

LAKE HOUSTON REDEVELOPMENT AUTHORITY

JOINT MEETING OF THE BOARDS OF DIRECTORS

APRIL 14, 2022

BOARD PACKET

REINVESTMENT ZONE NUMBER TEN

CITY OF HOUSTON, TEXAS

AGENDA FOR MEETING OF THE BOARD OF DIRECTORS
LAKE HOUSTON REDEVELOPMENT AUTHORITY
REINVESTMENT ZONE NUMBER TEN, CITY OF HOUSTON, TEXAS (LAKE HOUSTON ZONE)

Notice is hereby given that the Board of Directors of Lake Houston Redevelopment Authority (Authority), and Tax Increment Reinvestment Zone Number Ten, Lake Houston Zone (Zone), will hold a joint meeting on **Thursday, April 14, 2022**, at 8:00 a.m., at the Kingwood Community Center, 4102 Rustic Woods Drive, Kingwood, Texas 77345, and is open to the public, to consider, discuss and adopt such orders, resolutions or motions, and take direct or indirect actions as may be necessary, convenient, or desirable with respect to the following matters:

1. Establish quorum and call to order.
2. Approve minutes from last meeting.
3. Comments from Council District E, Mayor Pro Tem Dave Martin.
4. Receive public comment.
5. Financial and bookkeeping matters, including acceptance of Financial Report, approving the payment of bills.
6. Request the termination of or otherwise terminate the Public Improvement Agreement with Kellington Investments Limited, Biltmore Limited, CET Limited, and Kech I Limited.
7. Adopt Fiscal Year 2023 Operating Budget of the Authority and Fiscal Year 2023 thru Fiscal Year 2027 Capital Improvement Plan Budget of the Zone.
8. HNTB Report on Northpark Drive Overpass (T-1013) Project, including approving task orders, pay estimates, change orders, and final acceptance.
9. HNTB Report on Northpark Drive Reconstruction (T-1014) Project, including approving task orders, pay estimates, change orders, and final acceptance.
10. Receive presentations, reports, or updates from the Directors, consultants, City of Houston Staff, or others regarding development in the Authority and the Zone and implementation of Project Plan and Reinvestment Zone Financing Plan.
11. Discuss meeting schedule including date and time of next meeting for **May 12, 2022, at 8:00 a.m.**
12. Convene in Executive Session pursuant to section 551.087, Texas Government Code, to receive advice from legal counsel and discuss matters relating to pending or contemplated litigation, personnel matters, gifts and donations, real estate transactions, the deployment, or specific occasions for the implementation of, security personnel or devices and or economic development negotiations.
13. Reconvene in Open Session and authorize appropriate action regarding economic development negotiations.
14. Adjourn.



Ralph De Leon, Administrator for the Authority

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LAKE HOUSTON REDEVELOPMENT AUTHORITY AND
TAX INCREMENT REINVESTMENT ZONE NUMBER TEN,
CITY OF HOUSTON, TEXAS
JOINT BOARD OF DIRECTORS MEETING

March 10, 2022

The Board of Directors (the “Board”) of both the Lake Houston Redevelopment Authority (the “Authority”) and the Tax Increment Reinvestment Zone Number Ten, City of Houston, Texas (the “Zone”) met at 8:00 a.m., at the Kingwood Community Center, 4102 Rustic Woods Drive, Kingwood, Texas 77345, and was open to the public, to consider, discuss and adopt such orders, resolutions or motions, and take direct or indirect actions as may be necessary, convenient, or desirable with respect to the following matters:

| | |
|---------------------|---------------------------------|
| Kimberly Brusatori | Position 1 |
| Jeffery Nielsen | Position 2, Assistant Secretary |
| Philip Ivy | Position 3, Vice Chair |
| Tom Broad | Position 4, Secretary |
| Stan Sarman | Position 5, Chairman |
| Vacant | Position 6 |
| Dr. Martin Basaldua | Position 7 |

and all of the above were present except Directors Neilson and Broad, thus constituting a quorum.

Also attending the meeting were, Mayor Pro-Tem Dave Martin, Dustin Hodges and Jessica Beemer of the City of Houston (the “City”), Billy Baettie of Humble Independent School District (“HISD”); Bruce Olson, *The Tribune*; Ralph De Leon of TIFWorks, LLC; Melissa Morton of Morton Accounting Services, Joel Salinas and Paula Ikpatt of HNTB Corporation (“HNTB”); Mark Arnold and Kelly Cashman of Hunton Andrews Kurth LLP (“HAK”); Dee Price of the Kingwood Service Association, Adam Kupstas of Kingwood Place West Community Association.

- 1. Establish quorum and call to order.** Chairman Sarman conducted a roll call of Board Members present and called the meeting to order at 8:00 a.m.
- 2. Approve minutes from last meeting.** After review and discussion, Director Brusatori motioned to adopt the minutes from the February 10, 2022 Board of Directors meeting, which was seconded by Director Ivy, and which passed by unanimous vote.
- 3. Comments from Council District E, Mayor Pro Tem (“MPT”) Dave Martin.** MPT Martin did not have comments. Dustin Hodges, North Sector Manager for District E, reported various concrete panel replacements on Kingwood Drive, and funded by the District E Service Fund have been scheduled for summer 2022.

4. **Receive public comment.** There were no public comments.
5. **Financial and bookkeeping matters, including acceptance of Financial Report, approving the payment of bills and:** Mr. De Leon provided an overview of the Financial Report for the current period, and reviewed current invoices. After review and discussion, Director Balsadua motioned to accept the Financial Report, authorize payment of current invoices and ratify payments made in February related to right-of-way acquisition needed for the T-1013 Project, which was seconded by Director Brusatori and which passed by unanimous vote.
6. **Adopt Seventh Amended Project Plan and Reinvestment Zone Financing Plan for the Lake Houston Tax Increment Reinvestment Zone.** Director Sarman and Mr. De Leon provided a detailed report on the provisions included in the proposed Amended Plan, related annexation of 6,434 acres of additional territory into the boundaries of the Zone, and (8) year extension of the term of the Zone. After review and discussion Director Ivy motioned to adopt the Amended Plan, which was seconded by Director Brusatori and which passed by unanimous vote.
7. **Texas Capital Bank Governmental, Not-For-Profit & Institutional Account.** Mr. De Leon reported that BBVA (Banco Bilbao Vizcaya Argentaria) Compass Bank, the Authority's primary financial institution was acquired by PNC (PNC Financial Services Group, Inc.) Bank and PNC Bank did not provide services needed for a governmental entity. Siting the Texas Public Funds Investment Act, Mr. De Leon recommended moving the Authority's deposits to Texas Capital Bank, a banking institution that offered Governmental, Not-For-Profit & Institutional banking services. After review and discussion, Director Brusatori motioned to change banks, which was seconded by Director Balsadua, and which passed by unanimous vote.
8. **HNTB Report on Northpark Drive Overpass (T-1013) Project, including approving task orders, pay estimates, change orders, and final acceptance.** Ms. Ikpatt reported UPRR had approved the structures submittal and that HNTB was working to resolve the final comments from the City related to the storm water plans.
9. **HNTB Report on Northpark Drive Reconstruction (T-1014) Project, including approve task orders, pay estimates, change orders, and final acceptance.** Ms. Ikpatt and Mr. Salinas reported HNTB finalizing the drainage report and related exhibits and would be forwarding same to Harris County for review. Additionally, Ms. Ikpatt reported that the roadway layout schematic was finalized and distributed to LHRA for comment.
10. **Receive presentations, reports, or updates from the Directors, consultants, City of Houston staff, or others regarding development in the Authority and the Zone and implementation of Project Plan and Reinvestment Zone Financing Plan.** There were no reports.
11. **Discuss meeting schedule including date and time of next meeting for April 10, 2022, at 8:00 a.m.** No action was taken.

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12. **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 into Executive Session.
13. **Reconvene in Open Session and authorize appropriate action regarding economic development negotiations.** No action was taken.
14. **Adjourn.** At 8:19 a.m, Director Sarman motioned to adjourn, which was seconded by Director Balsadua, and which passed unanimously.

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