Texas Government Code, McCall Gibson Swedlund Barfoot PLLC represents and certifies that, at the time of execution of this letter neither McCall Gibson Swedlund Barfoot PLLC, nor any wholly-owned subsidiary, majority-owned subsidiary, parent company or affiliate of the same: (i) engages in business with Iran, Sudan, or any foreign terrorist organization pursuant to Subchapter F of Chapter 2252 of the Texas Government Code; or (ii) is a company listed by the Texas Comptroller pursuant to Section 2252.153 of the Texas Government Code. The term "foreign terrorist organization" has the meaning assigned to such term pursuant to Section 2252.151 of the Texas Government Code.

We appreciate the confidence you have placed in our firm and we look forward to serving the Authority again this coming year.

Sincerely,



McCall Gibson Swedlund Barfoot PLLC
Certified Public Accountants
Houston, Texas

This letter correctly sets forth the understanding of Near Northside Redevelopment Authority.

_____ Signature	_____ Title	_____ Date
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_____ Mayor's Office of Economic Development	_____ Date
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Engagement Letter

**RESOLUTION ADOPTING NEW BANK SIGNATORY AUTHORITIES FOR THE
MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY**

WHEREAS, the Memorial-Heights Redevelopment Authority (the “Authority”) has been legally created and operates pursuant to the general laws of the State of Texas applicable to local government corporations, and has such authority as has been delegated to it by the City of Houston, Texas to act on behalf of Reinvestment Zone Number Five, City of Houston, Texas; and

WHEREAS, the Board of Directors of the Authority (the “Board”) has previously adopted an Amended and Restated Order Designating Investment Officer and Establishing Rules, Policies, and Code of Ethics for the Investment of Authority Funds and Review of Investments, dated September 26, 2019 (the “Investment Policy”) establishing the principles and criteria by which the funds of the Authority should be invested and secured and to comply with various provisions of Texas law relating to the investment and security of funds of local government corporations; and

WHEREAS, the Board wishes to authorize a new set of authorized representatives, to replace any previously authorized representatives, to sign on behalf of the Authority in relation to the Authority’s investment and banking accounts established in accordance with the Investment Policy (collectively, the “Authority Accounts”); and

WHEREAS, the Board wishes to designate persons to serve as representatives on the Authority Accounts, for purposes of requesting information on the Authority Accounts; and

WHEREAS, the Board has convened for the above stated purposes at this meeting open to the public.

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

Section 1: Findings and Recitals. The Board hereby adopts the findings and recitals set forth in the preamble hereof and declares them to be true and correct for all purposes.

Section 2: Signatory Authorities. The Board authorizes Sherry Weesner, Alejandro Colom, Janice Hale-Harris, and Christopher Manriquez as authorized representatives of the Authority for purposes of the signature card for the Authority Accounts.

Section 3: Representative. The Board authorizes Sherry Weesner and Melissa Morton as authorized representatives on the Authority Accounts, for the sole purposes of having access to account information for the sole purpose of fulfilling the duties under the Authority’s contract with Frost Bank.

[Signature page follows]

PASSED AND APPROVED the 14th day of July, 2022.

Chair

ATTEST:

Secretary

CERTIFICATE FOR RESOLUTION

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

I, the undersigned officer of the Board of Directors of the Memorial-Heights Redevelopment Authority do hereby certify as follows:

1. The Board of Directors of the Memorial-Heights Redevelopment Authority convened in Regular Session on the 14th day of July, 2022, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Ann Lents	Chair
Alejandro Colom	Vice Chair
Janice Hale-Harris	Secretary
Matt Zeve	Director
Christopher David Manriquez	Director
Robert Stein	Director
Marvin Pierre	Director

and all of said persons were present, except Director(s) _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at the meeting: a written

**RESOLUTION ADOPTING NEW BANK SIGNATORY AUTHORITIES FOR THE
MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY**

was introduced for the consideration of the Board. It was then duly moved and seconded that the Resolution be adopted; and, after due discussion, the motion, carrying with it the adoption of the Resolution, prevailed and carried unanimously.

2. That a true, full and correct copy of the aforesaid Resolution adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; that the Resolution has been duly recorded in the Board's minutes of the meeting; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of the Board as indicated therein; that each of the officers and members of the Board was duly and sufficiently notified officially and personally, in advance, of the time, place and purpose of the aforesaid meeting, and that the Resolution would be introduced and considered for adoption at the meeting, and each of the officers and members consented, in advance, to the holding of the meeting for such purpose; that the meeting was open to the public; and that public notice of the time, place and subject of the meeting was given pursuant to actions of the Governor and Chapter 551, Texas Government Code, as amended.

PASSED AND APPROVED the 14th day of July. 2022.

Secretary