

MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY

JOINT MEETING OF THE BOARDS OF DIRECTORS

FEBRUARY 27, 2020

REINVESTMENT ZONE NUMBER FIVE, CITY OF HOUSTON, TEXAS

**MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY/TIRZ NO. 5
MEETING OF FEBRUARY 27, 2020**

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

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

Notice is hereby given that the Board of Directors of the Memorial-Heights Redevelopment Authority (the "Authority") will hold a joint meeting with the Board of Directors of the Reinvestment Zone Number Five, City of Houston, Texas, (the "Zone") on **THURSDAY, FEBRUARY 27, 2020, at 10:00 A.M., at the UNITED WAY BUILDING, 50 WAUGH DRIVE, HOUSTON, TEXAS 77007**, open to the public, to consider, discuss, and adopt such orders, resolutions, or motions, and take other direct or indirect actions as may be necessary, convenient, or desirable with respect to the following matters:

1. **Minutes of previous meetings:**
 - a. Approve Authority minutes of December 12, 2019; 3-7
 - b. Approve Zone minutes of December 12, 2019; 8-9
2. **Receive comments and questions from the public;**
3. **Chair Report (Authority only);**
4. **President Report (Authority only):**
 - a. Adopt Resolution Authorizing Amended Invoice Administration and Payment Procedures; 10-21
 - b. Review projects workshop and potential projects, and discuss CIP approval process; 22
5. **Projects and Engineering (Authority only):**
 - a. **Receive Projects Committee Report:** 23-25
 - i) Approve J|C Work Authorization No. 1, Amendment No. 8 [general services]; 26-28
 - b. **Houston Avenue/White Oak Drive Intersection** [CIP Project T-0520]:
 - i) Update on construction matters [RAC Industries, LLC];
 - c. **Little Thicket** [CIP Project T-0521]:
 - i) Update on construction matters [Mills Equipment, LLC];
 - d. **Shepherd/Durham and Selected Cross Streets Reconstruction** [CIP Project T-0523A]:
 - i) Update on project development;
 - e. **Heights Boulevard Bicycle and Pedestrian Safety Improvements** [CIP Project T-0527]:
 - i) Update on project development;
 - f. **North Canal Project** [CIP Project T-0525]:
 - i) Update on project development;
 - g. Approve related pay estimates or change orders, or other design, construction, or management contract administration items, and authorize other appropriate action;
6. **Financial matters (Authority only):**
 - a. Receive Finance Committee Report;
 - b. Receive Financial Report Summary, including account and fund activity statements; 29-38
 - c. Authorize payment of invoices;
 - d. Receive Tax Increment Report [Equi-Tax, Inc.]; 39
 - e. Authorize preparation of budget for fiscal year ending June 30, 2021;
 - f. Authorize other appropriate action;
7. **Attorney Report;**
8. **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;

9. Consider, confirm, or ratify actions of the Authority, as necessary (*Zone only*);
10. Adjourn.



SKLaw, Attorneys for the Authority and the Zone

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

DECEMBER 12, 2019

The Board of Directors (the "Board") of Memorial-Heights Redevelopment Authority (the "Authority"), convened in regular session, open to the public, at 50 Waugh Drive, Houston, Texas 77007, on the 12th day of December, 2019, 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 Colom, thus constituting a quorum.

Also present at the meeting were Sherry Weesner of SMW Principle Solutions, Inc., President of the Authority; Erin Williford and Kristen Hennings of Jones|Carter ("J|C"); Jim Webb and Monisha Khurana of The Goodman Corporation ("TGC"); Cassandra Robinson-Bacon of The Morton Accounting Services ("TMAS"); Pat Rutledge from Friends of Woodland Park ("FWP"); Emily Guyre of Houston Heights Association; Mario Castillo on behalf of Bill Baldwin, an area realtor; Letha Allen; Linda Trevino of METRO; and Laura C. Davis and Susan Demiany 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.

APPROVE MINUTES

The Board considered approving the minutes of the October 24, 2019, meeting. Upon motion by Director Brown, seconded by Secretary Stein, and after full discussion, the Board unanimously voted to approve the minutes of the October 24, 2019, meeting as presented.

RECEIVE COMMENTS OR QUESTIONS FROM THE PUBLIC

The next item on the agenda was to receive comments and questions from the public. There were no comments or questions from the public.

CHAIR REPORT

Chair Lents announced the award to the Authority of the \$25M Better Utilizing Investments to Leverage Development ("BUILD") Program grant for the reconstruction of the first phase of Shepherd Drive and Durham Drive, and commended the efforts of everyone involved in the application process.

PRESIDENT REPORT

Receive quarterly GID update

Ms. Weesner reviewed with the Board the update from GID, noting that GID has pulled permits for Block B site and that foundation work and excavation work has begun.

Receive quarterly Hanover update

Ms. Weesner reviewed with the Board the update from Hanover, noting that demolition is ongoing, although slightly behind the schedule originally presented. She further advised that Jones|Carter received drawings of intersection underground utilities.

Ms. Weesner reported on discussion with GID and Hanover about signage displaying the Authority's participation in the infrastructure improvements.

PROJECTS AND ENGINEERING

Receive Projects Committee Report

Director Brown updated the Board on Authority projects. He thanked all involved in the Authority's award of the BUILD program grant. He advised design of the Shepherd and Durham reconstruction project will now begin. He further advised that the Authority continues to await finalization of the CNP work so that the Houston Avenue/White Oak Drive intersection project may be closed out, and that a pre-construction meeting with the contractor on the Little Thicket project will be held the following week.

Houston Avenue/White Oak Drive Intersection

Update on construction matters

Ms. Hennings updated the Board on construction matters for the Houston Avenue/White Oak Drive Intersection [CIP Project T-0520] [RAC Industries, LLC ("RAC")]. She advised the project is substantially complete, noting that permanent power to the signals is the only remaining item to be completed. She presented to the Board Pay Estimate No. 11 in the amount of \$1,145,903.00, and recommended approval. Director Brown advised he has reviewed the Pay Estimate, and concurs with Ms. Hennings' recommendation. Upon motion by Director Brown, seconded by Director Stein, and after full discussion, the Board voted unanimously to approve Pay Estimate No. 11 to RAC.

Approve JJC Work Authorization No. 2, Amendment No. 6

Ms. Williford reviewed with the Board the JJC Work Authorization No. 2, Amendment No. 6, which includes additional services in connection with the project. Upon motion by Director Stein, seconded by Director Hale-Harris, and after full discussion, the Board voted unanimously to approve JJC Work Authorization No. 2, Amendment No. 6.

Little Thicket

Update on construction matters

Ms. Hennings updated the Board on construction matters for the Little Thicket [CIP Project T-0521] [Mills Equipment, LLC]. She advised a preconstruction meeting is scheduled for Monday.

Shepherd and Durham Reconstruction

Update on project development

Mr. Webb reviewed proposed phasing of the project, and the terms of the grant agreement. He noted the funds may go directly to the Authority, or be funneled through TxDOT. Director Stein clarified that the grant, combined with the Authority's matching funds, is for the construction of Phase 1. Mr. Webb discussed the possible availability of additional funds from the BUILD program through HGAC for Phase 2. He stated that he is meeting with the City to discuss possible funding through TxDOT.

Approve JJC Work Authorization T-0523A No. 1

Ms. Williford reviewed with the Board the JJC Work Authorization T-0523A No. 1, which includes the administration of the BUILD grant through FHWA for Phase I of the project. Upon motion by Director Stein, seconded by Director Hale-Harris, and after full discussion, the Board voted unanimously to approve JJC Work Authorization T-0523A No. 1.

Approve JJC Work Authorization T-0523A No. 2

Ms. Williford reviewed with the Board the JJC Work Authorization T-0523A No. 2, which includes preparation of a preliminary engineering report for both phases of the project and obtaining an approved Record of Decisions and Actions Items ("RDAI") from the City Public Works Department. She advised the WA also includes environmental site assessment, geotechnical investigation, Concepts for Trees mitigation, among other things. Upon motion by Director Stein, seconded by Director Hale-Harris, and after full discussion, the Board voted unanimously to approve JJC Work Authorization T-0523A No. 2.

Approve TGC Work Authorization T-0523A No. 1

Mr. Webb reviewed with the Board the TGC Work Authorization T-0523A No. 1, which includes the re-engagement of HGAC for Phase 2 of the project. Upon motion by Director Stein, seconded by Director Hale-Harris, and after full discussion, the Board voted unanimously to approve TGC Work Authorization T-0523A No. 1.

Approve TGC Work Authorization T-0523A No. 2

Mr. Webb reviewed with the Board the TGC Work Authorization T-0523A No. 2, which includes grant compliance and administration through the design phase. Upon motion by Director Stein, seconded by Director Hale-Harris, and after full discussion, the Board voted unanimously to approve TGC Work Authorization T-052A No. 2.

Heights Boulevard Bicycle and Pedestrian Safety Improvements

Ms. Hennings updated the Board on the Heights Boulevard Bicycle and Pedestrian Safety Improvements [CIP Project T-0527]. She advised that comments from the City on 60% plans are being addressed, and 90% plans are expected to be submitted to the City for review within the week.

North Canal Project

Ms. Weesner updated the Board on the North Canal Project [CIP Project T-0525]. She advised that the City is writing RFQs, and that she has requested details of Zone benefits. She estimated that the design phase will take approximately one year. She also noted that the Zone will be a part of the review and decision team.

Approve related contract administration items

Director Brown advised that a workshop will be scheduled to review all projects and potential projects. He also noted that the Projects Committee had received, reviewed, and approved all pay estimates.

ADOPT FY 2020 BUDGET [CONFIRM COH APPROVAL]

The Board then considered the adoption of the FY 2020 budget. Ms. Weesner noted that the City has approved the budget.

Upon motion by Director Hale-Harris, seconded by Director Manriquez, and after full discussion, the Board voted unanimously to adopt the FY 2020 budget, and confirm City approval.

Ms. Weesner noted that the grant funding is sooner than previously anticipated; therefore, a budget amendment may be needed to reflect design costs in this year's budget.

FINANCIAL MATTERS

Receive Finance Committee Report

Director Hale-Harris next reported to the Board on financial matters.

Receive Financial Report Summary

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

Authorize payment of invoices

Director Hale-Harris reviewed with the Board the invoices submitted for payment. She noted the Finance Committee has reviewed and approved all invoices. Following discussion of the invoices, a motion was made by Secretary Brown, seconded by Director Pierre, and approved unanimously by the Board to authorize the payment of all invoices.

ATTORNEY'S REPORT

Ms. Davis advised that she is working with the Authority's Financial Advisor on due diligence for future financing.

EXECUTIVE SESSION

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

Public comments

The Board then took public comments.

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.

[SIGNATURE PAGE FOLLOWS]

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**

DECEMBER 12, 2019

The Board of Directors (the "Board") of Reinvestment Zone Number Five, City of Houston, Texas, convened in regular session, open to the public, at 50 Waugh Drive, Houston, Texas 77007, on the 12th day of December, 2019, 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 Colom, thus constituting a quorum.

Also present at the meeting were Sherry Weesner of SMW Principle Solutions, Inc., President of the Authority; Erin Williford and Kristen Hennings of Jones|Carter ("J|C"); Jim Webb and Monisha Khurana of The Goodman Corporation ("TGC"); Cassandra Robinson-Bacon of The Morton Accounting Services ("TMAS"); Pat Rutledge from Friends of Woodland Park ("FWP"); Emily Gyre of Houston Heights Association; Mario Castillo on behalf of Bill Baldwin, an area realtor; Letha Allen; Linda Trevino of METRO; and Laura C. Davis and Susan Demiany 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.

APPROVE MINUTES

The Board considered approving the minutes of the October 24, 2019, meeting. Upon motion by Director Brown, seconded by Director Stein, and after full discussion, the Board unanimously voted to approve the minutes of the October 24, 2019, meeting as presented.

ADOPT FY 2020 BUDGET [CONFIRM COH APPROVAL]

The Board then considered the adoption of the FY 2020 budget. Ms. Weesner noted that the City has approved the budget.

Upon motion by Director Hale-Harris, seconded by Director Manriquez, and after full discussion, the Board voted unanimously to adopt the FY 2020 budget, and confirm City approval.

Ms. Weesner noted that the grant funding is sooner than previously anticipated; therefore, a budget amendment may be needed to reflect design costs in this year's budget.

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

Invoice Administration

All invoices and requests for payment for the Memorial Heights Redevelopment Authority/TIRZ 5 (MHRA) shall utilize the procedures detailed in this document. Invoices that are submitted after the required dates shall be taken up the following month. Invoices that are not complete shall be returned to the appropriate representative.

1. Contracts Supported by Work Authorizations

- a. All invoices shall be submitted to the MHRA Bookkeeper (Melissa [C. Morton CPA](#), [The Morton Accounting Services](#), ~~Melissa C. Morton~~, melissacpa@themortonassociates.com) with a copy to the MHRA [Administrator President](#)(Sherry Weesner, [SMW Principle Solutions, Inc.](#), ~~mhra.tirz5@gmail.com~~Sherry@memorialheightstirz5.com) no later than 5:00 PM on the first Monday or the 5th of each month whichever is earlier.
- b. The Invoice shall identify the Work Authorization, the total budget authorized, the amount previously invoiced, the current invoice, the remaining budget and the current [MWDBE](#) Participation.
- c. Invoices that are supported by Work Authorizations shall also include or be supported by documentation that details tasks completed during the period, the percentage of project previously completed and the current completion percentage.
- d. Any allowable reimbursable expenses shall be supported by appropriate documentation which shall be included in the package.

2. Consulting Contracts [without Work Authorizations and supported by ongoing Contracts](#)

- a. All invoices shall be submitted to the MHRA Bookkeeper (Melissa [C. Morton CPA](#), [The Morton Accounting Services](#), ~~Melissa C. Morton~~, melissacpa@themortonassociates.com) with a copy to the MHRA [Administrator President](#)(Sherry Weesner, [SMW Principle Solutions, Inc.](#), ~~mhra.tirz5@gmail.com~~Sherry@memorialheightstirz5.com) no later than 5:00 PM on the first Monday or the 5th of each month whichever is earlier.
- ~~b.a.~~ [b.a.](#) All invoices that are supported by an ongoing consulting ~~contract~~[contracts](#) shall include sufficient detail to support all charges. These invoices shall also include or be supported by documentation that details tasks completed during the period. [Any MWBE participation shall also be documented.](#)

d.b. Any allowable reimbursable expenses shall be supported by appropriate documentation which shall be included in the package.

3. Construction Contracts

a. All construction invoices/pay applications/ construction change orders shall be submitted to the appropriate Construction Management Firm for review and approval.

b. The appropriate Construction Management Firm will review, verify and request revision/correction or approve all construction invoices/pay applications/ construction change orders. ~~The Construction Management Firm~~ All invoices shall ~~submit appropriate documentation be submitted~~ to the Memorial Heights Redevelopment Authority/TIRZ 5 (MHRA) Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, [Melissa C. Morton, melissacpa@themortonassociates.com](mailto:melissacpa@themortonassociates.com)) with a copy to the MHRA Administrator President (Sherry Weesner, [SMW Principle Solutions, Inc., Sherry@memorialheightstirz5.com](mailto:Sherry@memorialheightstirz5.com)) no later than 5:00 PM on the first Monday or the 5th of each month whichever is earlier.

c. The invoice shall identify the total budget authorized by category, the CIP number, the amount previously invoiced, the current invoice, the remaining budget and the current MWDBE Participation. Invoices shall identify or be supported by documentation that identifies the percentage complete by category.

d. Any allowable reimbursable expenses shall be supported by appropriate documentation which shall be included in the package.

mhra.tirz5@gmail.com

4. Regular and Recurring Invoices

b.a. All invoices shall be submitted to the MHRA Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, melissacpa@themortonassociates.com) with a copy to the MHRA President (Sherry Weesner, [SMW Principle Solutions, Inc., Sherry@memorialheightstirz5.com](mailto:Sherry@memorialheightstirz5.com)) no later than 5:00 PM on the first Monday or the 5th of each month whichever is earlier.

~~c. The invoice shall identify the total budget authorized by category, the amount previously invoiced, the current invoice, the remaining budget and the current MWDBE Participation. Invoices shall identify or be supported by documentation that identifies the percentage complete by category.~~

b. The administrator shall check that the services were ordered and used and confirm the charges are within the standard charges published or on file and provide this information to the appropriate committee.

~~d. Any allowable reimbursable expenses shall be supported by appropriate documentation which shall be included in the package.~~

Payment Procedures

~~For invoices submitted in compliance with the above-described submission requirements, the following shall apply, as applicable:~~

1. For months in which a Board Meeting is scheduled, the Finance Committee shall review all invoices that do not involve engineering consulting or construction projects, and the Projects Committee shall review all engineering consulting invoices and all construction invoices/pay applications/change orders prior to the Board Meeting and make a recommendation for approval or denial to the full ~~Board~~board for each invoice. Approval or denial shall be recorded ~~by the Finance Committee or Projects Committee, as applicable, and~~ in the Board Meeting minutes. Approved invoices shall be paid by the MHRA Bookkeeper following Board ~~approval~~Approval.
2. For months in which a Board Meeting is not scheduled, the Finance Committee shall review all invoices that do not involve engineering consulting or construction projects and record its ~~recommendation~~recommendations for each invoice. -The Finance Committee shall provide ~~to the MHRA Administrator~~President (Sherry Weesner, SMW Principle Solutions, Inc.) its recommendations. -The MHRA ~~Administrator~~President (Sherry Weesner, SMW Principle Solutions, Inc.) shall review the Finance Committee's recommendations and either (a) approve payment ~~of such invoices and cause the MHRA Bookkeeper to prepare and release payment;~~ or (b) deny payment. ~~All Finance Committee recommendations and subsequent approval or denial of invoices by the MHRA Administrator~~A record of all invoices paid shall be presented to the full Board at the next scheduled Board Meeting.
3. For months in which a Board Meeting is not scheduled, the Projects Committee shall review all ~~invoices for~~ engineering consulting ~~invoices~~ and ~~all construction invoices/pay applications/change orders~~projects and record its ~~recommendation~~recommendations for each invoice. -The Projects Committee shall provide ~~to the MHRA Administrator~~President (Sherry Weesner, SMW Principle Solutions, Inc.) its recommendations. -The MHRA ~~Administrator~~President (Sherry Weesner, SMW Principle Solutions, Inc.) shall review the ~~Projects~~Project Committee's recommendations and either (a) approve payment ~~of such invoices and cause the MHRA Bookkeeper to prepare and release payment;~~ or (b) deny payment. ~~All Projects Committee recommendations and subsequent approval or denial of invoices by the MHRA Administrator~~A record of all invoices paid shall be presented to the full Board at the next scheduled Board Meeting.

~~3.~~

Record Keeping

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

Authorized Signatories for Authority Accounts

Selection of Authorized Signatories

The Authority will have a least three (3) authorized signatories for the Authority's Operating Account. The Board Chair shall nominate the authorized signatories and a list of the proposed authorized signatories will be presented to the board for approval. After board approval the MHRA Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, melissacpa@themortonassociates.com) will start the process with the bank to change/add the new signatories. Any existing signatories will remain active until replaced.

Duties of Authorized Signatories

Authorized Signatory shall:

- Confirm checks match unpaid bills report/ invoice
- Confirm appropriate committee or board approval
- Shall accomplish these duties with a minimum delay (24 hours maximum)

Payment Approval Administration

Physical Checks

For months where there is no board meeting scheduled, for physical checks, the MHRA President (Sherry Weesner, SMW Principle Solutions, Inc.) or designee shall confirm all checks match the unpaid bills report/invoice and the appropriate committee or board has approved of the payment and shall arrange for 2 of the authorized signatories to sign each check.

For months where there is a board meeting scheduled, for physical checks, the MHRA Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, melissacpa@themortonassociates.com) or designee shall confirm all checks match the unpaid bills report/invoice and the board has approved of the payment and shall provide the checks at the meetings for 2 of the authorized signatories to sign each check.

Electronic Funds Transfer (wire transfer or electronic check payment)

For months where there is no board meeting scheduled, the MHRA President (Sherry Weesner, SMW Principle Solutions, Inc.) or designee shall confirm all payments match the unpaid bills report/invoice and the appropriate committee or board has approved of the payment and shall

provide copies of this information via email to at least 2 of the authorized signatories. Each of the signatories will email the MHRA President (Sherry Weesner, SMW Principle Solutions, Inc.) and the MHRA Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, melissacpa@themortonassociates.com) with confirmation that they have reviewed the unpaid bills and approvals and approve payment of the invoices.

For months where there is a board meeting scheduled, for electronic funds transfer, the MHRA Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, melissacpa@themortonassociates.com) or designee shall confirm all checks match the unpaid bills report/invoice and the board has approved of the payment and 2 of the authorized signatories shall both sign a copy of the unpaid bills report to confirm that they have reviewed the unpaid bills and approvals and approve electronic payment of the invoices.

The MHRA Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, melissacpa@themortonassociates.com) or designee shall electronically transfer funds per the accounting software or bank's standard electronic banking system.

Revisions to Financial Procedures

1. If necessary, the ~~Finance~~**Financial** Committee or Projects Committee, as applicable, shall make recommendations to the ~~Board~~**board** for ~~process~~ revisions to these financial procedures. Revisions shall be incorporated upon Board ~~approval~~**Approval**.
2. The MHRA Administrator may make changes to the name and contact information for the ~~Bookkeeper~~**Accountant** and the Administrator listed in this procedure.

**These Invoice Administration and Payment Procedures are effective as of ~~April 11, 2017.~~
February 27, 2020.**

**RESOLUTION AUTHORIZING AMENDED
INVOICE ADMINISTRATION AND PAYMENT PROCEDURES**

WHEREAS, the Memorial-Heights Redevelopment Authority (the “Authority”) previously adopted a Resolution Authorizing Invoice Administration and Payment Procedures (the “Resolution”) which set forth the Authority’s administrative requirements for the submission of invoices and procedures for the review and payment of invoices (the “Procedures”); and

WHEREAS, the Authority wishes to amend and replace such Procedures with Exhibit “A”, attached hereto. Now, therefore,

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

Section 1: The attached Exhibit “A” is hereby approved and sets forth the Authority’s Procedures for the review and payment of invoices.

Section 2: The Authority’s Board of Directors (the “Board”) hereby authorizes the President of the Authority (the “President”) to approve and cause payment of invoices that are processed in accordance with the Procedures. The President may be charged with other duties, from time to time, as designated by the Board.

(EXECUTION PAGE FOLLOWS)

PASSED AND APPROVED this 27th day of February, 2020.

Vice Chair, Board of Directors

ATTEST:

Secretary, Board of Directors

DRAFT

EXHIBIT A

Invoice Administration

All invoices and requests for payment for the Memorial Heights Redevelopment Authority/TIRZ 5 (MHRA) shall utilize the procedures detailed in this document. Invoices that are submitted after the required dates shall be taken up the following month. Invoices that are not complete shall be returned to the appropriate representative.

1. Contracts Supported by Work Authorizations

- a. All invoices shall be submitted to the MHRA Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, melissacpa@themortonassociates.com) with a copy to the MHRA President (Sherry Weesner, SMW Principle Solutions, Inc., Sherry@memorialheightstirz5.com) no later than 5:00 PM on the first Monday or the 5th of each month whichever is earlier.
- b. The Invoice shall identify the Work Authorization, the total budget authorized, the amount previously invoiced, the current invoice, the remaining budget and the current MWDBE Participation.
- c. Invoices that are supported by Work Authorizations shall also include or be supported by documentation that details tasks completed during the period, the percentage of project previously completed and the current completion percentage.
- d. Any allowable reimbursable expenses shall be supported by appropriate documentation which shall be included in the package.

2. Consulting Contracts without Work Authorizations and supported by ongoing Contracts

- a. All invoices shall be submitted to the MHRA Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, melissacpa@themortonassociates.com) with a copy to the MHRA President (Sherry Weesner, SMW Principle Solutions, Inc., Sherry@memorialheightstirz5.com) no later than 5:00 PM on the first Monday or the 5th of each month whichever is earlier.
- a. All invoices that are supported by an ongoing consulting contracts shall include sufficient detail to support all charges. These invoices shall also include or be supported by documentation that details tasks completed during the period. Any MWBE participation shall also be documented.

- b. Any allowable reimbursable expenses shall be supported by appropriate documentation which shall be included in the package.

3. Construction Contracts

- a. All construction invoices/pay applications/ construction change orders shall be submitted to the appropriate Construction Management Firm for review and approval.
- b. The appropriate Construction Management Firm will review, verify and request revision/correction or approve all construction invoices/pay applications/ construction change orders. All invoices shall be submitted to the MHRA Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, melissacpa@themortonassociates.com) with a copy to the MHRA President (Sherry Weesner, SMW Principle Solutions, Inc., Sherry@memorialheightstirz5.com) no later than 5:00 PM on the first Monday or the 5th of each month whichever is earlier.
- c. The invoice shall identify the total budget authorized by category, the CIP number, the amount previously invoiced, the current invoice, the remaining budget and the current MWDBE Participation. Invoices shall identify or be supported by documentation that identifies the percentage complete by category.
- d. Any allowable reimbursable expenses shall be supported by appropriate documentation which shall be included in the package.

4. Regular and Recurring Invoices

- a. All invoices shall be submitted to the MHRA Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, melissacpa@themortonassociates.com) with a copy to the MHRA President (Sherry Weesner, SMW Principle Solutions, Inc., Sherry@memorialheightstirz5.com) no later than 5:00 PM on the first Monday or the 5th of each month whichever is earlier.
- b. The President shall check that the services were ordered and used and confirm the charges are within the standard charges published or on file and provide this information to the appropriate committee.

Payment Procedures

1. For months in which a Board Meeting is scheduled, the Finance Committee shall review all invoices that do not involve engineering consulting or construction projects and the Projects Committee shall review all engineering consulting invoices and all construction invoices/pay applications/change orders prior to the Board Meeting and make a recommendation for approval or denial to the full board for each invoice. Approval or denial shall be recorded in the Board Meeting minutes. Approved invoices shall be paid by the MHRA Bookkeeper following Board Approval.
2. For months in which a Board Meeting is not scheduled, the Finance Committee shall review all invoices that do not involve engineering consulting or construction projects and record its recommendations for each invoice. The Finance Committee shall provide the MHRA President (Sherry Weesner, SMW Principle Solutions, Inc.) its recommendations. The MHRA President (Sherry Weesner, SMW Principle Solutions, Inc.) shall review the Finance Committee's recommendations and either (a) approve payment; or (b) deny payment. A record of all invoices paid shall be presented to the full Board at the next scheduled Board Meeting.
3. For months in which a Board Meeting is not scheduled, the Projects Committee shall review all invoices for engineering consulting and construction projects and record its recommendations for each invoice. The Projects Committee shall provide the MHRA President (Sherry Weesner, SMW Principle Solutions, Inc.) its recommendations. The MHRA President (Sherry Weesner, SMW Principle Solutions, Inc.) shall review the Project Committee's recommendations and either (a) approve payment; or (b) deny payment. A record of all invoices paid shall be presented to the full Board at the next scheduled Board Meeting.

Record Keeping

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

Authorized Signatories for Authority Accounts

Selection of Authorized Signatories

The Authority will have a least three (3) authorized signatories for the Authority's Operating Account. The Board Chair shall nominate the authorized signatories and a list of the proposed authorized signatories will be presented to the board for approval. After board approval the MHRA Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, melissacpa@themortonassociates.com) will start the process with the bank to change/add the new signatories. Any existing signatories will remain active until replaced.

Duties of Authorized Signatories

Authorized Signatory shall:

- Confirm checks match unpaid bills report/ invoice
- Confirm appropriate committee or board approval
- Shall accomplish these duties with a minimum delay (24 hours maximum)

Payment Approval Administration

Physical Checks

For months where there is no board meeting scheduled, for physical checks, the MHRA President (Sherry Weesner, SMW Principle Solutions, Inc.) or designee shall confirm all checks match the unpaid bills report/invoice and the appropriate committee or board has approved of the payment and shall arrange for 2 of the authorized signatories to sign each check.

For months where there is a board meeting scheduled, for physical checks, the MHRA Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, melissacpa@themortonassociates.com) or designee shall confirm all checks match the unpaid bills report/invoice and the board has approved of the payment and shall provide the checks at the meetings for 2 of the authorized signatories to sign each check.

Electronic Funds Transfer (wire transfer or electronic check payment)

For months where there is no board meeting scheduled, the MHRA President (Sherry Weesner, SMW Principle Solutions, Inc.) or designee shall confirm all payments match the unpaid bills report/invoice and the appropriate committee or board has approved of the payment and shall provide copies of this information via email to at least 2 of the authorized signatories. Each of the signatories will email the MHRA President (Sherry Weesner, SMW Principle Solutions, Inc.) and the MHRA Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, melissacpa@themortonassociates.com) with confirmation that they have reviewed the unpaid bills and approvals and approve payment of the invoices.

For months where there is a board meeting scheduled, for electronic funds transfer, the MHRA Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, melissacpa@themortonassociates.com) or designee shall confirm all checks match the unpaid bills report/invoice and the board has approved of the payment and 2 of the authorized signatories shall both sign a copy of the unpaid bills report to confirm that they have reviewed the unpaid bills and approvals and approve electronic payment of the invoices.

The MHRA Bookkeeper (Melissa C. Morton CPA, The Morton Accounting Services, melissacpa@themortonassociates.com) or designee shall electronically transfer funds per the accounting software or bank's standard electronic banking system.

Revisions to Financial Procedures

1. If necessary, the Financial Committee or Projects Committee, as applicable, shall make recommendations to the board for process revisions to these financial procedures. Revisions shall be incorporated upon Board Approval.
2. The MHRA President may make changes to the name and contact information for the Accountant and the President listed in this procedure.

These Invoice Administration and Payment Procedures are effective as of February 27, 2020.

PUBLIC WORKSHOP SUMMARY

BY

MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY

JANUARY 27, 2020

Memorial-Heights Redevelopment Authority (the "Authority") conducted a public workshop at 1980 Post Oak Boulevard, Suite 1380, Houston, Texas, on the 27th day of January, 2020, and the following persons were present:

Ann Lents, Chair of the Authority; Bryan Brown, Director of the Authority; Sherry Weesner of SMW Principle Solutions, Inc., President of the Authority; Erin Williford and Kristen Hennings of Jones|Carter; Jim Webb and Monisha Khurana of The Goodman Corporation; Laura Davis and Susan Demiany of Sanford Kuhl Hagan Kugle Parker Kahn, LLC; and other attendees as reflected on the public sign-in sheet (as filed in the Authority's records). No quorum of the Board of Directors of the Authority was present.

RECEIVE COMMENTS AND QUESTIONS FROM THE PUBLIC

There were no comments or questions from the public at this time.

DISCUSS SHEPHERD/DURHAM AND SELECTED CROSS STREETS

Ms. Weesner provided an update on the Shepherd/Durham and Selected Cross Streets Reconstruction Project [CIP Project T-0523A]. Ms. Williford updated the Board on the status of preparation of plans, noting preparation of 30% plans for submission to the City of Houston for review is ongoing. Ms. Weesner discussed various bike lane configurations currently being considered.

DISCUSS POTENTIAL PROJECTS AND CIP

Ms. Williford and Ms. Weesner discussed potential projects (a copy of which is on file in the Authority's records) and answered questions from the public. Ms. Weesner advised that the list is comprehensive, and will most likely change over time. Chair Lents also noted the benefits of taking on small projects.

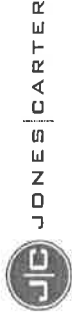
UPDATE ON HOUSTON AVENUE AND WHITE OAK DRIVE INTERSECTION

Ms. Williford updated the Board on the Houston Avenue/White Oak Drive Intersection project [CIP T-0520], advising that the project is substantially complete.

UPDATE ON HEIGHTS BOULEVARD BICYCLE AND PEDESTRIAN SAFETY IMPROVEMENTS

Ms. Williford discussed improvements planned for the proposed Heights Boulevard Bicycle and Pedestrian Safety Improvements project [CIP Project T-0527].

Memorial Heights Redevelopment Authority/TIRZ No. 5
Project Update – February 18, 2020



WA	Project Name	CIP Project Number	Status	Work Completed Since December 12, 2019 Board Meeting	Work Anticipated in the Next Month
1	General Consultation	-	In Progress	<ul style="list-style-type: none"> Prepared Story Map of CIP projects. Attended CIP Workshop with Board on 1/28/2020. Prepared map of pedestrian and bicycle improvements. 	<ul style="list-style-type: none"> Update COH MWDBE Database for all active CIP projects. Maintain project list and Story Map, as needed. Update mapping of pedestrian and bicycle improvements.
2	Houston Avenue/ White Oak Intersection	T-0520	Active Construction	<ul style="list-style-type: none"> Continued work with CenterPoint for permanent power. Finalized and submitted Pay Application #12. 	<ul style="list-style-type: none"> Work with CenterPoint on permanent power to signal. Work with RAC on completion of the final estimate. Schedule TDLR and Final inspections.
3	Front End Documents	-	Complete	-	-
4/5	Shepherd Drive and Durham Drive	T-0523A/ T-0523B	Complete	-	-
6	Little Thicket Park	T-0521	Active Construction	<ul style="list-style-type: none"> Held Pre-Construction Meeting. Provided field observation and construction management. Conducted bi-weekly progress meetings with contractor. Reviewed submittals and RFIs. 	<ul style="list-style-type: none"> Continue field observation and construction management. Continue bi-weekly progress meetings with contractor. Address any remaining submittals and RFIs. 90-day contract time from NTP 1/3/2020.
7	Heights Boulevard Safety Improvements	T-0527	Active Design	<ul style="list-style-type: none"> Continued analysis for Heights at MKT. Continued design for Heights Boulevard Pedestrian & Bicycle Safety, Heights Boulevard at MKT Trail Safety Improvements, and Safety Improvements along MKT Trail. Received comments from HPW. 	<ul style="list-style-type: none"> Continue analysis and design for Pedestrian and Bicycle Safety Improvements along Heights Boulevard, Heights Boulevard at MKT Trail, and along MKT Trail. Address comments and submit 90% plans to HPW.
8	North Canal Project	T-0525	Planning	<ul style="list-style-type: none"> Met to continue coordination with COH, TXDOT, and HCFCD 	<ul style="list-style-type: none"> Continue coordination with COH to determine scope and responsibilities, as needed Meet with TXDOT and HCFCD to determine scope and responsibilities, as needed. Continued support of grant administration.
T-0523A-WA#1	Shepherd and Durham Grant Coordination	T-0523A	Planning	<ul style="list-style-type: none"> Met with HPW to discuss grant award. Met with Projects Committee to review grant award. Kicked off subconsultants. 	<ul style="list-style-type: none"> Complete traffic counts and analyze data. Hold additional workshops. Meet with HPW Water and Wastewater to confirm sizes. Meet with HPW Storm to confirm ATLAS14 analysis. Complete draft of DCR and conduct QC review. Meet with CenterPoint to discuss relocations. Meet with HPW prior to submittal of DCR. Submit Draft DCR for HPW review.
T-0523A-WA#2	Shepherd and Durham PER	T-0523A	Active Design	<ul style="list-style-type: none"> Held workshops on mobility, pedestrians, transit, and bikes. Began preparing Design Concept Report (DCR). Requested and received information from private utilities. Conducted traffic counts. Met with City to discuss street and pedestrian lights. Met with HPW Storm, Water, and Wastewater. Met with HPW Planning. 	<ul style="list-style-type: none"> Complete traffic counts and analyze data. Hold additional workshops. Meet with HPW Water and Wastewater to confirm sizes. Meet with HPW Storm to confirm ATLAS14 analysis. Complete draft of DCR and conduct QC review. Meet with CenterPoint to discuss relocations. Meet with HPW prior to submittal of DCR. Submit Draft DCR for HPW review.



SCHEDULE OF HOURLY RATES
Effective January 2020 - Subject to Annual Revision in January 2021

ENGINEERING PERSONNEL

Design Engineer I	\$100
Design Engineer II	\$120
Professional Engineer I	\$140
Professional Engineer II	\$160
Professional Engineer III	\$185
Professional Engineer IV	\$215
Professional Engineer V	\$230
Practice Leader	\$250

ELECTRICAL ENGINEERING PERSONNEL

Electrical Design Engineer I	\$110
Electrical Design Engineer II	\$130
Electrical Professional Engineer I	\$155
Electrical Professional Engineer II	\$170
Electrical Professional Engineer III	\$190
Electrical Professional Engineer IV	\$225
Electrical Professional Engineer V	\$240

CONSTRUCTION PERSONNEL (Includes Mileage)

Project Representative I	\$ 60
Project Representative II	\$ 85
Project Representative III	\$105
Project Representative I – Treatment Facilities	\$ 85
Project Representative II – Treatment Facilities	\$110
Project Representative III – Treatment Facilities	\$135
Construction Manager I	\$100
Construction Manager II	\$120
Construction Manager III	\$140
Construction Manager IV	\$160
Construction Manager V	\$185

SOFTWARE ENGINEER

Software Engineer I	\$120
Software Engineer II	\$185
Software Engineer III	\$230

PLANNING PERSONNEL

Planner I	\$ 90
Planner II	\$120
Planner III	\$150

DESIGNERS/DRAFTING PERSONNEL

CAD Operator I	\$ 55
CAD Operator II	\$ 75
CAD Operator III	\$ 95
Designer I	\$ 95
Designer II	\$115
Designer III	\$135
GIS Operator I	\$ 80
GIS Operator II	\$105
GIS Operator III	\$140

SURVEYING PERSONNEL

1-Person Field Crew	\$125
2-Person Field Crew	\$170
3-Person Field Crew	\$205
4-Person Field Crew	\$235
Scanner Equipment	\$100
Survey Technician I	\$ 65
Survey Technician II	\$ 80
Survey Technician III	\$100
Project Surveyor I	\$ 75
Project Surveyor II	\$ 85
Project Surveyor III	\$100
Project Surveyor IV	\$115
Chief of Survey Crews	\$100
Registered Professional Land Surveyor	\$160
Survey Manager	\$185

OFFICE PERSONNEL

Engineer's Assistant I	\$ 60
Engineer's Assistant II	\$ 75
Engineer's Assistant III	\$ 85
Admin I	\$ 55
Admin II	\$ 75
Admin III	\$100
Assistant Controller/ Chief Accountant	\$110
Corporate/Project Acct. I	\$ 75
Corporate/Project Acct. II	\$ 90

* The 2020 rates have not changed from the 2019 rates.



SCHEDULE OF REIMBURSABLE EXPENSES
 Effective January 2020
 Subject to Annual Revision in January 2021

1. Reproduction performed in office

<u>Size</u>	<u>Black & White</u>	<u>Color</u>
8½ x 11 (single-sided)	\$0.05/page	\$.50/page
8½ x 11 (double-sided)	\$0.15/page	\$ 1.00/page
8½ x 14	\$0.15/page	\$.75/page
11 x 17	\$0.20/page	\$ 1.00/page
<u>Large Document Prints/Plots</u>	<u>Black & White</u>	<u>Color</u>
Bond	\$0.20/sq ft	\$ 1.00/sq ft
Photographic Bond	\$4.00/sq ft	\$ 5.00/sq ft
Mylar (4 mil)	\$2.00/sq ft	N/A

Aerial Backgrounds

All sizes \$5.00/sheet (plus above sq. ft. cost)

- 2. Transportation (mileage): Standard IRS mileage rate in effect
- 3. Subcontracts and all other outside expenses and fees: Cost, plus 10% service charge
- 4. Surveying Expenses
 - a. Crew Rates: Includes time charged portal to portal and the first 120 miles of transportation and standard survey equipment
 - b. Special Rental Equipment: Cost, plus 10%
 - c. Stakes: Cost, plus 10% service charge when an excessive number of wooden stakes or any special stakes are required
 - d. Iron Rods and Pipes: Cost, plus 10%
 - e. All-Terrain Vehicle (ATV): \$150/day
 - f. Overnight Stays: \$190/night
 - g. Overtime Rates: Jobs requiring work on weekends or holidays billed at 1.5 times the standard rate
 - h. Sales Tax: To be paid on boundary-related services.
 - i. Deliveries, abstracting services, outside reproduction costs, and other reimbursable expenses charged at cost, plus 10%

Final 2020
Standard

* The 2020 rates have not changed from the 2019 rates.

EXHIBIT "D"

Form of Work Authorization

**AMENDMENT 8
TO WORK AUTHORIZATION NO. 1
FOR
MEMORIAL-HEIGHTS REDEVELOPMENT AUTHORITY**

This Work Authorization authorizes consultant services to be performed by JONES | CARTER (the "Consultant") pursuant to the Agreement for Program Management and Engineering Services (the "Agreement") between the Consultant and Memorial-Heights Redevelopment Authority (the "Owner"). 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 BASIC CONSULTANT SERVICES – Non-CIP: Time and materials basis
Upon execution of this Work Authorization, the Consultant will provide the following Basic Consultant Services. The activities included and the estimated hours for each are as follows:

- a. General On-Call – Board meetings, committee meetings, workshops, unplanned project efforts, CIP coordination, etc.
- b. 20th Street – Design and reconstruction efforts for this corridor are being led by the 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.
- c. COH Database – Update and maintain records for all projects in COH MWDBE database.

5.0 PAYMENT
Payment to the Consultant for the Services rendered in connection with the Project shall be made in accordance with Exhibit "B" to the Agreement and shall not exceed \$241,978.

Work Authorization 1:	\$51,598
Amendment 1:	\$27,380
Amendment 2:	\$28,000
Amendment 3:	\$10,000
Amendment 4:	\$25,000
Amendment 5:	\$25,000
Amendment 6:	\$25,000
Amendment 7:	\$25,000
Amendment 8:	\$25,000

IN WITNESS WHEREOF, the parties have executed this Work Authorization as of _____, 20__.

OWNER:
MEMORIAL-HEIGHTS REDEVELOPMENT
AUTHORITY

By: _____
Name: _____
Title: _____

CONSULTANT:
JONES | CARTER

By: _____
Name: Martin Murdock
Title: Vice President

ATTEST:
JONES | CARTER

By: _____
Name: Kristen Hennings
Title: Senior Project Manager

ENGINEERING FEE BREAKDOWN
 Opp / Project No. 14760-0001-00
 2/11/2020

Memorial-Heights Redevelopment Authority/ TIRZ No. 5 WA#1 Amendment 8

JONES PARTNER		Practice Leader	PEV	PEV	PEIV	PEI II	DEI	Construction MV	Admin II	Sub-Total	Sub Cons.	Sub Cons.	Sub Cons. (cost + 10%)	Total Budget
		\$250.00	\$230.00	\$215.00	\$185.00	\$100.00	\$185.00	\$185.00	\$75.00					
BASIC SERVICES														
Task 200 - Design Phase Services														
1	General On-Call													
a	Week Starting February 3	1		2			4			\$1,060			\$0.00	\$1,060.00
b	Week Starting February 10			2	2		2			\$1,000			\$0.00	\$1,000.00
c	Week Starting February 17			2			4			\$830			\$0.00	\$830.00
d	Week Starting February 24			4			3		1	\$1,235			\$0.00	\$1,235.00
e	Week Starting March 2	1	1	2	2		4	1		\$1,865			\$0.00	\$1,865.00
f	Week Starting March 9			2			2			\$630			\$0.00	\$630.00
g	Week Starting March 16			2			4		1	\$905			\$0.00	\$905.00
h	Week Starting March 23			2	2		2			\$1,000			\$0.00	\$1,000.00
i	Week Starting March 30			4			4			\$1,260			\$0.00	\$1,260.00
j	Week Starting April 6		1	2			2			\$860			\$0.00	\$860.00
k	Week Starting April 13			2	1		4		1	\$1,090			\$0.00	\$1,090.00
l	Week Starting April 20			2			2			\$630			\$0.00	\$630.00
m	Week Starting April 27		1	2			4			\$1,260			\$0.00	\$1,260.00
n	Week Starting May 4			2			2			\$860			\$0.00	\$860.00
o	Week Starting May 11			2	1		4		1	\$1,090			\$0.00	\$1,090.00
p	Week Starting May 18			2			2			\$630			\$0.00	\$630.00
q	Week Starting May 25			2			4			\$830			\$0.00	\$830.00
r	Week Starting June 1			2	1		2			\$815			\$0.00	\$815.00
s	Week Starting June 8		1	2			2		1	\$935			\$0.00	\$935.00
t	Week Starting June 15			2			4			\$830			\$0.00	\$830.00
u	Week Starting June 22			2			2			\$630			\$0.00	\$630.00
v	Week Starting June 29			2			4			\$830			\$0.00	\$830.00
w	Week Starting July 6	1	1	2			2	1		\$1,370			\$0.00	\$1,370.00
x	Week Starting July 13			2			4			\$830			\$0.00	\$830.00
y	Week Starting July 20			2			2			\$630			\$0.00	\$630.00
z	Week Starting July 27								1	\$75			\$0.00	\$75.00
2	Update COH MWDBE Database													
a	Week Starting March 2			1					2	\$365			\$0.00	\$365.00
b	Week Starting April 6								2	\$150			\$0.00	\$150.00
c	Week Starting May 4			1					2	\$365			\$0.00	\$365.00
d	Week Starting June 1								2	\$150			\$0.00	\$150.00
Hours Subtotal		2	6	58	9	75	2	15		\$25,010	\$0.00	\$0.00	\$0.00	\$25,010.00
SUBTOTAL BASIC SERVICES		\$ 500	\$ 1,380	\$ 12,470	\$ 1,665	\$ 7,500	\$ 370	\$ 1,125						



**Memorial Heights Redevelopment Authority
Monthly Financial Report Summary
February Board Meeting
Thursday, February 27, 2020**

At the beginning of December, the Memorial Heights Redevelopment Authority (TIRZ #5) beginning Operating Fund Balance was \$13,744,415. TIRZ #5 received a total of \$35,432, mainly from money market interest. During the period, TIRZ #5 processed \$279,660 in disbursements during the period. 77% of the disbursements related to disbursements to Jones & Carter for CIP Projects (\$74,742 and \$79,257) and RAC Industries for CIP (\$10,046 and \$51,630). The ending balance as of month end January 31, 2020 was \$13,500,187.

The invoices pending approval total \$197,104. See attached “Unpaid Bills Detail” Report on page 3. A transfer of \$200,000 is required from the Money Market Account to the Operating account to cover outstanding invoices.

There was \$309,741 spent for Capital Projects for the period. The project that utilized the majority of the funding was T-0523 Shepherd/Durham Reconstruction (\$119,323). See attached “Capital Improvement Projects” Report on page 4.

**Memorial Heights Redevelopment Authority
General Operating Fund
As of January 31, 2020**

General Operating Fund

BEGINNING BALANCE \$ 13,744,414.59

REVENUE

Prosperity Money Market Interest	8,960.15	Monthly Interest
Prosperity Money Market Interest	3,222.30	Monthly Interest
TexPool Investment	8,431.50	Monthly Interest
TexPool Investment	14,818.40	Monthly Interest

Total Revenue 35,432.35

DISBURSEMENTS

2599	Goodman Corporation	1,903.50	Engineering Consultant
2547	The Morton Accounting Services	4,222.54	Accounting
2540	Jones & Carter	74,742.26	Capital Projects
2543	Goodman Corporation	6,139.70	Engineering Consultant
2541	SK Law	8,661.90	Legal Services
2542	SMW Principle Solution	10,592.60	Admin Consulting
2544	RAC Industries Inc	10,046.49	Capital Projects
2545	SK Law	1,216.22	Legal Services
2546	SMW Principle Solution	10,071.48	Admin Consulting
2384	Goodman Corporation	4,650.00	Engineering Consultant
2385	Jones & Carter Inc	79,257.28	Capital Projects
2386	RAC Industries Inc	51,630.37	Capital Projects
2387	SK Law	6,475.53	Legal Services
2388	SMW Principle Solution	10,050.02	Admin Consulting

Total Disbursements 279,659.89

ENDING BALANCE \$ 13,500,187.05

January 31, 2020

Balance

LOCATION OF ASSETS

Prosperity Operating	\$	22,356.86
Prosperity Money Market		1,336,418.90
TexPool Investment		12,141,411.29

Total Account Balance \$ 13,500,187.05

Memorial Heights Redevelopment Authority
Unpaid Bills Detail
As of February 19, 2020

<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Memo</u>	<u>Due Date</u>	<u>Open Balance</u>
Goodman Corporation					
Bill	01/31/2020	1-2020-17	MRA108.2 Project - Project Initiation and Design Phase	02/10/2020	5,950.00
Bill	01/31/2020	1-2020-16	MRA108.1 Project - PH II Funding Coordination	02/10/2020	1,600.00
Total Goodman Corporation					7,550.00
Jones & Carter Inc.					
Bill	01/31/2020	00298604	Work Order 1 - Through January 31,2020	02/10/2020	3,683.75
Bill	01/31/2020	00298605	T0523A Shepherd Durham Grant Coord - Through Janua...	02/10/2020	555.00
Bill	01/31/2020	00298606	T0523A Shepherd Durham Recon Proj - Through January...	02/10/2020	101,175.00
Bill	01/31/2020	00298607	Work Order 6 - Through January 31, 2020 final design	02/10/2020	17,648.75
Bill	01/31/2020	00298608	Work Order 7 - Through January 31, 2020	02/10/2020	2,770.00
Total Jones & Carter Inc.					125,832.50
Millis Equipment LLC					
Bill	01/31/2020	Pay App 1	Little Thicket Park - Contract \$392,654.75	02/10/2020	46,882.80
Total Millis Equipment LLC					46,882.80
Sanford Kuhl Hagan Kugle Parker Kahn					
Bill	01/31/2020	20-1013	Admin/Meeting through January 2020	02/10/2020	851.25
Bill	01/31/2020	20-1014	General Legal services through January 2020	02/10/2020	2,251.20
Bill	01/31/2020	20-1015	General Legal services through January 2020	02/10/2020	118.75
Bill	01/31/2020	20-1016	Legal services through January 2020	02/10/2020	156.25
Total Sanford Kuhl Hagan Kugle Parker Kahn					3,377.45
SMW Principle Solutions, Inc.					
Bill	01/31/2020	1251	January Consulting 2020	02/10/2020	10,314.24
Total SMW Principle Solutions, Inc.					10,314.24
The Morton Accounting Services					
Bill	01/31/2020	2014	December and January CPA Services	02/10/2020	2,547.07
Total The Morton Accounting Services					2,547.07
Urban Land Institute					
Bill	01/28/2020	3135820	Sherry Weesner Membership #1149574	02/07/2020	600.00
Total Urban Land Institute					600.00
TOTAL					197,104.06

Memorial Heights Redevelopment Authority
Capital Improvement Projects
December 2019 through January 2020

02/19/20

Accrual Basis

Type	Date	Num	Name	Memo	Amount
Capital Improvement Plan					
T-0520 Houston Ave & White Oak					
Bill	12/20/2019	Pay Requ...	RAC Industries, Inc.	Pay Request 12 - \$1,145,903 Contract (w/...	51,630.37
Bill	12/31/2019	1244	SMW Principle Solutions, Inc.	December 2019 Consulting	525.00
Bill	12/31/2019	00297445	Jones & Carter Inc.	Work Order 2 - Through December 27, 20...	13,936.14
Bill	01/31/2020	1251	SMW Principle Solutions, Inc.	January 2020 Consulting	37.50
Total T-0520 Houston Ave & White Oak					66,129.01
T-0521 Little Thicket Park Impr					
Bill	12/01/2019	00295583	Jones & Carter Inc.	Work Order 6 - Through November 29, 20...	1,952.06
Bill	12/31/2019	1244	SMW Principle Solutions, Inc.	December 2019 Consulting	300.00
Bill	12/31/2019	19-3226	Sanford Kuhl Hagan Kugle Parker ...	Legal services through Dec 31, 2019	271.25
Bill	12/31/2019	00297446	Jones & Carter Inc.	Work Order 6 - Through December 27, 20...	4,603.57
Bill	01/31/2020	Pay App 1	Millis Equipment LLC	Little Thicket Park - Contract \$392,654.75	46,882.80
Bill	01/31/2020	00298607	Jones & Carter Inc.	Work Order 6 - Through January 31, 2020...	17,648.75
Bill	01/31/2020	1251	SMW Principle Solutions, Inc.	January 2020 Consulting	487.50
Total T-0521 Little Thicket Park Impr					72,145.93
T-0523 Shepherd/Durham Reonstr					
Bill	12/31/2019	1244	SMW Principle Solutions, Inc.	T-0523A December 2019 Consulting	1,200.00
Bill	12/31/2019	19-3227	Sanford Kuhl Hagan Kugle Parker ...	Legal services through Dec 31, 2019	1,523.75
Bill	12/31/2019	12-2019-12	Goodman Corporation	Task 1 - \$85,000	4,250.00
Bill	12/31/2019	12-2019-11	Goodman Corporation	Task 1 - \$20,000	400.00
Bill	01/31/2020	00298605	Jones & Carter Inc.	T0523A Shepherd Durham Grant Coord - ...	555.00
Bill	01/31/2020	00298606	Jones & Carter Inc.	T0523A Shepherd Durham Recon Proj - T...	101,175.00
Bill	01/31/2020	1251	SMW Principle Solutions, Inc.	T-0523A January 2020 Consulting	2,512.50
Bill	01/31/2020	20-1016	Sanford Kuhl Hagan Kugle Parker ...	Legal services through January 2020	156.25
Bill	01/31/2020	1-2020-17	Goodman Corporation	Task 1 - \$85,000	5,950.00
Bill	01/31/2020	1-2020-16	Goodman Corporation	Task 1 - \$20,000	1,600.00
Total T-0523 Shepherd/Durham Reonstr					119,322.50
T-0525 Reconst Bridges White Oa					
Bill	12/01/2019	00295585	Jones & Carter Inc.	Reconstruct Bridges over White Oak	2,758.75
Bill	12/31/2019	00297448	Jones & Carter Inc.	Reconstruct Bridges over White Oak	12.20
Bill	01/31/2020	1251	SMW Principle Solutions, Inc.	January 2020 Consulting	75.00
Total T-0525 Reconst Bridges White Oa					2,845.95
T-0527 Heights Blvd Pedestrian					
Bill	12/01/2019	00295584	Jones & Carter Inc.	Heights Blvd Pedestrian & Bicycle Safety ...	31,951.26
Bill	12/31/2019	00297447	Jones & Carter Inc.	Heights Blvd Pedestrian & Bicycle Safety ...	14,388.83
Bill	01/31/2020	00298608	Jones & Carter Inc.	Heights Blvd Pedestrian & Bicycle Safety ...	2,770.00
Bill	01/31/2020	1251	SMW Principle Solutions, Inc.	January 2020 Consulting	187.50
Total T-0527 Heights Blvd Pedestrian					49,297.59
Total Capital Improvement Plan					309,740.98
TOTAL					309,740.98

Memorial Heights Redevelopment Authority
BUDGET TO ACTUAL
7 Months Ended Jan 31, 2020

	Jan 31, 2020 Actual	Jan 31, 2020 Budget	Variance	% of Budget
Revenue				
Interest Income	\$ 132,409.62	\$ 25,000.00	\$ 107,409.62	529.64 %
Revenue - Other	430,000.00	405,000.00	25,000.00	106.17 %
Tax Increment - City	0.00	6,570,767.00	(6,570,767.00)	0.00 %
Tax Increment Interest	0.00	4,210.00	(4,210.00)	0.00 %
Total Revenue	562,409.62	7,004,977.00	(6,442,567.38)	8.03 %
Capital Improvement Plan				
T-0520 Houston Ave & White Oak	84,109.52	300,000.00	(215,890.48)	28.04 %
T-0521 Little Thicket Park Impr	102,947.18	770,000.00	(667,052.82)	13.37 %
T-0523 Shepherd/Durham Reconst	143,335.20	0.00	143,335.20	
T-0525 Reconst Bridges White Oa	7,885.95	1,000,000.00	(992,114.05)	0.79 %
T-0527 Heights Blvd Pedestrian	107,082.35	730,000.00	(622,917.65)	14.67 %
Total Capital Improvement Plan	445,360.20	2,800,000.00	(2,354,639.80)	15.91 %
Gross Profit	117,049.42	4,204,977.00	(4,087,927.58)	2.78 %
Operating Expenses				
Developer Reimbursement	262,564.60	606,907.00	(344,342.40)	43.26 %
Municipal Services	0.00	160,652.00	(160,652.00)	0.00 %
Program and Project Consultants				
Engineering Consultants	26,943.22	75,000.00	(48,056.78)	35.92 %
Legal Expense	22,461.45	100,000.00	(77,538.55)	22.46 %
Planning Consultants	0.00	50,000.00	(50,000.00)	0.00 %
TIRZ Administration & Overhead	0.00	0.00	0.00	
Accounting	12,334.21	20,000.00	(7,665.79)	61.67 %
Administration	55,063.83	100,000.00	(44,936.17)	55.06 %
Auditing	5,500.00	9,000.00	(3,500.00)	61.11 %
Insurance	0.00	1,000.00	(1,000.00)	0.00 %
Office Expenses	0.00	10,000.00	(10,000.00)	0.00 %
Tax Consultant	2,100.00	25,000.00	(22,900.00)	8.40 %
Total Operating Expenses	386,967.31	1,157,559.00	(770,591.69)	33.43 %
Net Income (Loss)	(269,917.89)	3,047,418.00	(3,317,335.89)	(8.86)%

Memorial Heights Redevelopment Authority
BALANCE SHEET
Jan 31, 2020 and 2019

Assets				
	2020	2019	Variance	%
Current Assets				
Prosperity - Money Market	\$ 1,336,418.90	\$ 3,335,152.75	\$ (1,998,733.85)	(59.93)%
Prosperity Bank - Operating	22,356.86	48,972.46	(26,615.60)	(54.35)%
TexPool Investment	12,141,411.29	6,005,876.94	6,135,534.35	102.16 %
Prepaid Insurance	<u>723.98</u>	<u>723.98</u>	<u>0.00</u>	<u>0.00 %</u>
Total Current Assets	13,500,911.03	9,390,726.13	4,110,184.90	43.77 %
Total Assets	<u>\$ 13,500,911.03</u>	<u>\$ 9,390,726.13</u>	<u>\$ 4,110,184.90</u>	<u>43.77 %</u>

Liabilities and Stockholders' Equity

	2020	2019	Variance	%
Current Liabilities				
Accounts Payable	\$ 197,104.06	\$ 180,538.24	\$ 16,565.82	9.18 %
Retainage Payable	<u>61,952.73</u>	<u>0.00</u>	<u>61,952.73</u>	<u>0.00 %</u>
Total Current Liabilities	259,056.79	180,538.24	78,518.55	43.49 %
Stockholders' Equity				
Retained Earnings	13,511,772.13	10,405,972.37	3,105,799.76	29.85 %
Net Income	<u>(269,917.89)</u>	<u>(1,195,784.48)</u>	<u>925,866.59</u>	<u>(77.43)%</u>
Total Stockholders' Equity	<u>13,241,854.24</u>	<u>9,210,187.89</u>	<u>4,031,666.35</u>	<u>43.77 %</u>
Total Liabilities and Stockholders' Equity	<u>\$ 13,500,911.03</u>	<u>\$ 9,390,726.13</u>	<u>\$ 4,110,184.90</u>	<u>43.77 %</u>

Memorial Heights Redevelopment Authority Profit & Loss Detail

July 2019 through January 2020

Accrual Basis

Type	Date	Num	Adj	Name	Memo	Amount
Ordinary Income/Expense						
Income						
Interest Income						
Deposit	07/31/2019				Interest	7,793.70
Deposit	07/31/2019				Interest	12,299.91
Deposit	08/31/2019				Interest	9,599.93
Deposit	08/31/2019				Interest	11,208.91
Deposit	09/30/2019				Interest	9,038.61
Deposit	09/30/2019				Interest	10,827.53
Deposit	10/31/2019				Interest	9,902.80
Deposit	10/31/2019				Interest	9,221.96
Deposit	11/30/2019				Interest	8,660.44
Deposit	11/30/2019				Interest	8,423.48
Deposit	12/31/2019				Interest	8,960.15
Deposit	12/31/2019				Interest	8,431.50
Deposit	01/31/2020				Interest	3,222.30
Deposit	01/31/2020				Interest	14,818.40
Total Interest Income						132,409.62
Revenue - Other						
Deposit	11/18/2019			City of Houston Cust.	Little Thicket Payment	405,000.00
Deposit	11/28/2019				Council Member Bike Lane Contribution - Houston A...	25,000.00
Total Revenue - Other						430,000.00
Total Income						562,409.62
Cost of Goods Sold						
Capital Improvement Plan						
T-0520 Houston Ave & White Oak						
Bill	07/31/2019	19-2636		Sanford Kuhl Hagan Kugle Parker...	Legal services through July 31, 2019	456.25
Bill	07/31/2019	1206		SMW Principle Solutions, Inc.	July 2019 Consulting	1,350.00
Bill	07/31/2019	00288770		Jones & Carter Inc.	Work Order 2 - Through July 31, 2019	921.52
Bill	08/31/2019	1215		SMW Principle Solutions, Inc.	August 2019 Consulting	825.00
Bill	09/30/2019	19-2922		Sanford Kuhl Hagan Kugle Parker...	Legal services through Sept 30, 2019	243.75
Bill	09/30/2019	1218		SMW Principle Solutions, Inc.	September 2019 Consulting	1,012.50
Bill	10/31/2019	19-2995		Sanford Kuhl Hagan Kugle Parker...	Legal services through Oct 30, 2019	162.50
Bill	10/31/2019	1227		SMW Principle Solutions, Inc.	October 2019 Consulting	2,475.00
Bill	11/30/2019	Pay Request 11		RAC Industries, Inc.	Pay Request 11 - \$1,145,903 Contract (w/CO - 1,23...	10,046.49
Bill	11/30/2019	1231		SMW Principle Solutions, Inc.	November 2019 Consulting	487.50
Bill	12/20/2019	Pay Request 12		RAC Industries, Inc.	Pay Request 12 - \$1,145,903 Contract (w/CO - 1,29...	51,630.37
Bill	12/31/2019	1244		SMW Principle Solutions, Inc.	December 2019 Consulting	525.00
Bill	12/31/2019	00297445		Jones & Carter Inc.	Work Order 2 - Through December 27, 2019	13,936.14
Bill	01/31/2020	1251		SMW Principle Solutions, Inc.	January 2020 Consulting	37.50
Total T-0520 Houston Ave & White Oak						84,109.52
T-0521 Little Thicket Park Impr						
Bill	07/31/2019	19-2637		Sanford Kuhl Hagan Kugle Parker...	Legal services through July 31, 2019	37.50
Bill	07/31/2019	1206		SMW Principle Solutions, Inc.	July 2019 Consulting	37.50
Bill	07/31/2019	00288772		Jones & Carter Inc.	Work Order 6 - Through July 31, 2019 final design	3,241.25
Bill	08/31/2019	00290389		Jones & Carter Inc.	Work Order 6 - Through Aug 31, 2019 final design	4,255.00
Bill	09/30/2019	00292108		Jones & Carter Inc.	Work Order 6 - Through Sept 31, 2019 final design	3,452.50
Bill	09/30/2019	1218		SMW Principle Solutions, Inc.	September 2019 Consulting	562.50
Bill	10/31/2019	00294327		Jones & Carter Inc.	Work Order 6 - Through Oct 25, 2019 final design	18,252.50
Bill	10/31/2019	19-2997		Sanford Kuhl Hagan Kugle Parker...	Legal services through Oct 31, 2019	431.25
Bill	10/31/2019	1227		SMW Principle Solutions, Inc.	October 2019 Consulting	337.50
Bill	11/30/2019	19-3096		Sanford Kuhl Hagan Kugle Parker...	Legal services through Nov 30, 2019	81.25
Bill	11/30/2019	1231		SMW Principle Solutions, Inc.	November 2019 Consulting	112.50
Bill	12/01/2019	00295583		Jones & Carter Inc.	Work Order 6 - Through November 29, 2019 final de...	1,952.06
Bill	12/31/2019	1244		SMW Principle Solutions, Inc.	December 2019 Consulting	300.00
Bill	12/31/2019	19-3226		Sanford Kuhl Hagan Kugle Parker...	Legal services through Dec 31, 2019	271.25
Bill	12/31/2019	00297446		Jones & Carter Inc.	Work Order 6 - Through December 27, 2019 final de...	4,603.57
Bill	01/31/2020	Pay App 1		Millis Equipment LLC	Little Thicket Park - Contract \$392,654.75	46,882.80
Bill	01/31/2020	00298607		Jones & Carter Inc.	Work Order 6 - Through January 31, 2020 final design	17,648.75
Bill	01/31/2020	1251		SMW Principle Solutions, Inc.	January 2020 Consulting	487.50
Total T-0521 Little Thicket Park Impr						102,947.18

Memorial Heights Redevelopment Authority Profit & Loss Detail

July 2019 through January 2020

Accrual Basis

Type	Date	Num	Adj	Name	Memo	Amount
T-0523 Shepherd/Durham Reconstr						
Bill	07/31/2019	7-2019-16		Goodman Corporation	Task 1 - \$12,500	216.00
Bill	07/31/2019	7-2019-15		Goodman Corporation	Task 1 - \$17,500	2,625.00
Bill	07/31/2019	7-2019-15		Goodman Corporation	Task 2 - \$11,250	1,687.50
Bill	07/31/2019	19-2638		Sanford Kuhl Hagan Kugle Parker...	Legal services through July 31, 2019	356.25
Bill	07/31/2019	1206		SMW Principle Solutions, Inc.	T-0523A July 2019 Consulting	2,925.00
Bill	07/31/2019	00288771		Jones & Carter Inc.	WO5 - Shepherd Dr 6th to 610 - Through July 31, 2...	1,336.25
Bill	08/31/2019	1215		SMW Principle Solutions, Inc.	T-0523A August 2019 Consulting	525.00
Bill	08/31/2019	8-2019-43		Goodman Corporation	Task 1 - \$12,500	486.00
Bill	08/31/2019	8-2019-42		Goodman Corporation	Task 2 - \$11,250	1,687.50
Bill	09/30/2019	9-2019-31		Goodman Corporation	Task 2 - \$11,250	1,687.50
Bill	09/30/2019	1218		SMW Principle Solutions, Inc.	T-0523A September 2019 Consulting	225.00
Bill	10/31/2019	10-2019-9		Goodman Corporation	Task 2 - \$11,250	1,687.50
Bill	10/31/2019	10-2019-8		Goodman Corporation	Task 1 - \$12,500	216.00
Bill	10/31/2019	1227		SMW Principle Solutions, Inc.	T-0523A October 2019 Consulting	0.00
Bill	11/30/2019	11-2019-16		Goodman Corporation	Task 1 - \$12,500	5,577.20
Bill	11/30/2019	11-2019-21		Goodman Corporation	Task 2 - \$11,250	562.50
Bill	11/30/2019	1231		SMW Principle Solutions, Inc.	T-0523A November 2019 Consulting	2,212.50
Bill	12/31/2019	1244		SMW Principle Solutions, Inc.	T-0523A December 2019 Consulting	1,200.00
Bill	12/31/2019	19-3227		Sanford Kuhl Hagan Kugle Parker...	Legal services through Dec 31, 2019	1,523.75
Bill	12/31/2019	12-2019-12		Goodman Corporation	Task 1 - \$85,000	4,250.00
Bill	12/31/2019	12-2019-11		Goodman Corporation	Task 1 - \$20,000	400.00
Bill	01/31/2020	00298605		Jones & Carter Inc.	T0523A Shepherd Durham Grant Coord - Through J...	555.00
Bill	01/31/2020	00298606		Jones & Carter Inc.	T0523A Shepherd Durham Recon Proj - Through Ja...	101,175.00
Bill	01/31/2020	1251		SMW Principle Solutions, Inc.	T-0523A January 2020 Consulting	2,512.50
Bill	01/31/2020	20-1016		Sanford Kuhl Hagan Kugle Parker...	Legal services through January 2020	156.25
Bill	01/31/2020	1-2020-17		Goodman Corporation	Task 1 - \$85,000	5,950.00
Bill	01/31/2020	1-2020-16		Goodman Corporation	Task 1 - \$20,000	1,600.00
Total T-0523 Shepherd/Durham Reconstr						143,335.20
T-0525 Reconst Bridges White Oa						
Bill	08/31/2019	1215		SMW Principle Solutions, Inc.	August 2019 Consulting - T0525	412.50
Bill	09/30/2019	1218		SMW Principle Solutions, Inc.	September 2019 Consulting - T0525	487.50
Bill	10/31/2019	00294329		Jones & Carter Inc.	Reconstruct Bridges over White Oak	1,252.50
Bill	10/31/2019	1227		SMW Principle Solutions, Inc.	October 2019 Consulting - T0525	1,500.00
Bill	11/30/2019	1231		SMW Principle Solutions, Inc.	November 2019 Consulting	1,387.50
Bill	12/01/2019	00295585		Jones & Carter Inc.	Reconstruct Bridges over White Oak	2,758.75
Bill	12/31/2019	00297448		Jones & Carter Inc.	Reconstruct Bridges over White Oak	12.20
Bill	01/31/2020	1251		SMW Principle Solutions, Inc.	January 2020 Consulting	75.00
Total T-0525 Reconst Bridges White Oa						7,885.95
T-0527 Heights Blvd Pedestrian						
Bill	07/31/2019	00288773		Jones & Carter Inc.	Heights Blvd Pedestrian & Bicycle Safety Impr.	215.00
Bill	08/31/2019	1215		SMW Principle Solutions, Inc.	August 2019 Consulting	187.50
Bill	08/31/2019	00290390		Jones & Carter Inc.	Heights Blvd Pedestrian & Bicycle Safety Impr.	2,070.00
Bill	09/30/2019	00292109		Jones & Carter Inc.	Heights Blvd Pedestrian & Bicycle Safety Impr.	1,685.00
Bill	09/30/2019	1218		SMW Principle Solutions, Inc.	September 2019 Consulting	300.00
Bill	10/31/2019	00294328		Jones & Carter Inc.	Heights Blvd Pedestrian & Bicycle Safety Impr.	53,177.26
Bill	10/31/2019	1227		SMW Principle Solutions, Inc.	October 2019 Consulting	75.00
Bill	11/30/2019	1231		SMW Principle Solutions, Inc.	November 2019 Consulting	75.00
Bill	12/01/2019	00295584		Jones & Carter Inc.	Heights Blvd Pedestrian & Bicycle Safety Impr.	31,951.26
Bill	12/31/2019	00297447		Jones & Carter Inc.	Heights Blvd Pedestrian & Bicycle Safety Impr.	14,388.83
Bill	01/31/2020	00298608		Jones & Carter Inc.	Heights Blvd Pedestrian & Bicycle Safety Impr.	2,770.00
Bill	01/31/2020	1251		SMW Principle Solutions, Inc.	January 2020 Consulting	187.50
Total T-0527 Heights Blvd Pedestrian						107,082.35
Total Capital Improvement Plan						445,360.20
Total COGS						445,360.20
Gross Profit						117,049.42
Expense						
Developer Reimbursement						
Bill	09/30/2019	Reimbursement		Sovereign Regent Square LLC	Developer Reimbursement 2019 (Construction Cost)	262,564.60
Total Developer Reimbursement						262,564.60

Memorial Heights Redevelopment Authority
Profit & Loss Detail
July 2019 through January 2020

Accrual Basis

Type	Date	Num	Adj	Name	Memo	Amount
Program and Project Consultants						
Engineering Consultants						
Bill	07/31/2019	00288769		Jones & Carter Inc.	Work Order 1 - Through July 31, 2019	3,615.00
Bill	08/31/2019	00290388		Jones & Carter Inc.	Work Order 1 - Through August 30, 2019	1,815.00
Bill	09/30/2019	00292107		Jones & Carter Inc.	Work Order 1 - Through September 27, 2019	6,115.00
Bill	10/31/2019	00294326		Jones & Carter Inc.	Work Order 1 - Through October 25, 2019	2,060.00
Bill	12/01/2019	00295582		Jones & Carter Inc.	Work Order 1 - Through November 29, 2019	1,265.00
Bill	12/31/2019	00297444		Jones & Carter Inc.	Work Order 1 - Through December 27, 2019	8,389.47
Bill	01/31/2020	00298604		Jones & Carter Inc.	Work Order 1 - Through January 31,2020	3,683.75
Total Engineering Consultants						26,943.22
Legal Expense						
Bill	07/31/2019	19-2635		Sanford Kuhl Hagan Kugle Parker...	General Legal services through July 2019	2,932.58
Bill	07/31/2019	19-2639		Sanford Kuhl Hagan Kugle Parker...	Allen Pkwy/Marston	37.50
Bill	08/31/2019	19-2743		Sanford Kuhl Hagan Kugle Parker...	General Legal services through August 2019	1,320.49
Bill	09/30/2019	19-2921		Sanford Kuhl Hagan Kugle Parker...	General Legal services through September 2019	4,906.03
Bill	10/31/2019	19-2994		Sanford Kuhl Hagan Kugle Parker...	General Legal services through October 2019	5,365.65
Bill	10/31/2019	19-2996		Sanford Kuhl Hagan Kugle Parker...	Regents Square GID	837.50
Bill	11/30/2019	19-3094		Sanford Kuhl Hagan Kugle Parker...	General Legal services through November 2019	983.84
Bill	11/30/2019	19-3095		Sanford Kuhl Hagan Kugle Parker...	Regents Square GID	151.13
Bill	12/31/2019	19-3224		Sanford Kuhl Hagan Kugle Parker...	General Legal services through December 2019	3,338.03
Bill	12/31/2019	19-3225		Sanford Kuhl Hagan Kugle Parker...	Regents Square GID	125.00
Bill	12/31/2019	12-3228		Sanford Kuhl Hagan Kugle Parker...	Allen Pkwy/Marston	93.75
Bill	01/31/2020	20-1014		Sanford Kuhl Hagan Kugle Parker...	General Legal services through January 2020	2,251.20
Bill	01/31/2020	20-1015		Sanford Kuhl Hagan Kugle Parker...	Regents Square GID	118.75
Total Legal Expense						22,461.45
Total Program and Project Consultants						49,404.67
TIRZ Administration & Overhead						
Accounting						
Bill	07/31/2019	1918		The Morton Accounting Services	July 2019 CPA Services	3,057.30
Bill	08/31/2019	1937		The Morton Accounting Services	August 2019 CPA Services	1,257.30
Bill	09/30/2019	1944		The Morton Accounting Services	September 2019 CPA Services	1,250.00
Bill	11/30/2019	1957		The Morton Accounting Services	October and November 2019 CPA Services	4,222.54
Bill	01/31/2020	2014		The Morton Accounting Services	December and January CPA Services	2,547.07
Total Accounting						12,334.21
Administration						
Bill	07/31/2019	19-2634		Sanford Kuhl Hagan Kugle Parker...	Admin/Meeting through July 31, 2019	230.00
Bill	07/31/2019	1206		SMW Principle Solutions, Inc.	July 2019 Consulting	5,687.50
Bill	07/31/2019	1206		SMW Principle Solutions, Inc.	July 2019 Expenses	57.62
Bill	08/31/2019	1215		SMW Principle Solutions, Inc.	August 2019 Consulting	8,050.00
Bill	08/31/2019	1215		SMW Principle Solutions, Inc.	August 2019 Expenses	104.93
Bill	09/30/2019	19-2920		Sanford Kuhl Hagan Kugle Parker...	Admin/Meeting through Sept 30, 2019	1,995.00
Bill	09/30/2019	1218		SMW Principle Solutions, Inc.	September 2019 Consulting	7,412.50
Bill	09/30/2019	1218		SMW Principle Solutions, Inc.	September 2019 Expenses	45.44
Bill	10/31/2019	19-2993		Sanford Kuhl Hagan Kugle Parker...	Admin/Meeting through Oct 30, 2019	1,865.00
Bill	10/31/2019	1227		SMW Principle Solutions, Inc.	October 2019 Consulting	5,612.50
Bill	10/31/2019	1227		SMW Principle Solutions, Inc.	October 2019 Expenses	592.60
Bill	11/30/2019	1231		SMW Principle Solutions, Inc.	November 2019 Consulting	5,725.00
Bill	11/30/2019	1231		SMW Principle Solutions, Inc.	November 2019 Expenses	71.48
Bill	12/31/2019	1244		SMW Principle Solutions, Inc.	December 2019 Consulting	7,975.00
Bill	12/31/2019	1244		SMW Principle Solutions, Inc.	December 2019 Expenses	50.02
Bill	12/31/2019	19-3223		Sanford Kuhl Hagan Kugle Parker...	Admin/Meeting through Dec 31, 2019	1,123.75
Bill	01/28/2020	3135820		Urban Land Institute	Sherry Weesner Membership #1149574	600.00
Bill	01/31/2020	1251		SMW Principle Solutions, Inc.	January 2020 Consulting	6,700.00
Bill	01/31/2020	1251		SMW Principle Solutions, Inc.	January 2020 Expenses	314.24
Bill	01/31/2020	20-1013		Sanford Kuhl Hagan Kugle Parker...	Admin/Meeting through January 2020	851.25
Total Administration						55,063.83
Auditing						
Bill	09/11/2019	2019 Audit		McCall Gibson Swedlund Barfoot ...	2019 Audit Final	5,500.00
Total Auditing						5,500.00

Memorial Heights Redevelopment Authority Profit & Loss Detail

July 2019 through January 2020

Accrual Basis

Type	Date	Num	Adj	Name	Memo	Amount
	Tax Consultant					
Bill	07/01/2019	54184		Equi Tax Inc.	July - June 2020 Tax Consulting	2,100.00
	Total Tax Consultant					2,100.00
	Total TIRZ Administration & Overhead					74,998.04
	Total Expense					386,967.31
	Net Ordinary Income					-269,917.89
Net Income						-269,917.89

TIRZ 5
 2019 Certified Value Increment Report
 based on HCAD Values as of January 2020

		2019 CERTIFIED VALUE	2019 CERTIFIED TAXABLE VALUE	BASE YEAR	2019 INCREMENT	2019 TAX RATES /\$100	ESTIMATED GROSS TAX INCREMENT LEVY	LEVY WITH COLLECTION RATE @ 97%
Original Area JUR 583	1997 City	541,558,221	511,970,502	26,633,950	485,336,552	0.567920	2,756,323.35	2,673,633.65
Annexed Area JUR 935	2007 City	31,016,128	29,632,566	0	29,632,566	0.567920	168,289.27	163,240.59
Annexed Area JUR 307	2008** City	164,625,942	164,298,599	41,173,587	123,125,012	0.567920	699,251.57	678,274.02
Annexed Area JUR 309	2009 City	591,450	591,450	0	591,450	0.567920	3,358.96	3,258.19
Annexed Area JUR 816	2015 City	1,678,247,093	1,573,674,034	945,064,142	628,609,892	0.567920	3,570,001.30	3,462,901.26
	Total City	2,416,038,834	2,280,167,151	1,012,871,679	1,267,295,472	0.567920	7,197,224.44	6,981,307.71
**JUR 307 - signed a Restated Development Agreement effective June 1, 2016								
HISD does not participate in the TIRZ after 2016.								
Harris County does not participate in the TIRZ.								
Base Year for JUR 935, an Annexed Area, is \$0.								
JUR 309, an Annexed Area, contains a prorated portion of The Legacy at Memorial Apartments.								
JUR 816, Newly Annexed for tax year 2015								