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HIRAM CLARKE/FORT BEND REDEVELOPMENT AUTHORITY AND
TAX INCREMENT REINVESTMENT ZONE NUMBER TWENTY-FIVE,
CITY OF HOUSTON, TEXAS
JOINT BOARD OF DIRECTORS MEETING

August 3, 2017

The Board of Directors (the "Board") of both the Hiram Clarke/Fort Bend Redevelopment Authority (the "Authority") and the Tax Increment Reinvestment Zone Number Twenty-Five, City of Houston (the "City"), Texas (the "Hiram Clarke/Fort Bend Zone"), held a joint regular meeting, open to the public, on the 3th day of August 2017, at 12:00 p.m., at the Fountain Life Center, 14083 South Main Street, Houston, Texas 77035 and the roll was called of the members of the Board:

Rosemary Capetillo	Position 1
Theadore Andrews	Position 2, Chairman
George Anderson	Position 3, Vice Chair
Linda Scurlock	Position 4, Vice Secretary
Homer Clark	Position 5, Treasurer
Kevin Riles	Position 6
Horrace Alison	Position 7 Secretary

and all of the above were present except Directors Capetillo and Alison , thus constituting a quorum.

1. **Establish quorum and call to order.** A quorum having been established at 12:05 p.m., the meeting was called to order by Director Andrews. Director Anderson provided an opening prayer.
2. **Minutes from the last meeting.** The Board of the Authority and the Zone considered approving the minutes of the May 4, 2017, joint regular meeting. After review and discussion, Director Anderson moved to approve the minutes as presented. The motion was seconded by Director Scurlock and which passed by unanimous vote.
3. **Chairman's Report:**
 - a. **Presentation of the Report from Chester Engineers, Inc. related to Financial, Economic and Development goals of the Zone.** Kamal Rasheed, of Chester Engineers provided an overview of the results of the interviews with the Board members. Director Andrews informed the Board the presentation was for informational purposes and asked Board members

to contact Mr. Rasheed if they had additional information to provide or needed clarification on the information presented during the presentation.

- b. **Board of Directors Survey prepared by Chester Engineers.** Not action was taken.
 - c. **Presentation and Proposal from Hawes Hill, LLP.** Richard Rodriguez of Hawes Hill, LLP, introduced his colleagues, and provided an overview of the firm and other entities managed by the firm including the Five Corners Management District. Director Anderson requested a detailed scope of services upon completion of the presentation, Director Andrews asked Hawes Hill representatives to remain after the meeting to take additional questions as needed.
 - d. **Resolution Appointing Qualified Representative.** Director Clark reviewed the Resolution and motioned to adopt, and to appoint McConnell Jones the qualified representative of the Authority. The motion was seconded by Director Anderson, and which passed by unanimous vote.
4. **Zone Administrators Report:**
- a. **Procedures from Audit of the Hines Development project.** Mr. De Leon provided an overview of the process of reviewing and approving reimbursement request from a developer, including the preparation of an Agreed Upon Procedures Request (construction audit) by an independent auditor.
 - b. **Letter Request for Reimbursement from Hines Development.**
 - c. **Proposal from Morton Accounting Services.** After review and discussion, Director Anderson motioned to accept the proposal from Morton Accounting Services with a cap not to exceed \$5,000.00, which was seconded by Director Riles, and which passed by unanimous vote.

5. **Committee Reports:**

a. **Finance Committee, Homer Clark:**

- i. **Finance Report.** Director Clark reviewed the Financial Statements and Compilation Report, and reported on the fund balances. After review and discussion, Director Clark moved to accept the Financial Statements and Compilation Report. The motion was seconded by Director Anderson, and which passed by unanimous vote.

Approve Invoices for Payment. Director Clark reviewed current invoices submitted for review and included on the Unpaid Bills Report and recommended payment of the aforementioned Invoices. After review and discussion, Director Clark moved to approve payment of current invoices. The motion was seconded by Director Anderson, and which passed by unanimous vote.

- ii. **Ratify the Audit Letter of Engagement with George Baugh, CPA.** Director Clark reviewed the proposal from George Baugh, CPA to prepare the Fiscal Year 2017 Audit of the Authority. Mr. De Leon, reported that Statement of Auditing Standards No. 112 (SAS 112) on Governmental Financial Audits requires different firms prepare the Financial Statements, than the annual Audit. In addition, Mr. De Leon reported that as this is the first Audit of the Authority, it will cover the period August 7, 2013 thru June 30, 2017. After review and discussion, Director Anderson moved to adopt the proposal. The motion was seconded by Director Riles, and which passed by unanimous vote.
 - iii. **Presentation of the City of Houston Direct Deposit Notice.** Director Clark reported on the Tax Year 2016 Increment from the City.
 - iv. **Ratify the opening of bank accounts at Coamerica Bank.** Director Clark reported that three accounts were established with Coamerica Bank, a Money Market Account, a General Account, and an Operating Account. After review and discussion, Director Clark motioned to ratify the opening of the three accounts, which was seconded by Director Anderson, and which passed by unanimous vote.
 - b. **Board Development Committee, George Anderson:** Director Anderson stated that the reporting of TIRZ activities, including benefits to the community was a priority of the Authority. As such Director Anderson has engaged Jesse Young to develop a website for the Authority. Mr. Young subsequently reported upon review of websites of related entities and was developing a plan for a preliminary website for the Hiram Clarke/Fort Bend Redevelopment Authority.
 - c. **Real Estate Development Committee, Kevin Riles:**
 - i. Discussion of Hines Development Reimbursement. Director Riles directed the Board to review the Hines reimbursement letter included in the Board Packet, and reported on the activities leading to the current status of the project.
 - d. **Planning Committee, Horace Alison.** Director Scurlock reported no activities had occurred during the current time period.
6. **Public Comment.** Ms. Ramona Crayton, Public Affairs Representative for METRO, reported on planned Open House Community Meeting Kickoff meeting to be held at the Hiram Clarke Multi-Service Center, 3810 West Fuqua Street, Houston, Texas 77045 on August 9, 2017 from 6:00 pm to 8:00 pm. Martha Castex-Tatum, City of Houston District K Community Liaison reported on upcoming mobility improvement projects construction activity including construction of the Buffalo Speedway Overpass Project, and the West Airport Expansion Project

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which will also include hike and bike trails, and the new Police Station Project. In addition Ms. Castex-Tatum reported that Willowridge High School, 16301 Chimney Rock Road, Houston, Texas 77053, was requesting donations for classroom supplies and the list of needed supplies was included on CM Greens Facebook page.

7. **Discuss meeting schedule including date and time of next meeting.** After review and discussion, Director Anderson motioned to set the next meeting date for September 7, 2017, which was seconded by Director Riles, and which passed by unanimous vote.
8. **Convene in Executive Session pursuant to section 551.087, Texas Government Code, to discuss economic development matters of the Zone.** The Board did not convene in Executive Session.
9. **Reconvene in Open Session and authorize appropriate action regarding economic development negotiations.** No action was taken.
10. **Adjourn.** There being no further business to discuss, at the request of Director Andrews, Director Riles moved to adjourn the meeting at 1:07 p.m., which was seconded by Director Anderson, and which passed by unanimous vote.

Secretary, Board of Directors